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Corporate Information

BOARD OF DIRECTORS	Mr. Girish Chandra Dhanuka (Chairman) Mr. Yogesh Dhanuka (Managing Director) Mr. Peeyush Dhanuka (Executive Director) Mr. Hitesh Dhanuka (Executive Director) Mr. Vaibhav Bansal (Independent Director) Mrs. Mani Jain (Independent Director) Mrs. Sujata Shanker (Independent Director)
CHIEF FINANCIAL OFFICER	Mr. Hitesh Dhanuka
COMPANY SECRETARY & COMPLIANCE OFFICER	Mr. Ankit Sain
STATUTORY AUDITOR	Abhishek Sharma & Co. D-173, Jagraj Marg, Bapu Nagar, Jaipur-302015
SECRETARIAL AUDITORS	Mahendra Khandelwal & Company 202, Prism Tower, In front of PHQ Behind Nehru Place, Tonk Road, Jaipur
INTERNAL AUDITORS	NMA & Associates, F137 First Floor, Dhanshri Tower I, Opp Shekhawati Hospital, Central Spine Vidhyadhar Nagar, Jaipur.
BANKERS	Indian Bank, M.I. Road, Jaipur Indusind Bank, Vaishali Nagar, Jaipur
REGISTRAR AND SHARE TRANSFER AGENT	Big Share Services Private Limited Bharat Tin Works Building, 1 st Floor Opp. Vasant Oasis, Next To Keys Hotel, Makwana Road, Andheri – East, Mumbai – 400059, Maharashtra, India.
REGISTERED OFFICE	5 th Floor, The Solitaire, C-212 & C-213, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur, Rajasthan, 302021. E-Mail Id- Info@dhanukagroup.in Contact: 0141-4014792 Website:- www.dhanukagroup.in
BOARD OF DIRECTORS OF WHOLLY OWNED SUBSIDIARY	<ul style="list-style-type: none"> ➤ <u>Triveni Kripa Buildhome Private Limited</u> <ol style="list-style-type: none"> 1. Mr. Girish Chandra Dhanuka (Director) 2. Mr. Yogesh Dhanuka (Director) 3. Mr. Peeyush Dhanuka (Director) 4. Mr. Hitesh Dhanuka (Director) ➤ <u>Dhanuka Affordable Housing Private Limited</u> <ol style="list-style-type: none"> 1. Mr. Yogesh Dhanuka (Director) 2. Mr. Peeyush Dhanuka (Director) 3. Mr. Hitesh Dhanuka (Director)

Letter to Shareholders

Dear Shareholders,

It give me immense pleasure to communicate with you the 13th Annual report of the Company.

In the Financial year 2019-2020 your company completed its 13 successful years, and this success would not have been possible without the unstinted support and cooperation of all stakeholders and our satisfied customers.

While writing this shareholder letter it is difficult to seclude the mind and think only about the period ending 31st march as time between March 2020 and current date has been something, which is unheard of. It is something, which probably happens once in a lifetime. For more than 2 Months, there was complete lockdown and after that until date, some services like mass transport are still under lockdown. Important aspects of business like labour supply, banking services, material supply, sales, and administration has been facing lockdowns on and off because of regular Covid 19 cases identified. A new normal has been forced upon the humankind, which has completely changed not only the way we live our social life but also the way we conduct our businesses.

However, I am happy to inform all the shareholders that your company has been fighting against all the challenges with perseverance and honest hard work. In terms of construction progress, we have now reached 120% of our work speed existed before Covid 19. Our Subsidiary Triveni Kripa Buildhome's Commercial Project "Sunshine Bhagat" is progressing at fast speed and scheduled to complete by the year-end. The project is slated to complete 8-10 months before the deadline of RERA, highlighting companies' ability to complete the project as per committed deadlines. It is expected that project will be fully sold out by the end of current financial year.

The affordable housing project "Araddhya" by another subsidiary "Dhanuka Affordable Housing Private Limited" has being reworked as per new local byelaws and amended income tax exemptions as announced in Budget for FY 2019-2020. The affordable housing project has started and its construction will gather pace in coming quarters. Sales from this project will take time to come and expected in FY 2023. In coming quarters, company will be initiating work on one more project.

Construction progress on residential project "Sunshine Aditya" was satisfying, though sales from the project are slow and expected to pick pace only near the completion of the Project. The project is progressing at very fast pace and is expected to be completed within next 12 months. Good amount of sales expected in current FY and next FY. After the lockdown opened, speed of construction work has increased tremendously and is now more than 125% of the pre lockdown period.

It is said that darkest hours of the night comes just before the dawn. Covid 19 pandemic and ensuing lockdown is probably those darkest hours for our economy and businesses. However, there is light at the end of the tunnel.

Hard-earned experience of real estate sector of last 18 years, well known reputed real estate brand name, experienced hardworking and committed team, it is expected that the challenges as mentioned above will be resolved successfully and your company will be ready to again start growing and make profits once the working environment and overall economic growth improves.

The financial performance of the company in FY 2019-2020 was nothing short of dismal with declining sales at both standalone and consolidated level. With lower sales, increase in expenses and interest cost, high fixed overhead costs, increased cost of statutory compliance, removal of GST input for real estate sector and slump in margins, company suffered high financial losses in current financial year.

Our total revenue (Consolidated) for the year 2019-20 is Rs. 41,530,507/- as compared to the previous year 2018-2019 of Rs..164,958,777/-

Our Loss before tax (Consolidated) for the year 2019-2020 is Rs. (10,674,850) as compared to the previous year 2018-2019 Loss of Rs. /-(11,744,891).

I am thankful to all our Stakeholders, our Bankers, our Investors, our vendors and most importantly our customers for their trust and faith and standing with us in these trying times. Looking forward to your continued support and best wishes.

Sd-
Regards
(Hitesh Dhanuka)
CFO

NOTICE

NOTICE is hereby given that the **13th Annual General Meeting** of the Members of **DHANUKA REALTY LIMITED** will be held on Wednesday 30th day of September, 2020 at 11.00 A.M. at registered office of the Company at 5th Floor, The Solitaire, C-212 & 213, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur, 302021 to transact the following business:

ORDINARY BUSINESS:

I. To Consider and adopt the Audited Standalone and Consolidated Financial Statements and Reports of Director and Auditors thereon.

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement of the Company for the year ended March 31st, 2020 together with the Report's of Director and Auditor thereon.

II. Re-appoint Mr. Yogesh Dhanuka (DIN-01437705) who retires by rotation

To Re- appoint Mr. Yogesh Dhanuka (DIN: 01437705) who retires at this Annual General Meeting by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

III Appointment of Mr. Girish Chandra Dhanuka (DIN:- 02679931) as Whole Time Director and Chairman

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

"RESOLVED THAT pursuant to provisions of Articles of Association and pursuant to provisions of sections 2(94), 188,196, 197 and 203 read with Schedule V and other applicable provisions of if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014(including any statutory modifications or re-enactment(s) thereof for the time being) the consent and approval of the members be and hereby, accorded for changing the designation of Mr. Girish Chandra Dhanuka as Chairman Cum Whole Time Director of the Company, who attained the age of 70 (Seventy Years) for a period of five years commencing from 30.09.2020 till 29.09.2025 subject that his term shall be liable to be determined by his liability to retire by rotation in accordance with the provisions of Section 152 of the Act.

RESOLVED FURTHER THAT on being re-appointed as a director immediately on retirement by rotation, Mr. Girish Chandra Dhanuka shall continue to hold his office as Chairman cum Whole Time Director and the reappointment as such director shall not be deemed to constitute a break in his appointment as a Chairman & Whole Time Director.

RESOLVED FURHTER THAT a remuneration Rs. 50,000 (Rupees Fifty Thousand only) per month including all the perquisites and benefits if any, except the perquisites falling outside the purview of the ceiling of remuneration as per applicable provisions of Schedule V of the Act, be allowed to Mr. Girish Chandra Dhanuka and in the event of inadequacy of profits the Board shall be authorized to adjust the above remuneration in accordance with the provisions of Schedule V of the Act, subject however that in the event of inadequacy of profits the remuneration so paid shall be subject to review after the expiry of such period of 3 (three) years.

RESOLVED FURTHER THAT to give effect to this resolution the Board of Directors be and are hereby authorised to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in

this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

**By Order of the Board
For DHANUKA REALTY LIMITED**

Place: Jaipur
Dated:07/09/2020

**Sd-
Ankit Sain**
Company Secretary

Notes:

1. ***A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. The instrument of the proxy, in order to be effective must be received by the company, duly completed and signed not later than forty eight (48) hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies, etc., Must be supported by appropriate resolutions/authority, as applicable. (Proxy form is annexed to this report)***

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

2. Members are informed that in case of Joint holders attending the meeting, only such Joint holder who is first in the order of the names will be entitled to vote.
3. Members holding shares in dematerialised form are requested to intimate all changes pertaining to their bank details, nominations, change of address, change of name and e-mail address, etc., to their Depository Participant. This will help the Company and the Company's Registrar and Transfer Agent, M/s Big Share Services Pvt. Ltd. to provide efficient and prompt services.
4. The Notice of AGM along with the Annual Report 2019-2020 is sent to all members via email at the email address registered with the RTA. Members may also note that this Notice and Annual Report of 2019-2020 will also be available on the Company's Website.
5. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September 2020 to 30th September 2020 (both days inclusive) for the purpose of the 13th Annual General Meeting of the meeting.
6. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements, if any, are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
7. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
8. As per notification issued by the Ministry of Corporate Affairs dated 19th March, 2015, with reference to the Companies (Management and Administration) Rules, 2014, Companies covered under Chapter XB of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 are exempted from e-voting provisions. The Company is listed on SME platform of NSE Limited and hence covered under Chapter XB of SEBI (ICDR) Regulation, 2009, in the light of above, there is no provision for E-voting facility for the Shareholders.
9. All Members are requested to

- Send all correspondence relating to transfer and transmission of shares to Registrar of shares to Registrar and Transfer Agent and not to the Company. Quote their Folio No. / Client ID No. in their correspondence with the Registrar and Share Transfer Agent.
 - Send their queries related to accounts and operations of the Company at least 10 days in advance so that the required information can be made available at the meeting.
 - Intimate Registrar and Share Transfer Agent **M/s Bigshare Services Private Limited** for consolidation of folios, in case having more than one folio.
 - Bring their attendance slip with them at the meeting attached to the Annual Report duly fill in and signed and handover the same at the entrance of place of the meeting. Proxy/ representative of a member should mark on the Attendance Slip as “Proxy” or “Representative” as the case may be.
 - Register the E-mail address and change thereto, for receiving all communications including Annual Report, Notices, and Circulars etc. from the Company electronically.
10. As required by Regulation 36(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the details of Directors seeking appointment/re-appointment in the Annual General Meeting scheduled on date 30th September, 2020 are as under:

- a) **Mr. Yogesh Dhanuka** aged 45 years is the co- founder of the Company. He is on the Board of Directors of the Company since incorporation. Mr. Yogesh Dhanuka has a vast experience and knowledge in Real Estate Industry. He holds Bachelor’s degree of Commerce from Rajasthan University and has an overall experience of 16 years in the real estate industry. He looks after the Construction division and legal department of the Company. Mr. Yogesh Dhanuka has attended 09 meetings of the Board of Directors. Currently he holds 10,88,710 equity shares of the Company. He is related with other Executive Directors of the Company. He does not hold any directorship or membership of committee of the Board in any other listed company.

Explanatory Statement pursuant to Section (102(2) of the Companies Act, 2013 Item No. 3

Mr. Girish Chandra Dhanuka is Director of your Company. He Holds a bachelor Degree in Commerce. He looks after overall management and operations of the Company. Under his guidance our Company has witnessed continuous growth.

The Board recommends designating Mr. Girish Chandra Dhanuka, Director as a Chairman Cum Whole Time Director who attained the age of 70 years for a period of five consecutive Years with a liability to retire by rotation to be determined in accordance with the provisions of Companies Act, 2013. Any retirement by rotation of Mr. Girish Chandra Dhanuka shall not be considered as a break in service in case he is re-appointed to his office in the same meeting or any adjourned meeting thereof.

The approval of the members is being sought to the terms, conditions and stipulations for the appointment of Mr. Girish Chandra Dhanuka as Chairman Cum Whole Time Director of the Company and the remuneration of Rs. 50,000/- p.m. (Rs. Fifty Thousand only) payable to him.

In view of the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013, The Board therefore recommends the special resolutions for your approval. Currently he holds 10,16,710 equity shares of the Company. He is related with Managing Director and Executive Directors of the Company. He does not hold any directorship or membership of committee of the Board in any listed company. Neither, he is director in any other listed company.

Nature, material terms, monetary value and particulars of the contract or arrangement-NIL

Any other information relevant or important for the members to take a decision on the proposed resolution-NIL

However in the event of inadequacy of profits during the tenure of Mr. Girish Chandra Dhanuka, the referred remuneration shall be allowed in compliance of the provisions of Schedule V and the same shall in no event exceed the limits approved by way of resolution proposed under Item no.-3 and in the event of continuation of inadequacy of profits for a continuous period of 3 years, the same shall be subject to review by shareholders.

By the order of the Board of Directors

Place: Jaipur
Date: 07/09/2020

Sd-
Ankit Sain
Company Secretary

Dhanuka Realty Limited

CIN NO.: L45201RJ2008PLC025705

Regd Office: 5th FLOOR, C-212 & 213, THE SOLITAIRE, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN

Phone: 0141-4014792 **Website:** www.dhanukagroup.com

Email: info@dhanukagroup.in

Form No. MGT-11

PROXY FORM

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

CIN	L45201RJ2008PLC025705		
Name of the Company	Dhanuka Realty Limited		
Registered Office	5 th FLOOR, C-212 & 213, THE SOLITAIRE, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR, 302021		
Name of the member (s)			
Registered Address			
E-mail ID			
Folio No /Client ID		DP ID	

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

Name			
Address			
E-mail ID		Signature	

OR FAILING HIM

Name			
Address			
E-mail ID		Signature	

OR FAILING HIM

Name			
Address			
E-mail ID		Signature	

As my/our proxy to attend and vote (on a poll) for me/us and on my /our behalf at the 13th Annual General Meeting of the Company to be held at 30th September, 2020 at 11.00 AM at 5th Floor, C-212 & 213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur, 302021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
01.	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statement of the Company for the year ended March 31 st , 2020 together with the Director's Report and Auditor's Report thereon.
02.	To Re- appoint Mr. Yogesh Dhanuka (DIN: 01437705) who retires by rotation and being eligible, offers himself for re-appointment.
03.	To appoint Mr. Girish Chandra Dhanuka (DIN:-02679931) as Whole Time Director and Chairman of the Company.

Signed this _____ day of _____ 2020

Signature of Shareholder (s): _____

Signature of Proxy Holder(s): _____

**AFFIX
REVENUE
STAMP**

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Dhanuka Realty Limited

CIN NO.: L45201RJ2008PLC025705

Regd Office: 5th FLOOR, C-212 & 213, THE SOLITAIRE, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN

Phone: 0141-4014792 **Website:** www.dhanukagroup.com

Email: info@dhanukagroup.in

ATTENDANCE SLIP

I/We record my/our presence at the Thirteenth Annual General Meeting to be held on Wednesday 30th day of September 2020 at 11:00 a.m. at 5th Floor, C-212 & 213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur, 302021

NAME OF THE SHAREHOLDER/PROXY (In Block Letters)	
SIGNATURE OF THE SHAREHOLDER/PROXY	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue

Board of Director's Report

To
The Members of
DHANUKA REALTY LIMITED

Your Directors have pleasure in presenting the 13th Annual Report on the business and operations of your Company together with the Audited Standalone and consolidated financial statement and the Auditors' Report for the financial year ended 31st March, 2020.

➤ **FINANCIAL HIGHLIGHTS**

The Company's financial performance, for the year ended March 31, 2020 is summarized below:
(Amount in Rs.)

Particulars	Standalone		Consolidated	
	2019-20	2018-19	2019-20	2018-19
Revenue from Operations	-	-	3,90,43,338	16,33,88,777
Other Income	1,42,929	2,78,921	24,87,169	7,02,767
Total Revenues	1,42,929	278921	4,15,30,507	16,49,58,555
Cost of Material consumed	-	-	1,94,69,632	3,55,13,170
Purchase of Stock in Trade	88,73,381	2,16,91,286	-	-
Changes in inventories of finished goods work in progress and stock in trade	(3,67,14,740)	(4,78,25,160)	(17,92,294)	8,28,64,946
Employee benefits expense	44,02,385	51,59,017	94,66,813	1,71,31,424
Finance cost	1,24,07,686	1,04,34,966	1,22,50,728	1,26,46,681
Depreciation and amortization expense	6,62,724	9,04,850	16,47,702	19,87,184
Other expenses	1,14,50,927	1,14,48,895	1,46,15,970	30,05,05,49
Total expenses	10,82,363	18,13,854	5,56,58,551	1,80,19,39,54
Profit before tax	(9,39,434)	(15,34,933)	(1,41,28,044)	(15,23,53,99)
Tax expenses	28,204	41,570	(34,53,194)	(34,90,508)
Profit for the year	(9,11,230)	(14,93,363)	(1,06,74,850)	(1,17,44,891)
Basic earnings Per Share (in Rs.)	(0.11)	(0.21)	(1.52)	(1.66)
Diluted earnings Per Share (in Rs.)	(0.11)	(0.21)	(1.52)	(1.66)

➤ **REVIEW OF BUSINESS OPERATIONS**

Your Company is a real estate development and construction company primarily focusing on development of residential apartments in Jaipur.

Your Company's Standalone total loss after tax for the current financial year 2019-20 is Rs. (9,11,230)/- (profit after tax for the previous financial year is Rs. (14,93,363) /-).

➤ **STATE OF COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

Your Directors are optimistic about company's business and hopeful of better performance with increased revenue in the coming year. There was no change in the nature of business of Company.

➤ **DIVIDEND**

The Board of Directors of your company, after considering holistically the relevant circumstances has decided that it would be prudent, not to recommend any Dividend for the year under review

➤ **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

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

➤ **AMOUNT TRANSFERRED TO RESERVE**

Your Company transferred loss of Rs. (9,11,230) to the Reserve for the year under review.

➤ **OPERATIONS**

Detailed information on the operations of the Company and details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report.

➤ **SHARE CAPITAL**

The Authorized Share Capital of the Company is Rs. 8,00,00,000/- (Rupees Eight Crores only) divided into 80,00,000 (Eighty lakhs) equity shares of Rs. 10 each.

The Issued, Subscribed and Paid Up Capital of the Company as on March 31, 2020 was Rs. 7,04,00,400/-

a) **Issue of equity shares with differential rights**

Your Company has not issued equity shares with differential rights for the financial year 2019-20 as provided in rule 4(4) of Companies (Share Capital and Debentures) Rules, 2014.

b) **Issue of sweat equity shares**

Your Company has not issued sweat equity shares for the financial year 2019-20 as provided in rule 8 (13) of Companies (Share Capital and Debentures) Rules, 2014.

c) **Issue of employee stock**

Your Company has not issued employee stock option for the financial year 2019-20 as provided in rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014.

d) **Provision of money by company for purchase of its own shares by employees or by Trustees for the benefit of employees: N.A.**

The Company as no other type of securities except equity shares forming part of paid up capital.

➤ **DEPOSITORY PARTICIPANT**

Your Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services India Limited.

➤ **LISTING ON STOCK EXCHANGE**

Dhanuka Realty Limited got its shares listed on the Sme Platform of NSE i.e. NSE Emerge on October 18, 2016. The listing fees has been duly paid to the exchange for the financial year 2019-20.

➤ **APPOINTMENT/RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSON**

- Consequently Mr. Girish Chandra Dhanuka and Mr. Yogesh Dhanuka, Directors of the Company is liable to retire by rotation in the forthcoming Annual General Meeting and being eligible, offers himself for reappointment. The Board recommends their reappointment for the consideration of Members of the Company at the ensuing Annual General Meeting.
- Non of any director was appoint or resigned from the post of Director and the Key Managerial person during the financial year 2019-2020.

➤ **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

Pursuant to Section 177 of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements), 2015, the company have vigil mechanism in the form of Whistle Blower Policy, to deal with instances of fraud or mismanagement.

➤ **POLICY RELATED TO APPOINTMENT OF KEY MANAGERIAL PERSONNEL AND OTHER RELATED MATTER**

Company has a policy for the appointment of key managerial personnel which is managed by the Nomination and Remuneration Committee as per the provisions of Section 178 of the Companies Act, 2013.

The Committee has specified criteria for determining qualifications, positive attributes and other matter for the specific post on which appointments are made and shall be made in future on the board of the Company.

We affirm that the remuneration paid to the key managerial personnel is as per the terms laid out in the nomination and remuneration policy of the Company.

➤ **DECLARATION BY THE INDEPENDENT DIRECTORS**

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

➤ **COMMITTEE FORMED**

Company had the following committees:

- a) Audit Committee
- b) Stakeholders Relationships Committee
- c) Nomination and Remuneration Committee

The details of all the Committees of the Board along with their composition and meetings held during the year are provided in the Report on Corporate Governance which forms part of this Annual Report.

➤ **INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY**

Details of the Companies which have become its Subsidiary/ JV/ Associate Company.

S.No	Name	Status Subsidiary/ JV/ Associate Company	Date of becoming Subsidiary/ JV/ Associate Company	Date of ceasing as Subsidiary/ JV/ Associate Company
1.	Triveni Kripa Buildhome Private Limited	Wholly Owned Subsidiary	20 July, 2016	NA
2.	Dhanuka Affordable Housing Private Limited (Formerly Known as Shri Shyam Realmart Private Limited)	Wholly Owned Subsidiary	18 December, 2017	NA

➤ **EXTRACT OF ANNUAL RETURN**

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith for your kind perusal and information. **(Annexure: I)**

➤ **NUMBER OF MEETINGS HELD**

The details of the meeting of the Board along with their composition and meetings held during the year are provided in the Report on Corporate Governance which forms part of this Annual Report.

➤ **BOARD EVALUATION**

The Companies Act, 2013 states that a formal annual performance evaluation needs to be made by the Board of its own performance, the directors individually as well as the evaluation of its Committees. As per Schedule IV of the Companies Act, 2013, the performance evaluation of independent directors, shall be done by the entire Board of Directors, excluding the director being evaluated. The evaluation of all directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board.

➤ **AUDITORS AND AUDIT REPORT**

i. **STATUTORY AUDITORS**

The Company in its 11th Annual General Meeting held on 01/08/2018 had appointed **M/s ABHISHEK SHARMA & COMPANY**, Chartered Accountants (Firm Regn. No. 012818C), Chartered Accountants, JAIPUR as Statutory Auditors of the company for a period of five consecutive year from the conclusion of 11^h AGM until the conclusion of consecutive 16th AGM.

Auditors Report: There are no observations (including any qualification, reservation, adverse remark or disclaimer) of the Auditors in their Audit Report that may call for any explanation under section 134(3)(f) of the Companies Act, 2013 from the Directors. Further, the notes to accounts referred to in the Auditors Report are self-explanatory.

ii. **SECRETARIAL AUDITOR**

In terms of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the has appointed, M/s. Mahendra Prakash Khandelwal & Company, Practicing Company Secretaries, Jaipur (Membership no. 6266) & (CP No 4459) as a Secretarial Auditors of the Company. The Board of Director of the Company provide the following clarification with regard to the qualification/observation made/raised by the Secretarial Auditor in Secretarial Audit Report

The company has searched out for prospective software provider in the market. We have also take many demo and trails upon such software. But , it could not find suitable as per the requirements of the company. Further, the same was not available in the price as seems reasonable to the company.

Presently, the company is maintaining the data required as per the provisions of this regulation in EXCEL format under the supervision of authorized person. The company will soon maintain a non-tamperable 'Structured Digital Database' to keep track of all unpublished price sensitive information (UPSI) and the trading activities of Designated Persons (DPs), who become aware of the UPSI.

The report of the Secretarial Auditors is enclosed as ***Annexure II*** to this report.

iii. **INTERNAL AUDITORS**

The Board has appointed M/s NMA and Associates as Internal Auditors for a period of one year ended March 31, 2020 under Section 138 of the Companies Act, 2013 and he has completed the internal audit as per the scope defined by the Audit Committee.

➤ **MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March, 2020.

➤ **RISK MANAGEMENT**

The Company does not have any Risk Management Policy as the elements of risk threatening in the Company's existence are very minimal. Even then every step has taken to adhere to the risk evaluation and reduction before every crucial business decisions.

➤ **DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

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

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

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

Disclosures pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo, are not applicable to your company during the year under review

➤ **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

The outbreak of COVID-19 had significant impact on the operation of the Company. The national wide lockdown declared by the government has resulted in discontinuance of the construction work and operational activities at the office. Due to the disruption, recession has crippled economic activities throughout the nation and lack of consumer demand has effected the real estate market, thereby minimizing the cash inflows of the company.

➤ **CORPORATE SOCIAL RESPONSIBILITY**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions of section 135 of the companies Act, 2013 read with the relevant rules and guidelines are not so far applicable to the company.

➤ **SEXUAL HARASSMENT**

The Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. During the year under review, there was no case filed pursuant to the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

➤ **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto shall be disclosed in Form No. AOC-2. (in ***Annexure III***)

➤ **DISCLOSURES RELATED TO EMPLOYEES**

A. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year: -

The information required pursuant to Section 197 read with Rule 5 (1) (i) of The Companies (Appointment and Remuneration) Rules, 2014 in respect of ratio of remuneration of each

director to the median remuneration of the employees of the Company for the Financial Year, (in *Annexure IV*).

➤ **PARTICULARS OF LOAN, GUARANTEE OR INVESTMENTS**

The Company has not given any loan or guarantee covered under provision of Section 186 of the Companies Act, 2013.

➤ **DEPOSITS**

As per Section 73 of the Companies Act, 2013 the Company has neither accepted nor renewed any deposits during the Financial Year 2019-20 in terms of Chapter V of the Companies Act, 2013.

➤ **ACKNOWLEDGEMENT**

Your Directors wish to express their appreciation to the continued and kind co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company. We look forward for the continued support of every stakeholders in the future.

For & on behalf of the Board of Directors

Place: Jaipur

Date: 30/07/2020

**Sd-
Yogesh Dhanuka
DIN: 01437705
(Managing Director)**

**Sd-
Hitesh Dhanuka
DIN: 01437707
(Director cum CFO)**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

BUSINESS OVERVIEW

Your company is a reputed and well known Jaipur based Company having its presence in construction services industry, since many years. Your Company was incorporated as “**Sunshine Buildmart Private Limited**” on January 18, 2008 under the provisions of Companies Act, 1956 with Registrar of Companies, Rajasthan Jaipur. The name of your company was changed to “**Dhanuka Realty Private limited**” vide a fresh certificate of Incorporation dated July 11, 2016. Subsequently, your company was converted into a Public Limited Company and name of your company was changed to “**Dhanuka Realty Limited**” vide fresh certificate of incorporation dated August 17, 2016.

Your Company is real estate development and Construction Company primarily focusing on development of residential apartments in Jaipur. Your Company is a part of Dhanuka Group, which is engaged in building residential projects in Jaipur for more than a decade.

OVERVIEW OF REAL ESTATE AND HOUSING SECTOR

The real estate sector is one of the most globally recognized sectors. In India, real estate is the second largest employer after agriculture and is slated to grow at 30 percent over the next decade.

The real estate sector comprises four sub sectors- housing, retail, hospitality and commercial. The growth of this sector is well complemented by the growth of the corporate environment and the demand for office space as well as urban and semi- urban accommodations.

The construction industry ranks third among the 14 major sectors in terms of direct, indirect and induced effects in all sectors of the economy.

There is immense potential for residential real estate in India. Also, the effects of demonetization on demand has started to fade out and with effect from quarter one of next financial year, demonetization impact will be a matter of past.

Our Strengths

- Strong Presence in Jaipur.
- Well-known Brand Image and reputation.
- Focus on Quality Construction.
- Well qualified and Experienced Management team.
- Cordial relationship between management and labour.

Factors Affecting our Results of Operation

- General economic and demographic conditions.
- Demonetization.
- The condition and performance of the property market with overall sentiment being subdued and lack lustre.
- Changes Regulations affecting the real estate industry especially the Real Estate (Regulation and Development) Act 2016 and GST.
- Our ability to identify suitable projects and execute them in timely and cost effective manner.
- The availability of finance on favourable terms and low cost for our business and for our customer.
- Growing Competition.

OPPORTUNITIES

Your Company expects demand from the mid income and affordable residential segment to improve as we believe there is significant demand in this category across the country. Increasing disposable incomes rapid urbanization and strong demographics are some of the trends favouring the mid income and affordable residential market. There is a strong upturn in the commercial real estate sector also and the company has already initiated its first commercial project.

THREATS & CHALLENGES

Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector. There are substantial procedural delays with regards to land acquisition land use project launches and construction approvals. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector.

FINANCIAL AND OPERATIONAL HIGHLIGHTS

- Your Company's total loss after tax for the financial year 2019-20 is Rs. (9,11,230)/- (profit after tax for the previous financial year is Rs. (14,93,363) /-)
- Your Company is working on project Sunshine Aditya.

OUTLOOK

The real estate sector is on the cusp of a recovery supported by an improvement in macroeconomic fundamentals and policy environment. The combination of strong sales, weak market conditions that support rapid business development and a strengthening commercial market provide us with a great opportunity to generate strong free cash flows and disproportionately scale our business in Financial Year 2019-20. Our performance for the year underlines the effectiveness of our resilient and differentiated business model that is anchored by the strength of the Dhanuka brand and the ability that gives us to attract partners and customers across. Our presence in Jaipur is strong brand equity and large numbers of new projects leave us in a good position to capitalize on this opportunity in the year ahead.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report.

The Company's internal control system is commensurate with the nature, size and complexities of operations. Adequate records and documents are maintained as required by laws. The company has established well defined policies and processes across the organization covering the major activities. The Company's audit Committee reviewed the internal control system on an ongoing basis keeping in mind the growth prospects and ever evolving business environment. Audit committee reviews proper implementation of corrective measures. All efforts are being made to make the internal control systems more effective.

To ensure effective Internal Financial Controls the Company has laid down the following measures:

➤ All legal and statutory compliances are ensured on a monthly basis. Non-compliance, if any, is seriously taken by the management and corrective actions are taken immediately. Any amendment is regularly updated by internal as well as external agencies in the system.

➤ Approval of all transactions is ensured through a pre approved Delegation of Authority Schedule which is reviewed periodically by the management.

➤ The Company follows a robust internal audit process. Transaction audits are conducted regularly to ensure accuracy of financial reporting, safeguard and protection of all the assets. Fixed Asset verification of assets is done on an annual basis.

RISKS AND CONCERNS

Every business has both Risk and Return and they are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts. Our senior management identifies and monitors the risk on regular basis and evolves process and system to control and minimize it. With regular check and evaluation business risk can be forecasted to the maximum extent and thus corrective measures can be taken in time.

HUMAN RESOURCES

Management is doing successfully in building experienced team and nurturing them to be leaders. The main motive of the company is trust, integrity, teamwork, innovation, performance and partnership. Various Departments are headed by Professional Qualified Personal, helping our business to remain competitive, achieve greater success and newer milestone.

For & on behalf of the Board of Directors

Place: Jaipur

Date: 30/07/2020

**Sd-
Yogesh Dhanuka
DIN: 01437705
(Managing Director)**

**Sd-
Hitesh Dhanuka
DIN: 01437707
(Director cum CFO)**

CORPORATE GOVERNANCE REPORT

Forming Part of Directors' Report for the financial year ended 31st March, 2020.

The Equity Shares of the Company are listed and admitted to dealing in SME Platform of the NSE Limited w.e.f October 18, 2016; the report containing the details of Corporate Governance of **Dhanuka Realty Limited** is as under:

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The fundamental objective of Corporate Governance is the Company is committed to good Corporate Governance and has benchmarked itself against the enhancement of shareholders' value and protecting the interest of the stakeholders. Your Company's philosophy of Corporate Governance is aimed at assisting the management in the efficient conduct of the business of the Company and in the meeting its obligations to shareholders and others.

1. BOARD OF DIRECTORS**a) Composition**

The Board strength of directors includes one Promoter Director as a Chairman and one as Managing Director, Four Independent Non-executive directors, two other Promoter as Executive Directors. The Board of the Company comprises of industrialist of repute and eminent professionals drawn from amongst persons with experience in business and real estate industry, finance and management. Seven Board Meetings were held in financial year 2019-2020 for which proper notices were given and the proceeding were properly recorded in the minutes book maintained for the purpose.. The detailed composition of the Board of Directors and their attendance during the financial year 2019-2020 is as under:

Name of Directors	Category	Meetings held during the tenure of the Directors	Meetings Attended	Attendance at the last AGM held on 02 / 09 / 2019	No of Committees in which is he/she is member and chairperson
Mr. Girish Chandra Dhanuka	Promoter/ Director	9	9	Yes	None
Mr. Yogesh Dhanuka	Promoter/ Managing Director	9	9	Yes	Member in Two Committee
Mr. Peeyush Dhanuka	Promoter/ Executive Director	9	9	Yes	None
Mr. Hitesh Dhanuka	Promoter/ Executive Director	9	9	Yes	None
Mr. Vaibhav Bansal	Independent & Non-Executive Director	9	9	Yes	Chairman in two Committee and member in one committee
Mrs. Mani Jain	Independent & Non-Executive Director	9	9	Yes	Chairman in one Committee and member in two committees

					also
Mrs. Sujata Shanker	Independent & Non-Executive Director	9	9	Yes	Member in one Committee

b) The dates of the meeting are as under:

Sr. No.	No. of the Board Meeting	Date on which the Board Meetings were held	Total Strength of Board	No. of Director Present
1.	BM/2019-2020/01	04/04/2019	7	7
2.	BM/2019-2020/02	29/05/2019	7	7
3.	BM/2019-2020/03	20/07/2019	7	7
4.	BM/2019-2020/04	01/08/2019	7	7
5.	BM/2019-2020/05	19/09/2019	7	7
6.	BM/2019-2020/06	07/10/2019	7	7
7.	BM/2019-2020/07	13/11/2019	7	7
8.	BM/2019-2020/08	20/12/2019	7	7
9.	BM/2019-2020/09	17/01/2020	7	7

c) **Relationship between Director inter-se:**

- Mr. Girish Chandra Dhanuka is father of Mr. Yogesh Dhanuka, Mr. Peeyush Dhanuka, Mr. Hitesh Dhanuka.
- Mr. Yogesh Dhanuka, Mr. Peeyush Dhanuka, Mr. Hitesh Dhanuka are brothers.

2. AUDIT COMMITTEE

Composition

The Company has constituted an Audit Committee and the constitution of Audit Committee is as per requirement of and shall act in accordance with the terms of reference as specified in section 177 of the Companies Act, 2013 and any other regulatory provisions.

The Audit Committee comprises of two Non-Executive Independent Directors viz. Mr. Vaibhav Bansal (Chairman), Mrs. Mani Jain and an Executive Director Mr. Yogesh Dhanuka.

Meeting and Attendance

Five meetings of Audit Committee were held in 2019-2020 i.e. on 25/05/2019, 08/07/2019, 11/11/2019, 09/03/2020.

Members	Category	Meetings held during the tenure of the directors	Meetings attended
Mr. Vaibhav Bansal	Independent & Non-Executive Director	4	4
Mrs Mani Jain	Independent & Non-Executive Director	4	4
Mr. Yogesh Dhanuka	Executive Director	4	4

Power of Audit Committee

The Audit Committee is empowered, pursuant to its terms of reference, inter alia, to:

1. To investigate any activity within its terms of reference.
2. To seek any information it requires from any employee.
3. To obtain legal or other independent professional advice.
4. To secure the attendance of outsiders with relevant experience and expertise, when considered necessary.

Roles and Responsibility of Audit Committee

The roles and responsibilities of the Committee include:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of section 134 and Sub Section(5) of that section of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same
 - c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - d) Significant adjustments made in the financial statements arising out of audit findings.
 - e) Compliance with listing and other legal requirements relating to financial statements.
 - f) Disclosure of any related party transactions.
 - g) Qualifications in the draft audit report.
5. Reviewing, with the management, the half yearly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, right issues, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or right issue, and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
9. Discussion with internal auditors any significant findings follow up there on.

10. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
13. Approval of appointment of CFO (i.e. the whole-time Finance Director or any other persons heading the Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
14. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
15. Any other responsibility or duty specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting.
16. Review the Report of Annual Finance Inspection by RBI follow up the status of its compliance by the management.

3. NOMINATION AND REMUNERATION COMMITTEE

The Remuneration Committee of the Board recommends to the Board specific remuneration package to the executive directors and senior management and Key Managerial Personnel of the Company including pension right and payment of compensation if any.

Composition

The Nomination and Remuneration Committee of our Board was constituted by our Directors pursuant to the Section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committees currently comprises of three Non-Executive Independent Directors viz. Mrs. Mani Jain (Chairman), Mrs. Sujata Shanker and Mr. Vaibhav Bansal.

Meeting and Attendance

One meeting of Nomination and Remuneration Committee was held in 2019-2020 i.e. on 06/02/2020

Scope of Nomination and Remuneration Committee

- a) Formation of the criteria for determining qualifications, positive attributes and independence of a director and recommended by the board a policy, relating to the remuneration of the directors, key managerial personnel and other employees:
- b) Formulation of criteria for evaluation of Independent Director of the Board,
- c) Devising a policy on Board diversity.
- d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their

appointment and removal. The Company shall disclose the remuneration policy and evaluation in its annual report.

Remuneration policy

Company's remuneration strategy aims at attracting and retaining high calibre talent. The remuneration policy therefore, is market-led and takes into account the competitive circumstance of each business so as to attract and retain quality talent and leverage performance significantly.

Remuneration to directors

The Managing Director and the Directors are entitled to withdraw remuneration within the limits specified in Schedule V of the Section 197 and any other provisions if applicable, as approved. The remuneration to Directors is duly disclosed in the notes to the Financial Statements of the Company.

4. STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee of the Board was constituted to oversees redressal of shareholder and investor grievances, and, inter alia, approves sub-division / consolidation / issue of duplicate share certificates, transmission of shares and issue & allotment of shares upon exercise of Options under the Company's Employee Stock Option Schemes.

Composition

Stakeholders Relationship Committee comprises of two Non-Executive Independent Directors viz. Mr. Vaibhav Bansal (Chairman), Mrs. Mani Jain and an Executive Director Yogesh Dhanuka.

Meeting and Attendance

Two meetings of Stakeholder Relationship committee was held in 2019-2020 i.e. on 13/04/2019 and 09/11/2019.

Roles and Responsibility of Committee

The Stakeholders Relationship Committee is hereby authorized to ensure the following roles and responsibilities:

1. Power to approve share transfer,
2. Power to approve Share transmission,
3. Power to issue duplicate share certificates,
4. Power to approve and issue fresh share certificate by way of split or consolidation of the existing certificate or in any other manner,
5. To monitor the resolution of all types of shareholders/investors grievances and queries periodically,
6. Power to allot shares, equity or preference, fully or partly convertible debentures, or other financial instruments convertible into equity shares at a later date in demat or Physical mode, issue of which has been approved by the Board of Directors of the Company.
7. Any other power specifically assigned by the Board of Directors of the Company from time to time by way of resolution passed by it in a duly conducted Meeting."

5. INDEPENDENT DIRECTORS MEETING

One Separate meeting of Independent Director was held in 2019-2020 i.e. 20th March, 2020.

6. SUBSIDIARY COMPANIES

Company has two Wholly Owned Subsidiary i.e. Triveni Kripa Buldhome Private Limited and Dhanuka Affordable Housing Private Limited. A separate statement containing the salient features of Financial Statements of both the Subsidiaries of your Company forms a part of consolidated financial statement in terms of Section 129 of the Companies Act, 2013. Details of Subsidiaries Company as enclosed in **Annexure V**

7. DISCLOSURES

Strictures and Penalties

The Company has complied with the requirements of the Stock Exchange and other statutory authorities on all matters relating to capital market since its listing.

However, no penalties imposed nor any strictures issued apart on the Company by the Stock Exchange or any other statutory authority relating to the above.

Compliance with Accounting Standards

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 2013 read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

Internal Controls

The Company has a set up a formal system to monitor internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory/ regulatory compliances.

CFO Certification

The CFO have issued certificate certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report. **Annexure VI**

8. CODE OF CONDUCT

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees.

9. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Company Secretary & Compliance Officer is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

10. MEANS OF COMMUNICATIONS:

The Board of Directors of the Company takes on record the unaudited/audited financial results in the prescribed form at the end of every half year and year ended. Company also announces the result to stock exchange where the shares of the company are listed. The Company ordinarily published its

details, notices and information at its Website www.dhanukagroup.in. The Annual Report of the Company is available on the website in a user- friendly and downloadable form.

11. MARKET PRICE DATA FOR EQUITY SHARE OF FACE VALUE OF 10/ EACH -

Month	NSE	
	High	Low
April 2019	7.95	8.25
May 2019	7.95	7.95
June 2019	7.95	7.95
July 201	7.95	7.95
August 2019	7.95	7.95
September 2019	7.25	7.95
October, 2019	7.25	7.95
November, 2019	7.25	7.95
December, 2019	7.25	7.95
January, 2020	7.25	7.95
February, 2020	7.25	7.95
March, 2020	7.25	7.95

12. GENERAL SHAREHOLDER INFORMATION

- **Annual General Meeting:**

Date: 30th September, 2020

Time: 11.00 A.M.

Venue: 5th Floor, The Solitaire, Plot No. C- 212 & C-213, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur, Rajasthan 302021

- **Financial Year:**

1st April, 2019 to 31th March, 2020

- **Date of Book Closure:**

22nd September 2020 to 28th September 2020 (Both days inclusive)

- **Dividend Payment Date:**

Not Applicable

- **Listing on Stock Exchanges**

NSE Limited-Emerge

The SME Exchange

Exchange Plaza, Plot no. C/1, G Block,

Bandra-Kurla Complex Bandra (E)

Mumbai – 400 051.

The Company has duly paid the listing fees for the Company.

- **Registrar & Share Transfer Agents:**

BIGSHARE SERVICES PRIVATE LIMITED

Bharat Tin Works Building, 1st Floor Opp. Vasant Oasis,

Next To Keys Hotel, Makwana Road, Andheri – East,

Mumbai – 400059, Maharashtra, India.

- **Pending Investors' Grievances-**

The Company received no complaints during the financial year 2019-2020. No complaint was pending as on 31st March, 2020.

- **Dematerialization of Shares and Liquidity**

The break-up of equity shares held in Physical and Materialized form as on March 31, 2020, is given below:

Particulars	No. Of Shares	Percentage
Physical	NIL	NIL
Demat		
NSDL	4812040	68.35
CDSL	2228000	31.65
Total	7040040	100

- **Particulars of Last three General Body Meetings**

Particular	Date	Venue	Time
Annual General Meeting	02/09/2019	Registered Office	11.00 A.M.
Annual General Meeting	01/08/2018	Registered Office	11.00 A.M.
Annual General Meeting	28/07/2017	Registered Office	11.00 A.M.

13. Other Disclosure

a. **Materially significant related party transaction**

All transactions entered into during the Financial year 2019-20 with Related Parties as defined under the Companies Act, 2013 and SEBI LODR Regulations 2015 were in the ordinary course of business and on an arm's length basis and do not attract the provisions of Section 188 of the Companies Act 2013. There were no materially significant related party transactions i.e. transactions of the Company of material nature with its Promoters the Directors or the Management their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large. Attention of Members is drawn to the disclosures of transactions with related parties set out in Notes to Accounts –forming part of the Standalone Financial statements.

b. **Details of non-compliance**

There has not been any non-compliance by the Company and no penalties or strictures were imposed on the Company by the National Stock Exchange of India Limited, the Securities and Exchange Board of India or any other statutory authority in relation to any matter related to capital markets during last year.

For & on behalf of the Board of Directors

Place: Jaipur
Date: 30/07/2020

Sd-

Yogesh Dhanuka
DIN: 01437705
(Managing Director)

Sd-

Hitesh Dhanuka
DIN: 01437707
(Director cum CFO)

ANNEXURE - I

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2020

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

1. REGISTRATION AND OTHER DETAILS:

CIN	L45201RJ2008PLC025705
Registration Date	18/01/2008
Name of the Company	DHANUKA REALTY LIMITED
Category/Sub-Category of the Company	COMPANY LIMITED BY SHARES/ INDIAN NON-GOVERNMENT COMPANY
Address of the Registered office and contact details	5 th FLOOR, THE SOLITAIRE, C 212 & 213, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR 302021, RAJASTHAN PH NO. - 0141-4014792
Whether listed company	YES
Name, Address and Contact details of Registrar and Transfer Agent, if any	BIGSHARE SERVICES PVT. LTD. 1ST FLOOR, BHARAT TIN WORKS BUILDING, OPP. VASANT OASIS, MAKWANA ROAD, MAROL, ANDHERI EAST, MUMBAI 400059, MAHARASHTRA. INDIA TEL. NO.+ 91-22-6263 8200

2. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Construction	4100	100%

3. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
1.	Triveni Kripa Buildhome Private Limited	U45200RJ2011PTC035038	Subsidiary	100%	2(87)
2.	Dhanuka Affordable Housing Private Limited	U45201RJ2010PTC032810	Subsidiary	100%	2(87)

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

(i) **Category-wise Share Holding:**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 1 st -April-2019]				No. of Shares held at the end of the year[As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	4278040	--	4278040	60.76%	4278040	--	4290040	60.93%	0.17%
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt.(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other (Corporate)	860000	--	860000	12.22%	860000	--	860000	12.22%	--
Total shareholding of Promoter (A)	5138040	--	5138040	72.98%	5138040	--	5150040	73.15%	0.17%
B.Public Shareholding									
1. Institutions	--	--	--	--	--	--	--	--	--
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--	--
	--	--	--	--	--	--	--	--	--
2. Non-	--	--	--	--	--	--	--	--	--

Institutions									
a) Bodies Corp.	300000	--	300000	4.26%	300000	--	300000	4.26%	--
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	1602000	--	1602000	22.75%	1539000	--	1539000	21.86%	(0.89)%
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	774000	--	774000	10.99%	711000	--	711000	10.09%	(0.89%)
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	828000	--	828000	11.76%	828000	--	828000	11.76%	--
c) Others	--	--	--	--	--	--	--	--	--
Non Resident Indians	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	--	--	--	--	--	--	--	--	--
HUF	--	--	--	--	51000	--	51000	0.72%	0.72%
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies -	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	1902000	--	1902000	27.01%	1890000	--	1890000	26.84%	(0.17%)
Total Public Shareholding (B)=(B)(1)+(B)(2)	1902000	--	1902000	27.01%	1890000	--	1890000	26.84%	(0.17%)
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	7040040	--	7040040	100%	7040040	--	7040040	100%	--

(ii) **Shareholding of Promoters including Promoter Group:**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	GIRISH CHAND DHANUKA	1016710	14.44%	-	1016710	14.44%	-	-

2.	HITESH DHANUKA	1100710	15.63%	-	1100710	15.63%	-	-
3.	PEEYUSH DHANUKA	1070710	15.21%	-	1082710	15.38%	-	0.17%
4.	YOGESH DHANUKA	1088710	15.46%	-	1088710	15.46%	-	-
5.	PRITI DHANUKA	400	0.006%	-	400	0.006%	-	-
6.	RUPA DHANUKA	400	0.006%	-	400	0.006%	-	-
7.	VINITA DHANUKA	400	0.006%	-	400	0.006%	-	-
8.	DHANUKA COLONISERS AND BUILDERS PVT. LTD	860000	12.22%	-	860000	12.22%	-	-
TOTAL		5138040	72.98%	-	5150040	73.15%	-	0.17%

(iii) **Change in Promoter's Shareholding**

Sl No	Shareholder's name	Shareholding at the beginning of the year		Purchase, transfer, bonus, allotment	Shareholding at the end of the year	
		No. of shares	% total number of shares		No. of shares	% total number of shares
1.	Girish Chandra Dhanuka					
	At the beginning of the year	1016710	14.44%			
Increase/ decrease during the year						
	At the end of the year				1016710	14.44%
2.	Yogesh Dhanuka					
	At the beginning of year	1088710	15.46%			
Increase/ decrease during the year						
	At the end of the year				1088710	15.46%
3.	Hitesh Dhanuka					
	At the beginning of year	1100710	15.263%			
Increase/ decrease during the year						
	At the end of the year				1100710	15.263%
4.	Peeyush Dhanuka					
	At the beginning of year	1070710	15.21 %			
Increase/ decrease during the year						
	25/10/2019	12000		Purchase from open market		
	At the end of the year				1082710	15.37%
5.	Priti Dhanuka					
	At the beginning of the year	400	0.006%			

	Increase/decrease during the year				
	At the end of the year			400	0.006%
6.	Rupa Dhanuka				
	At the beginning of the year	400	0.006%		
	Increase/decrease during the year				
	At the end of the year			400	0.006%
7.	Vinita Dhanuka				
	At the beginning of the year	400	0.006%		
	Increase/decrease during the year				
	At the end of the year			400	0.006%
8.	Dhanuka Coloniser & Builders pvt ltd				
	At the beginning of the year	860000	12.22%		
	Increase/decrease during the year				
	At the end of the year			860000	12.22%

(iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promotes and Promoters Group & Holder of GDR's and ADR's):**

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Name :Harish Chandra Sharma				
	At the beginning of the year	174000	2.47%	174000	2.47%
	At the end of the year	174000	2.47%	174000	2.47%
2.	Name: Hem Finlease Private Limited				
	At the beginning of the year	162000	2.30%	162000	2.30%
	Purchase during the year	6000	0.085%	6000	0.085%
	At the end of the year	168000	2.38%	168000	2.38%
3.	Name: Hem Financial Service Limited				
	At the beginning of the year	102000	1.45%	102000	1.45%
	At the end of the year	102000	1.45%	102000	1.45%
4.	Name: Shailesh Rathi				
	At the beginning of the year	84000	1.19%	84000	1.19%
	At the end of the year	84000	1.19%	84000	1.19%
5.	Name: Sanjay Porwal				
	At the beginning of the year	48000	0.68%	48000	0.68%
	Purchase during the year	24000	0.34%	24000	0.34%
	At the end of the year	72000	1.022%	72000	1.022%
6.	Name: Gaurav jain				
	At the beginning of the year	54000	0.77%	54000	0.77%
	At the end of the year	54000	0.77%	54000	0.77%
7.	Name: Arjun Singh				

	At the beginning of the year	54000	0.77%	54000	0.77%
	At the end of the year	54000	0.77%	54000	0.77%
8.	Name: Ashish Porwal				
	At the beginning of the year	48000	0.68%	48000	0.68%
	At the end of the year	48000	0.68%	48000	0.68%
9.	Name: Amit Sharma				
	At the beginning of the year	48000	0.68%	48000	0.68%
	At the end of the year	48000	0.68%	48000	0.68%
10.	Name: Sanjay Porwal				
	At the beginning of the year	48000	0.68%	48000	0.68%
	Purchase during the year	24000	0.34%	24000	0.34%
	At the end of the year	72000	1.022%	72000	1.022%

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

Sl No	Shareholder's name	Shareholding at the beginning of the year		Purchase, transfer, bonus, allotment	Shareholding at the end of the year	
		No. of shares	% total number of shares		No. of shares	% total number of shares
1.	Girish Chandra Dhanuka					
	At the beginning of the year	1016710	14.44%			
	At the end of the year				1016710	14.44%
2.	Yogesh Dhanuka					
	At the beginning of the year	1088710	15.46%			
	Increase/ decrease during the year					
	At the end of the year				1088710	15.46%
3.	Hitesh Dhanuka					
	At the beginning of the year	1100710	15.263%			
	Increase/ decrease during the year					
	At the end of the year				1100710	15.263%
4.	Peeyush Dhanuka					
	At the beginning of the year	1070710	15.21%			
	Increase/ decrease during the year					
	25/10/2019	12000		Purchase from open market		
	At the end of the year				1082710	15.37%

5. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				

	95925945	--	--	95925945
i) Principal Amount				
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	95925945	--	--	95925945
Change in Indebtedness during the financial year				
* Addition	49992125	921000	--	50913125
* Reduction	(51649818)	(307000)	--	(51956818)
Net Change	(1657693)	614000	--	(1043693)
Indebtedness at the end of the financial year				
i) Principal Amount	94268252	--	--	94882252
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	94268252	--	--	94882252

6. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.N.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Girish Chandra Dhanuka	Yogesh Dhanuka	Peeyush Dhanuka	Hitesh Dhanuka	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	600000	600000	600000	600000	2400000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-----	----	----	---	-----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-----	----	----	---	-----
2	Stock Option	-----	----	----	---	-----
3	Sweat Equity	-----	----	----	---	-----
4	Commission - as % of profit	-----	----	----	---	-----
5	Others, please specify	-----	----	----	---	-----
	Total (A)	600000	600000	600000	600000	2400000
	Ceiling as per the Act	-----	----	----	---	-----

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	-----	----	----	---	-----
	Fee for attending board committee meetings	-----	----	----	---	-----
	Commission	-----	----	----	---	-----
	Others, please specify	-----	----	----	---	-----

	Total (1)	----	----	----	----	----
2	Other Non-Executive Directors	----	----	----	----	----
	Fee for attending board committee meetings	----	----	----	----	----
	Commission	----	----	----	----	----
	Others, please specify	----	----	----	----	----
	Total (2)	----	----	----	----	----
	Total (B)=(1+2)	----	----	----	----	----
	Total Managerial Remuneration	----	----	----	----	----
	Overall Ceiling as per the Act	----	----	----	----	----

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	----	----	----	---
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	----	1,80,000/-	Salary included in directors salary	---
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	---
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	----	----	----	---
2	Stock Option	----	----	----	---
3	Sweat Equity	----	----	----	---
4	Commission	----	----	----	---
	- as % of profit	----	----	----	---
	Others specify...	----	----	----	---
5	Others, please specify	----	----	----	---
	Total	----	1,80,000/-	Salary included in directors salary	---

7. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Please refer Secretarial Audit Report annexed to the Board's report forming part of this Annual Report.

For & on behalf of the Board of Directors

Place: Jaipur
Date: 30/07/2020

**Sd-
Yogesh Dhanuka
DIN: 01437705
(Managing Director)**

**Sd-
Hitesh Dhanuka
DIN: 01437707
(Director cum CFO)**

SECRETARIAL AUDIT REPORT

Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,
The Members,
DHANUKA REALTY LIMITED
5th Floor, The Solitaire, C-212 &
C-213 Gautam Marg, Hanuman Nagar,
Vaishali Nagar, Jaipur (Raj.) 302021

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **M/s DHANUKA REALTY LIMITED (NSE Listed Company)** (company limited by Shares) (herein after called "The Company") Secretarial audit was conducted in the manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliance and expressing our opinion thereon.

Based on the verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the Information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2020** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minutes' book, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2020**, to the extent applicable, according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contract (Regulation) Act, 1956 and Rules made there under;
- III. The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
- IV. The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable:

- a) SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015;
- b) SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011;
- c) SEBI (Prohibition of Insider Trading) Regulations, 1992;
- d) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- e) SEBI (Employee Stock Option Scheme and Employee Stock purchase Scheme) Guidelines, 1999;
- f) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- g) The SEBI (Delisting of Equity Shares) Regulations, 2009; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit.]**
- h) The SEBI (Buyback of Securities) Regulations, 1998; **[Not applicable as there was no reportable event during the financial year under review for secretarial audit.]**

V. As identified by the management, following laws are specifically applicable to the Company:

- B) The Real Estate (Regulation and Development) Act, 2016
- C) Income Tax Act, 1961
- D) Rajasthan Shops and Commercial Establishment Act, 1958
- E) Trademark Act, 1999
- F) The Payment of Wages Act 1936
- G) Rajasthan Land Revenue Act, 1956

- H) The Personal Injuries (Compensation in Wages) Act
- I) The Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressed) Act, 2013.
- J) The Indian Easements Act, 1882
- K) Rajasthan Stamps Act, 1998
- L) Negotiable Instruments Act, 1881
- M) Indian Contracts Act, 1872
- N) National Building Act, 1872
- O) And other applicable Laws.

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

- **Secretarial Standards issued by The Institute of Company Secretaries of India.**
- **SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Listing agreements entered into by the company with NSE Limited.**

In my observation, during the period under review, Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:

Regulation	Provision	Deviation
Regulation 3(5) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	From April 1, 2019, SEBI requires all listed companies to maintain a non-tamperable 'Structured Digital Database' to keep track of all unpublished price sensitive information (UPSI) and the trading activities of Designated Persons (DPs), who become aware of the UPSI.	The company has not maintain any such digital database during the year and thus not complied with the above regulation.

I further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decisions are carried through, while the dissenting member's views are captured and recorded as part of the minutes.
- d) Company has constituted Audit committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

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

- d) As informed, the company has responded appropriately to notices received, if any, from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary

*Note: This report is to be read with my letter of even date which is annexed as Annexure - I which forms an integral part of this report.

**For: M/s Mahendra Khandelwal & Co.
Company Secretaries**

Date: 30/07/2020

Place: Jaipur

**Mahendra Prakash Khandelwal
(Proprietor)
M. No.: 6266
CP No.: 4459
UDIN:F006266B000553945**

Annexure – I

To
The Members
DHANUKA REALTY LIMITED
5th Floor, the Solitaire, C-212 & C-213,
Gautam Marg, Hanuman Nagar,
Vaishali Nagar, Jaipur (Raj.)- 302021

My report of even date is to be read along with this letter.

- It is management's responsibility, to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain these records with same in letter and in spirit. My responsibility is to express an opinion on those records based on our audit.
- I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices I followed provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- Wherever required, I have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.

•The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

•The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M/s Mahendra Khandelwal & Co
Company Secretaries**

Date: 30/07/2020

Place: Jaipur

**Mahendra Prakash Khandelwal
(Proprietor)
FCS No.: 6266
CP No.: 4459**

ANNEXURE - III

Form No. AOC-2

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

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

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

- (a) Name(s) of the related party and nature of relationship:
- (b) Nature of contracts/arrangements/transactions:
- (c) Duration of the contracts / arrangements/transactions:
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
- (e) Justification for entering into such contracts or arrangements or transactions:
- (f) Date of approval by the Board:
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188:

1. Details of material contracts or arrangement or transactions at arm's length basis

a)

S.No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount (in Rs.)
1.	Girish Chandra Dhanuka	Director	Salary (including advance salary)	650000
2.	Yogesh Dhanuka	Director	Salary (including advance salary)	635000
3.	Peeyush Dhanuka	Director	Salary (including advance salary)	655000
4.	Hitesh Dhanuka	Director	Salary (including advance salary)	1195000

b)

S.No.	Name of Party	Nature of Related Party	Nature of Transaction	Loan amount taken/ given during the year (in Rs.)`	Loan amount received/ repaid during the Year (in Rs. (including Taxes)
1.	Triveni Kripa Buildhome Pvt Ltd	Wholly Owned Subsidiary	Unsecured Loans	1,20,26,000	1,56,87,000
2.	Hitesh Dhanuka	Director	Unsecured Loans	3,07,000	3,07,000
3.	Yogesh Dhanuka	Director	Unsecured Loans	9000	-
4.	Peeyush Dhanuka	Director	Unsecured Loans	6,05,000	-

c)

S.No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount received/paid during the year (in Rs.)`	Purchase/Sale During the Year(in Rs. (including Taxes)
1.	Premia Woodtech Pvt Ltd	Company in which Directors are interested	Purchases	-	194886
2.	Triveni Kripa Buildhome Pvt Ltd	Wholly Owned Subsidiary	Contractor Work Bills payment	17464625	-
3.	Sunshine Realmart Private Limited	Company in which Directors are interested	Contract payment received	1120000	-

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**YOGESH DHANUKA****HITESH DHANUKA**Date: 30/07/2020
Place: JAIPURSd-
(Managing Director)
DIN: 01437705Sd-
(Director and CFO)
DIN: 01437707

Annexure-IV

Statement of Disclosure of Remuneration under Section 197(12) of the Companies Act, 2013 Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of the Remuneration of each director to the median remuneration of the employees of the company for the Financial Year.

Sr. No.	Name of the Director / KMP	Designation	Ratio of the Remuneration of each director to the median remuneration of the employees	% increase in remuneration during FY 2019-20
1.	Mr. Girish Chandra Dhanuka	Director	2.3	Nil
2.	Mr. Yogesh Dhanuka	Managing Director	2.3	Nil
3.	Mr. Peeyush Dhanuka	Director	2.3	Nil
4.	Mr. Hitesh Dhanuka	Director and CFO	2.3	Nil
5.	Mr. Ankit Sain	Company Secretary	0.697	Nil

2. The percentage increase in the median remuneration of the employees in the financial year:

Permanent employees on the rolls of the Company as on 31 st March, 2020 (not including 4 directors)	8
The median remuneration of employees of the Company during the Financial year	Rs. 258000/-
% increase in the median remuneration of employees in the Financial Year	NA

3. Ratio of remuneration of highest paid director to other employee how get remuneration more than highest paid director.

a) Girish Chandra Dhanuka to Sunil Sharma:- 0.69

4. Average Percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration- **NA**

5. Name of the employee who

- if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees- **NA**
- if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month-**NA**
- If employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole- time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company-**NA**

6. It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd-

Yogesh Dhanuka
(Managing Director)

Sd-

Hitesh Dhanuka
(Director and CFO)

Date: 30/07/2020

Place: Jaipur

Annexure-V

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Subsidiary I- Triveni Kripa Buildhome Private Limited

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	TRIVENI KRIPA BUILDHOME PRIVATE LIMITED
2.	The date since when subsidiary was acquired	02/05/2011
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2019-2020
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Currency
5.	Share capital	780000
6.	Reserves & surplus	3061315.95
7.	Total assets	94529372.69
8.	Total Liabilities	90688056.74
9.	Investments	-
10.	Turnover	36743338
11.	Profit before taxation	(13274154.65)
12.	Provision for taxation	
13.	Profit after taxation	(9813792.32)
14.	Proposed Dividend	-
15.	% of shareholding	100%

Subsidiary II- Dhanuka Affordable Housing Private Limited

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	DHANUKA AFFORDABLE HOUSING PRIVATE LIMIED
2.	The date since when subsidiary was acquired	10/09/2010
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2019-2020
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Currency
5.	Share capital	10000000
6.	Reserves & surplus	7024266.30
7.	Total assets	22398615.30
8.	Total Liabilities	5374349
9.	Investments	-
10.	Turnover	-
11.	Profit before taxation	85544.20
12.	Provision for taxation	
13.	Profit after taxation	50171.00

14.	Proposed Dividend	-
15.	% of shareholding	100%

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	-
1. Latest audited Balance Sheet Date	-
2. Date on which the Associate or Joint Venture was associated or acquired	-
3. Shares of Associate/Joint Ventures held by the company on the year end	
No.	-
Amount of Investment in Associates/Joint Venture	-
Extend of Holding %	-
4. Description of how there is significant influence	-
5. Reason why the associate/joint venture is not consolidated	-
6. Net worth attributable to shareholding as per latest audited Balance Sheet	-
7. Profit/Loss for the year	
i. Considered in Consolidation	-
ii. Not Considered in Consolidation	-

1. Names of associates or joint ventures which are yet to commence operations.
2. Names of associates or joint ventures which have been liquidated or sold during the year.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
DHANUKA REALTY LIMITED**

Date: 30/07/2020
Place: JAIPUR

Sd-
YOGESH DHANUKA
(Director)
DIN: 01437705

Sd-
HITESH DHANUKA
(Director)
DIN: 01437707

Annexure-VI

The Board of Directors,
Dhanuka Realty Limited
Jaipur

Dear members of the Board,

We, Mr. Yogesh Dhanuka, Managing Director and Hitesh Dhanuka, Chief Financial Officer of Dhanuka Realty Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's report.
2. These statements do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and / or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics.
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and we have:
 - a. Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the Company, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared.
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Generally Accepted Accounting Principles (GAAP) in India.
 - c. Evaluated the effectiveness of the Company's disclosure, controls and procedures.
 - d. Disclosed in this report, changes, if any, in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.
6. We have disclosed, based on our most recent evaluation of the Company's internal control over financial reporting, wherever applicable, to the Company's auditors and the audit committee of the Company's Board (and persons performing the equivalent functions):
 - a. Any deficiencies in the design or operation of internal controls, that could adversely affect the Company's ability to record, process, summarize and report financial data, and have confirmed that there have been no material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies.
 - b. Any significant changes in internal controls during the year covered by this report.

- c. All significant changes in accounting policies during the year, if any, and the same have been disclosed in the notes to the financial statements.
 - d. Any instances of significant fraud of which we are aware, that involve the Management or other employees who have a significant role in the Company's internal control system.
7. We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistle-blowers from unfair termination and other unfair or prejudicial employment practices.
8. We further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Date: 30/07/2020

Place: Jaipur

**Sd-
Yogesh Dhanuka
(Managing Director)**

**Sd-
Hitesh Dhanuka
(Director and CFO)**

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
DHANUKA REALTY LIMITED.**

Jaipur

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **DHANUKA REALTY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss for the year then ended, Cash Flows and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters 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 Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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 consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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 disclosures in the financial statements. The procedures selected depend on our 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, we consider internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the

reasonableness of the accounting estimates made by Company's Directors, 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;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2020; and
- b) In the case of the Statement of Profit and Loss, of the Loss for the year ended on that date;

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act (hereinafter referred to as the "Order") and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, the Order is not applicable on the Company.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet and the Statement of Profit and Loss 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 31 March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
- f) There is nothing to disclose which is having adverse effect on the functioning of the company.
- g) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- h) With respect to the other matters to be included in the Independent Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I. The Company does not have any pending litigations which would impact its financial position of the Company.
 - II. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - III. There were no amounts which required to be transferred to the Investor Education

and Protection Fund by the Company.

for **ABHISHEK SHARMA & CO.**
Chartered Accountants
FRN: 012818c

Sd-

CA ASHOK KR. SAINI
PARTNER
M.No. 416483
UDIN:-20416483AAAABC9132
Place: Jaipur
Date: 30/07/2020

ANNEXURE - B TO THE AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **DHANUKA REALITY LIMITED**.

("The Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

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

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for **ABHISHEK SHARMA & CO.**

Chartered Accountants

FRN: 012818c

Sd-

CA ASHOK KR. SAINI

PARTNER

M.No. 416483

Place: Jaipur

Date: 30/07/2020

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of DHANUKA REALTY LIMITED for the year ended 31st March, 2020.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
(b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
(c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. Physical verification of inventory has been conducted at reasonable intervals by the management and there is no material discrepancies were noticed
3. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
(a) All terms and conditions are as per the benefits of company and are not prejudicial to the company's Interest.
(b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.
(c) There is no such amount which is overdue more than 90 Days of above mentioned loan.
4. In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
5. The company has not accepted any deposits.
6. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
7. (a) The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
(b) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.
8. The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. The company doesn't raise any money by way of initial public offer or further public offer

(including debt instruments)

10. Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.
11. Managerial remuneration has been paid or provided in accordance with the requisite approvals
Mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. The company hasn't made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. The company hasn't entered into any non-cash transactions with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

for **ABHISHEK SHARMA & CO.**
Chartered Accountants
FRN: 012818c

Sd-

CA ASHOK KR. SAINI
PARTNER
M.No. 416483

Place: Jaipur
Date: 30/07/2020

CONSOLIDATED BALANCE SHEET AS AT 31 MARCH,2020			
Particulars	"Note No"	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
I EQUITY AND LIABILITIES			
(1) SHARE HOLDERS FUND			
a) Share Capital	1	70,400,400	70,400,400
b) Reserves and Surplus	2	20,102,547	30,777,397
c) Money received against share Warrants		-	-
d) Minority Interest		-	-
(2) SHARE APPLICATION MONEY PENDING FOR ALLOTMENT			
		-	-
(3) NON CURRENT LIABILITIES			
a) Long Term Borrowings	3	70,827,274	79,218,790
b) Deferred Tax Liability (net)	4	-	-
c) Other long term liabilities		-	-
d) Long term provisions		-	-
(4) CURRENT LIABILITIES			
a) Short term Borrowings	5	40,834,677	38,964,001
b) Trade Paybles	6	9,261,182	11,733,756
c) Other Current Liabilities	7	112,036,685	102,989,805
d) Short Term Provisions	8	1,108,717	81,218
	TOTAL	324,571,482	334,165,367
II ASSETS			
(1) NON CURRENT ASSETS			
a) Fixed Assets			
(i) Tangible Assets	9	8,642,087	10,088,186
(ii) Intangible Asset	10	20,298,573	20,510,977
(iii) Capital Work In Progress		-	-
(iv) Intangible Asset Under Development		-	-
b) Non Current Investment	11	3,000,000	3,000,000
c) Deferred Tax Assets(Net)		6,827,921	3,411,914
d) Long Term Loan and Advances		-	-
e) Other Non Current Assets		-	-
(2) CURRENT ASSETS			
a) Current Investment		-	-
b) Inventories	12	245,283,616	243,491,320
c) Cash & Cash Equivalents	13	584,132	3,613,651
d) Trade Receivables	14	25,745,484	27,768,603
e) Short Term Loans & Advances	15	-	5,360,000
f) Other Current Assets	16	14,189,669	16,920,716
	TOTAL	324,571,482	334,165,367
Summary of Significant accounting policies. The accompanying notes are integral part of the financial statements	26		-
As per our report on even date,		For on behalf of the Company,	
FOR Abhishek Sharma & Co. CHARTERED ACCOUNTANTS FRN:012818C		Sd- (YOGESH DHANUKA) DIRECTOR DIN:01437705	
Sd- CA. Ashok Kr. Saini PARTNER MEMBERSHIP NO. 416483 DATED : 30/07/2020 PLACE : JAIPUR		Sd- (HITESH DHANUKA) DIRECTOR DIN:01437707	
		Sd- (ANKIT SAIN) COMPANY SECRETARY	

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

CONSOLIDATED PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2020

Particulars	"Note No"		Figures as at the end of Current reporting Period		Figures as at the end of Previous reporting Period
I Revenue From Operations	17		39,043,338		163,388,777
II Other Income	18		2,487,169		1,569,778
III Total Revenue(I+II)			41,530,507		164,958,555
IV EXPENSES					
a) Cost of Material consumed and operational Expenses	19		19,469,632		35,513,170
b) Purchases of Stock In Trade	20		-		-
c) Change in Inventories of					
'- Finished Goods	21		46,772,762		(80,541,176)
'- Work in Progress	21		(48,565,056)		163,406,122
'- Stock In Trade			-		-
d) Depreciation and Amortization Expenses	22		1,647,702		1,987,184
e) Employee Benefit Expenses	23		9,466,813		17,131,424
f) Finance Costs	24		12,250,728		12,646,681
g) Other expenses	25		14,615,970		30,050,549
Total Expenses			55,658,551		180,193,954
V Profit/(Loss) before exceptional, extra ordinary item and tax (III-IV)			(14,128,044)		(15,235,399)
VI Exceptional Items			-		-
VII Profit/(Loss) before extra ordinary item and tax (V-VI)			(14,128,044)		(15,235,399)
VIII Extra Ordinary Items			-		-
IX Profit/(Loss) before tax (VII-VIII)			(14,128,044)		(15,235,399)
X Tax Expenses -			(3,453,194)		(3,490,508)
a) Current Tax		-37188.00		45953.00	
b) Deferred Tax		(3416005.66)		(3536461.00)	
XI Profit / (Loss) after tax for the period from continuing operations (VII-VIII)			(10,674,850)		(11,744,891)
XII Profit / (Loss) from discontinuing operations			-		-
XIII Tax Expenses of discontinuing operations			-		-
XIV Profit / (Loss) after tax from discontinuing operations (XII-XIII)			(10,674,850)		(11,744,891)
XV Profit / (Loss) for the period (XI+XIV)			(10,674,850)		(11,744,891)
XVI Earning Per Equity Share			(1.52)		(1.66)
a) Basic			(1.52)		(1.66)
b) Diluted			(1.52)		(1.66)
Summary of Significant accounting policies. The accompanying notes are integral part of the financial statements	26				

**DHANUKA REALTY LTD. (FROMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

As per our report on even date,

For on behalf of the Company,

FOR Abhishek Sharma & Co.
CHARTERED ACCOUNTANTS
FRN:012818C

Sd-

(YOGESH DHANUKA)
DIRECTOR
DINNO:01437705

CA. Ashok Kr. Saini PARTNER
MEMBERSHIP NO. 416483
DATED : 30/07/2020
PLACE : JAIPUR

Sd-
(ANKIT SAINI)
COMPANY SECRETARY

Sd-
(HITESH DHANUKA)
DIRECTOR
DIN NO:01437707

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

Notes to Financial statements for the year ended 31st March 2020

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

NOTE - 1 SHARE

CAPITAL

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
AUTHORISED SHARES		
8000000 Equity Share of Rs. 10/- each	80,000,000	80,000,000
ISSUED, SUBSCRIBED & PAID-UP		
7040040 Equity Share of Rs. 10/- each	70,400,400	70,400,400
Total issued, subscribed and fully paid up capital	70,400,400	70,400,400

a) The Reconciliation of the number of shares outstanding is set out below :

PARTICULARS	As At 31st March, 2020	As At 31st March, 2019
	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	70,400,400	70,400,400
Bonus Shares Issued during the year	-	-
Buy Back during the year	-	-
Share capital outstanding at the end of the year	70,400,400	70,400,400

b) Terms/right attached to equity shares

The company has only one class of Equity having a par value Rs. 10.00 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the Equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

c) Detail of Shareholders holding more than 5% of total shares in the Company

Name of Shareholders	As at 31st March 2020		As at 31st March 2019	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Dhanuka Colonizers and Builders Pvt. Ltd.	860000	12.22	860000	12.22
Girish Dhanuka	1016710	14.44	1016710	14.44
Hitesh Dhanuka	1070710	15.21	1070710	15.21
Peeyush Dhanuka	1082710	15.38	1070710	15.21
Yogesh Dhaunka	1070710	15.21	1070710	15.21

NOTE - 2

RESERVE & SURPLUS

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
<u>Share Premium Account</u>		
Balance as per last financial statements	26,112,644	26,112,644
Add: Addition During The Year	-	-
Less: Deletion During The Year	-	-
Closing Balance (a)	26,112,644	26,112,644
<u>Surplus</u>		
Balance as per last financial statements	4,664,753	16,409,644
Add: Profits\ (Loss) made during the year	(10,674,850)	(11,744,891)
Less: Deletion During The Year	-	-
Closing Balance (b)	(6,010,097)	4,664,753
TOTAL (a+b)	20,102,547	30,777,397

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.)**

Notes to Financial statements for the year ended 31st March 2020

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

NOTE - 3

LONG TERM BORROWINGS

PARTICULARS	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
TERM LOANS		
SECURED LOAN		
Indian Bank (Term Loan A/c) Sunshine Aditya	52,331,344	56,929,054
HDFC CAR LOAN HDFC CAR LOAN	3,658,295	2,089,142
Less: Short term borrowings	942,472	1,613,594
Loans and Advances from Related Parties		
Loans from Directors	15,780,107	18,587,000
Loans from Member and Relative of Directors (Unsecured)	-	-
TOTAL	70,827,274	79,218,790

a) Term of Repayment of Loan

i) The term loan taken from SBI Gandhinagar Branch for project of Sunshine Prime. The Term loan is repayable in 12 Monthly installments commencing from April 2016 and carries a interest of 12.40%. The Loan is secured by Project Land and Building and other assets along with personal guarantee of the directors.

ii) Unsecured Loan From Director & relatives having tenure of one to three years and carrying interest rate @ 0% P.A. and are repayable at the option of company

iii) The Term loan taken from HDFC for Purchase of Car. The term loan is Repayable in 60 Monthly installments commencing from November 2017 and carries a interest rate of 8%. The loan is Secured by Hypothecation of Car.

iv) Secured by the first charge by way of EOM of Land situated at Vaishali Nagar, Jaipur as specified in the schedule annexed to the loan executed on 14th June, 2017. The loan is repayable in 12 Quarterly installments out of them 8 installments of Rs. 37.50 Lakhs each and 4 installments of Rs. 75 Lakhs floating rate of interest @ 12.95% is applicable on the said loan. Loan is under moratorium period of 24 months from the date of first disbursement and repayment after 36 months.

v) Secured by the first charge by way of hypothecation of SKODA KODIAQ as specified in the schedule annexed to the loan executed on 23rd February, 2018. The loan is repayable in 60 monthly installments of Rs. 64,074/- each. Fixed rate of Interest @ 8% is applicable on the said loan.

NOTE - 4

DEFERRED TAX ASSETS/(LIABILITY)

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Deferred tax liability		
Fixed assets: impact of difference between tax depreciation and depreciation charged for the financial reporting	39,930	87,656
Gross Deferred tax liability (a)	39,930	87,656
Deferred tax assets		
Due to carry forward losses Due to Depreciation	6,795,027	3,499,570
	72,824	
Gross Deferred tax assets (b)	6,867,851	3,499,570
Net deferred tax assets/(liability) (b-a)	6,827,921	3,411,914

NOTE - 5

SHORT TERM BORROWINGS

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
TERM LOANS		
SECURED LOAN		
Term Car loan from HDFC-SKODA	585,525	540,651
Term loan From HDFC	356,947	535,430
Bank overdraft OD	15,735,321	15,909,135
Bank overdraft CC	20,208,715	20,463,183
Term Loan from SBI	-	1,515,602
Stand By Facility	3,948,169	
TOTAL	40,834,677	38,964,001

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

NOTE-6 TRADE PAYABLES		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
i) Creditor For Expenses	7,646,700	1,390,467
ii) Creditor For Expenses-MSME	1,200,215	1,967,091
ii) Creditor For Goods	414,267	8,376,198
TOTAL	9,261,182	11,733,756

Notes to Financial statements for the year ended 31st March 2020

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

NOTE - 7 OTHER CURRENT LIABILITY		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
i) Duties & taxes	260,945	1,555,725
ii) Salary payable	551,290	1,344,186
iii) Advance from customers	101,674,025	88,198,580
iv) Audit Fess Payable	92,800	178,800
v) Security Deposits	5,405,925	11,266,562
vi) Mahesh Prasad -Escrow	3195000.00	0.00
viii) Others	856,700	445,952
TOTAL	112,036,685	102,989,805

NOTE - 8 Short Term Provisions		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Provision For Income Tax	13,345	-
Provision For Outstanding Expenses	1,095,372	81,218
TOTAL	1,108,717	81,218

NOTE - 11 Investments		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
i) Flat in Vrindavan	<u>3,000,000</u>	<u>3,000,000</u>
TOTAL	3,000,000	3,000,000

NOTE - 12 Inventories		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Work In Progress	196,392,018	162,950,144
Finished Goods	<u>48,891,597</u>	<u>162,950,144</u>
Total	245,283,615	162,950,144

NOTE - 13 CASH & CASH EQUIVALENTS		
Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
i) Cash in Hand	71,160	2,290,328
ii) Balances with Banks in Current Accounts:-	-	-
• SBI Current A/c No 00000061218199129	-	2,111
• Indusind Bank A/c No 254000400011	-	11,445
• SBI Escrow A/c	-	59
• Indian Bank	-	1,004,879
• Indian Bank	8,970	-
• Indian Bank Aditya	1,128	281,000
• Indian Bank Escrow	-	20,423
• IndusInd Bank	-	3,406
	-	<u>3,613,651</u>

DHANUKA REALTY LTD. (FROMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.

• IndusInd Bank-Affordable

502,874

TOTAL

584,132

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.)**

NOTE-14

TRADE RECEIVABLES (Unsecured, considered good)

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
●Outstanding for a period of less than 6 months	-	-
●Outstanding for a period of more than 6 months	25,745,484	27,768,603
Total	25,745,484	27,768,603

NOTE - 15

SHORT TERM LOANS & ADVANCES

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Advances recoverable in cash or Kind		
Advance to Creditors for Goods	-	5,360,000
TOTAL	-	5,360,000

NOTE - 16

OTHER CURRENT ASSETS

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
i) Security Deposit with JDA	1,500,000	1,500,000
ii) TDS Refundable	55,267	242,862
iii) Rent Security Account	266,000	266,000
vi) Security Deposit (JVNL)	174,560	24,000
v) Security Deposite (Sunshine Bhagat)	2,100,000	2,100,000
vi) CGST Credit	3,595,897	5,996,908
vii) SGST Credit	1,649,469	4,053,413
viii) IGST Credit	115,380	533,897
ix).Security Deposits-JVNL	-	142,560
x) Security deposits Aditya	1,210,000	1,210,000
Xi) Prepaid Expenses	117,219	188,270
xii) TDS under reclaim	295,208	295,208
xii) Advance Salary	650,000	140,000
xiii) SD with Jio	669	4,263
xiv) Advance to Suppliers	-	223,335
xv) Advance for Property Purchase	2,460,000	-
TOTAL	14,189,669	16,920,716

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

Notes to Financial statements for the year ended 31st March 2020

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

NOTE - 17

REVENUE FROM OPERATIONS

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Revenue from sale of Flats	38,763,338	163,388,777
Brokerage Income	280,000	-
TOTAL	39,043,338	163,388,777

**NOTE - 18 OTHER
INCOME**

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Other Non operating Income		
i) Interest Received	20,909	
ii) Misc Accounts Written Off	829,485	513,488
iii) Sunshine Prime Maintenance Account	1,134,275	1,009,809
iv) Rental Income	77,500	
v) Discount Received	-	11,775
vi) Consultation Income	425,000	34,706
vii) Provision for Income Tax Reversed	-	1,569,778
TOTAL	2,487,169	

**Note-19
Purchases of Stock-in-Trade**

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Labour contract with Building Material	-	-
Total	-	-

NOTE - 20

COST OF MATERIAL CONSUMED AND OPERATIONAL EXPENSES

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Work Contractor Expenses	-	25,725,286
Labour Expenses	13,406,381	123,191
Architect Fees	180,785	576,105
Building Material	2,227,644	3,585,638
Boring Expenses	18,100	501,545
Consultancy Expenses	141,600	133,300
Electricity Expenses (Project)	1,120,084	1,032,470
Steel and Bars	2,138,669	3,282,709
Site Office Expenses	23,142	143,958
Sample Flat Furnishing Items	28,241	
Land & its Development exp.	9,524	11,813
Printing & Stationery Project	175,462	397,155
TOTAL	19,469,632	35,513,170

NOTE - 21

CHANGE IN INVENTORIES OF FINISHED GOODS, WORKS IN PROGRESS AND STOCK IN TRADE

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
<u>Work in Progress</u>		
Opening Stock	147,826,962	326,356,266
Add: Purchases	-	-
Less: Closing Stock	196,392,018	162,950,144
(Increase)/Decrease (A)	(48,565,056)	163,406,122
Finished Goods		
Opening Stock	95,664,360	-
Add: Purchases	-	80,541,176
Less: Closing Stock	48,891,598	-

DHANUKA REALTY LTD. (FROMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.

(Increase)/Decrease (B)	46,772,762	(80,541,176)
Total Stock (A+B)	(1,792,294)	82,864,946

**DHANUKA REALTY LTD. (FORMERLY KNOWN AS SUNSHINE BUILDMART
PVT. LTD.**

Notes to Financial statements for the year ended 31st March 2019

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation. **NOTE -**

22

EMPLOYEE BENEFIT EXPENSES

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Director Salary		-
Basic Salary	9,343,295	16,554,689
Conveyance Allowance	49,769	459,792
EPF Administrative Fees	-	1,600
Staff Welfare Expenses	63,740	115,343
Labour Expenses	10,009	-
TOTAL	9,466,813	17,131,424

Notes to Financial statements for the year ended 31st March 2019

The previous year figures have been regrouped / reclassified, wherever necessary to confirm to the current year presentation.

NOTE - 23

DEPRECIATION & AMORTISATION

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
-On Tangible Assets	1,446,098	1,715,151
-On Intangible Assets	201,604	272,033
Total	<u>1,647,702</u>	<u>1,987,184</u>

NOTE - 24 FINANCE

COST

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Interest on SBI Term Loan A/C	-	2,419,752
Loan Processing Fees	74,691	296,286
Interest on Term Loan	7,522,462	6,121,391
Interest on CC/OD	4,599,428	3,764,861
Other Interest		
VAT Interest & Penalty	-	5,824
Other Charges		
Bank Charges and Commission	54,147	38,567
TOTAL	<u>12,250,728</u>	<u>12,646,681</u>

NOTE - 25

OTHER EXPENSES

Particulars	Figures as at the end of Current reporting Period	Figures as at the end of Previous reporting Period
Manufacturing Exp.		
Work Contractor Expenses Architect Fees		
Building Material		
Boring Expenses		
Consultancy Expenses		
Land at khasra no. 1868/2,3		
Electricity Expenses (Project) Water harvesting		
Doors	10,598	30,145
Elevators Installation	-	
Swimming Pool equipments and installation	124,000	111,097
R O Water Filter		
Maps approval Charges	-	3,294,622
Hardwares	216,027	26,127
Fountain and its Material	-	139,658
LPG Gas pipe Charges		
Gym and Club Equipments	-	102,837
Furnishing Items	5,126	
GST Input Written Off	7,180,080	
Labour Cess payment		

Misc Exp-Labour		
Security Guard Exp	67,540	
Internet and Data Expenses	21,792	28,359
Total (A)	7,625,163	3,732,845
<u>Other Administrative Expenses</u>		
Interest on car loan	261,257	427,701
Audit Fees	60,800	103,300
Building Maintenance Exp.	73,367	208,860
Legal Expenses and Consultancy	65,569	871,047
Printing & Stationary	65,756	20,327
Misc Exp	83,561	88,090
Event Management Expenses		110,000
Charity And Donation Expenses		15,000
Postage & Telegram	6,076	23,051
ROC Fees	8,037	15,002
Tour and Travelling Expenses		21,298
VAT(Rs.1300 Per 2 Lac) Section 5(1)		
Advertisement, Markiting and Promotional Expenses	45,315	4,774,067
Brochure, Leaflets		
TDS interest and Penalty	27,037	145,649
Round Off	(199)	3
Priority Search Engine Expenses	71,240	12,712
Software Expenses	10,800	
Repairs & Maintenance Exp.	358,825	165,583
Cleaning And Maintenance Ser.	621,358	606,890
Sales Incentive	37,420	441,499
Security Guard Exp	233,870	663,328
Stall Rent		100,000
Telephone Expenses and Dish TV Exp.	47,953	107,015
Gardening expenses	24,000	139,900
Electricity Expenses (office)	246,523	258,537
Gifts, Stationary and Festival Expenses		146,719
Newspaper & Periodicals	1,581	4,868
Office Rent	1,835,400	1,715,700
Office Expenses		
Service tax input reversed		9,529,638
Income Tax and VAT Consultancy Expenses	5,000	
Website Development Expenses	7,410	29,967
Brokerage Expenses		1,460,349
Garbage coll./Maintenance Payment Cha.		
Conveyance/petrol Expenses	88,049	67,535
Public Issue Management Charges	101,500	327,663
Insurance	166,916	146,264
Interest on Flat cancellation/Refund		
Accounts Written Off	207,887	
Interest u/s 234 (A)(B) (c)		
GST Late Fees	3,500	1,050
Home loan interest	378,625	2,166,045
Annual Maintenance Charges Input		37,500
WCT		
Food catering, Banquet, seminars		
Membership Fees	25,000	
DTH Connection Expenses		
Stamp Duty & Registration exp.	1,821,373	1,365,547
TOTAL (B)	6,990,807	26,317,704

Note: 26 Significant Accounting Policies:**.Basis of preparation:**

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis and going concern basis. The accounting policies have been consistently applied by the company are consistent with those used in the previous year.

.Tangible Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

.Depreciation and Amortization:

Depreciation on the fixed assets is provided under written down value method as per the rates prescribed in Schedule II to the Companies Act, 2013 or at rates permissible under applicable local laws so as to charge off the cost of assets to the Statement of Profit and Loss over their estimated useful life.

In case of Skoda Kodiaq entity has consider 15 years as useful life of asset in accordance with validity of registration certificate issued by concerned authority, whereas as per companies act, 2013 useful life is 8 years.

.Revenue Recognition:**Revenue from Operations**

Sale and operating income includes sale of products, services, income from job work services, etc.

The company follows AS 7 principles for Revenue Recognition in Construction contracts. The company enters fixed price construction contracts which consists of separately identifiable components where revenue from each component can be separately identified. Accordingly, revenue is recognized based on completion of a physical proportion of each component of contract.

.Taxation:

Tax expense comprises current and deferred tax. Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961 and tax expense relating to overseas operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

.Provisions:

A provision is recognized when there exists a present obligation as a result of past events and it is probable that an outflow of resources embodying economic 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 present value and are determined based on best estimates 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.

.Earnings per share:

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

.Related Party Transactions:

During the reporting year, the following transactions have been entered:

S. No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount (in Rs.)
1.	Hitesh Dhanuka	Director	Loan Accepted	1,50,22,270.00
2.	Hitesh Dhanuka	Director	Loan Repayment	2,11,74,386.00
3.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Advance Given	1,20,26,000.00
4.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Advance Received	1,56,87,000.00
5.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Contract amount Received	1,74,64,625.00
6.	Hitesh Dhanuka	Director	Salary	14,95,000.00
7.	Yogesh Dhanuka	Director	Salary	9,35,000.00
8.	Peeyush Dhanuka	Director	Salary	9,55,000.00
9.	Girish Chandra Dhanuka	Director	Salary	6,50,000.00
10.	Yogesh Dhanuka	Director	Loan Accepted	47,31,000.00
11.	Yogesh Dhanuka	Director	Advance paid for Property purchase	9,00,000.00
12.	Yogesh Dhanuka	Director	Loan Repayment	16,20,561.00
13.	Peeyush Dhanuka	Director	Loan Accepted	20,07,000.00
14.	Peeyush Dhanuka	Director	Loan Repayment	17,72,216.00
15.	Priti Dhanuka	Director's Wife	Salary	8,40,000.00
16.	Rupa Dhanuka	Director's Wife	Salary	8,40,000.00
17.	Vinita Dhanuka	Director's Wife	Salary	8,40,000.00
18.	Premia Woodtech Pvt. Ltd.	Directors are interested	Purchases	1,94,886.00
19.	Sunshine Realmart Pvt. Ltd.	Directors are Interested	Contract Payment Received	11,20,000.00

Balances as on 31.03.2020:

S. No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount
1.	Sunshine Kitchens Pvt. Ltd.	Directors are Interested	Sundry Creditors	2,85,479.00
2.	Premia Woodtech Pvt. Ltd.	Directors are Interested	Sundry Creditors	2,56,344.00
3.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Sundry Debtors	38,74,375.00
4.	Sunshine Realmart Pvt. Ltd.	Directors are Interested	Sundry Debtors	2,51,59,000.00
5.	Girish Chandra Dhanuka	Director	Salary	50,000.00
6.	Yogesh Dhanuka	Director	Salary	60,000.00
7.	Peeyush Dhanuka	Director	Salary	80,000.00
8.	Hitesh Dhanuka	Director	Salary	6,20,000.00
9.	Rupa Dhanuka	Director's Wife	Salary	65,000.00
10.	Vinita Dhanuka	Director's Wife	Salary	70,000.00

.Others

- .Expenses are accounted for on Mercantile Basis but some expenses due to their peculiar nature are accounted for on cash basis.
- .There are no prior period or extra ordinary expenses debited to Profit & Loss account.
- .Balances of Creditors Debtors and Unsecured Loans are subject to confirmation.

In terms of our attached report of even date
For ABHISHEK SHARMA & CO.
CHARTERED ACCOUNTANTS
FRN: 012818C

For DHANUKA REALTY LIMITED

Sd-

CA. ASHOK KR. SAINI
M. No. 416483

Sd-

YOGESH DHANUKA
(MANAGING
DIRECTOR)
(DIN: 01437705)

Sd-

HITESH DHANUKA
(EXECUTIVE
DIRCETOR)
(DIN: 01437707)

Place : JAIPUR
Date : 30/07/2020

Sd-
ANKIT SAIN
COMPANY SECRETARY

DHANUKA REALTY LTD.

5TH Floor, C-212-213, The Solitaire, Gautam Marg, Hanuman Nagar, Vaishali Nagar, Jaipur-302021

CIN : L45201RJ2008PTC025705

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31/03/2020

(IN Rupees)

Particular	Consolidated for year ended on 31.03.2020	Consolidated for year ended on 31.03.2019
Cash Flow from Operating Activities		
Net Profit Before Tax	(1,41,28,044)	(1,52,44,044)
Add: Depreciation on assets	16,47,702	19,87,184
Add: Increase in Current liabilities/ Decrease in Current Assets		
Trade Payables		-
Short Term Borrowings	1,19,45,055	-
Other Current Assets	80,91,047	5,83,738
Inventories		8,28,64,945
Trade Receivables	20,23,119	-
Short Term Loans and Advances		-
Less: Decrease in Current liabilities/ Increase in Current Assets		
Inventory	(17,92,296)	-
Trade Receivables		(1,29,43,478)
Short Term Borrowings		(5,76,266)
Other Current Liabilities		(4,60,43,366)
Trade Payables	(24,72,574)	(2,50,16,139)
Cash Generated From Operations	53,14,009	(1,43,87,426)
Less: Income tax	(37,188)	37,307
Net Cash flow from/(used in) Operating Activities (a)	53,51,197	(1,44,24,733)
Cash Flow from Investing Activities		
Purchase of Fixed Assets	10,800	(25,800)
Net Cash flow from/(used in) Investing Activities (b)	10,800	(25,800)
Cash Flow from Financing Activities		
Repayment of Loan	(83,91,516)	(4,93,214)
Proceeds from Borrowing		
Purchase of Fixed Assets		
Share Premium	-	-
Net Cash flow from/(used in) Financing Activities (c)	(83,91,516)	(4,93,214)
Net Increase/(Decrease) in cash and cash equivalents (a+b+c)	(30,29,519)	(1,49,43,747)
CASH AT THE BEGINNING OF THE YEAR	36,13,651	1,85,57,398
CASH AT THE END OF THE YEAR	5,84,132	36,13,651

As per our report on even date,

For on behalf of the Company,

FOR ABHISHEK SHARMA & COMPANY,
CHARTERED ACCOUNTANTS
FRN:012818C

Sd-
(YOGESH DHANUKA)
DIRECTOR
DIN NO:01437705

Sd-

(ASHOK KUMAR SAINI)
PARTNER
MEMBERSHIP NO. 416483

Sd-
(ANKIT SAINI)
COMPANY SECRETARY

Sd-
(HITESH DHANUKA)
DIRECTOR
DIN NO:01437707

DATED : 30/07/2020
PLACE : JAIPUR

DEPRECIATION CHART DHANUKA REALTY LTD. CONSOLIDATED

Notes to Financial statements for the year ended 31st March 2020

NOTE-10 (A)

FIXED ASSETS

Description of the Assets	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	As at 01.04.2019	Addition During the year	Deduction	As at 31.03.2020	As at 01.04.2018	For the year	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
	Computer	4,60,588	-		4,60,588	3,97,601	33,122	4,30,723	29,865
Electrical Equipments	4,01,092	-		4,01,092	1,12,452	38,208	1,50,660	2,50,432	2,88,640
Furniture, Fittings and Fixtures	57,56,427	-		57,56,427	16,47,343	5,48,359	21,95,702	35,60,725	41,09,084
MOTOR CAR(Audi Q3)	31,08,375	-		31,08,375	5,62,275	3,70,130	9,32,405	21,75,970	25,46,100
Furniture, Fittings and Fixtures	6,840			6,840	5,027	469	5,496	1,344	1,813
Motor Car	34,87,569	-	-	34,87,569	7,37,677	4,55,809	11,93,486	22,94,083	27,49,892
Land	3,29,670	-	-	3,29,670	-	-	-	3,29,670	3,29,670
Total	1,35,50,561	-	-	1,35,50,561	34,62,375	14,46,097	49,08,472	86,42,089	1,00,80,520
Previous Year	1,35,35,561	15,000	-	1,35,50,561	17,47,224	17,15,151	34,62,375	1,00,88,186	1,17,88,337

NOTE-10 (B)

FIXED ASSETS

Description of the Assets	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	As at 01.04.2019	Addition During the year	Deduction	As at 31.03.2020	As at 01.04.2019	For the year	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
	MS Office	176515.00	0.00	10800.00	165715.00	51789.00	29495.00	81284.00	84431.00
Str. Tally ERP	1080264.00			1080264.00	415494.00	172109.00	587603.00	492661.00	664770.00
Goodwill On Consolidaation	19721481.00							19721481.00	19721481.00
Total	20978260.00	0.00	10800.00	1245979.00	467283.00	201604.00	668887.00	20298573.00	20510977.00
Previous Year	20967460.00	10800.00		1256779.00	195250.00	272033.00	467283.00	20510977.00	20772210.00

INDEPENDENT AUDITORS' REPORT**TO THE MEMBERS OF
DHANUKA REALTY LIMITED.****Jaipur****Report on the Financial Statements**

We have audited the accompanying financial statements of **DHANUKA REALTY LIMITED**. ("the Company"), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters 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 Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, 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 provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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 disclosures in the financial statements. The procedures selected depend on our 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, we consider internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, 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;

- a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2020; and
- b. In the case of the Statement of Profit and Loss, of the Loss for the year ended on that date;

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act (hereinafter referred to as the "Order") and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, the Order is not applicable on the Company.

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

- I. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- II. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- III. The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- IV. 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.
- V. On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- VI. There is nothing to disclose which is having adverse effect on the functioning of the company.
- VII. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- VIII. With respect to the other matters to be included in the Independent Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - a) The Company does not have any pending litigations which would impact its financial position of the Company.
 - b) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - c) There were no amounts which required to be transferred to the Investor Education and Protection Fund by the Company.

For **Abhishek Sharma & Co.**
Chartered Accountants
FRN: 012818c

Sd-

CA. Ashok Kr. Saini
M.No. 416483
UDIN:-20416483AAAABD7206
Place : **JAIPUR**
Date : **30/07/2020**

ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of DHANUKA REALTY LIMITED for the year ended 31st March, 2020.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1.
 - (a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - (b) These fixed assets have been physically verified by the management at reasonable intervals there was no Material discrepancies were noticed on such verification.
 - (c) Total Assets of company includes Immovable property also and the title deeds of immovable properties are held in the name of the company.
2. Physical verification of inventory has been conducted at reasonable intervals by the management and there is no material discrepancies were noticed
3. The company has granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
 - (a) All terms and conditions are as per the benefits of company and are not prejudicial to the company's Interest.
 - (b) Schedule of repayment of principal and interest has been stipulated and receipts are regular.
 - (c) There is no such amount which is overdue more than 90 Days of above mentioned loan.
4. In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
5. The company has not accepted any deposits.
6. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
7.
 - (a) The company is regular in depositing undisputed statutory dues including provident fund, Employee's state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.
 - (b) Dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on time there is no dispute is pending on the part of company.
8. The company hasn't made any default in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. The company doesn't raise any money by way of initial public offer or further public offer (including debt instruments)

10. Neither company has done any fraud nor by its officers or employees so nothing to be disclosed separately.
11. Managerial remuneration has been paid or provided in accordance with the requisite approvals
Mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
13. All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
14. The company hasn't made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. The company hasn't entered into any non-cash transactions with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Abhishek Sharma & Co.
Chartered Accountants
FRN: 012818c

Sd-

CA. Ashok Kr. Saini
M. No. 416483
Place:- Jaipur
Date:- 30/07/2020

ANNEXURE - B TO THE AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of **DHANUKA REALTY LIMITED**.

("The Company") as of 31 March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external

purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

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

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Abhishek Sharma & Co.**
Chartered Accountants
FRN: 012818c

Sd-

CA. Ashok Kr. Saini
M. No. 416483
Place:- Jaipur
Date:-

30/07/2020

DHANUKA REALTY LIMITED
CIN:-L45201RJ2008PLC025705
BALANCE SHEET AS AT 31/03/2020

Particulars	Note	31/03/2020	31/03/2019
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	1	70400400.00	70400400.00
Reserves and surplus	2	17554582.00	18465812.00
Money received against share warrants		-	-
		87954982.00	88866212.00
Share application money pending allotment		-	-
Non-current liabilities			
Long-term borrowings	3	54019099.00	59018196.00
Deferred tax liabilities (Net)		-	-
Other Long term liabilities		-	-
Long-term provisions		-	-
		54019099.00	59018196.00
Current liabilities			
Short-term borrowings	4	40506205.00	36372318.00
Trade payables	5	7646700.00	6866046.00
Other current liabilities	6	55272527.00	32416188.00
Short-term provisions	7	-	-
		103425432.00	75654552.00
TOTAL		245399513.00	223538960.00
ASSETS			
Non-current assets			
Property, Plant and Equipment			
Tangible assets	8	2298251.00	2759371.00
Intangible assets	9	577092.00	789496.00
Capital work-in-progress		-	-
Intangible assets under development		-	-
		2875343.00	3548867.00
Non-current investments	10A	38039100.00	-
Deferred tax assets (net)	10B	72824.00	44620.00
Long-term loans and advances		-	-
Other non-current assets		-	-
		40987267.00	3593487.00
Current assets			
Current investments	11	-	38039100.00
Inventories	12	157298356.00	120583616.00
Trade receivables	13	29033375.00	47618000.00
Cash and cash equivalents	14	19809.00	2354275.00
Short-term loans and advances	15	18060706.00	11350482.00
Other current assets		-	-
		204412246.00	219945473.00
TOTAL		245399513.00	223538960.00

Notes to Accounts and Statement of Significant Accounting Policies 1-24
25
Notes referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date

In terms of our attached report of even date
For ABHISHEK SHARMA & CO.
CHARTERED ACCOUNTANTS
FRN : 012818C

Sd-

ASHOK KUMAR SAINI
(Partner)

(MRN : 416483)

Sd-

Place : JAIPUR ANKIT SAIN
Date : 30/07/2019 COMPANY SECRETARY

For DHANUKA REALTY LIMITED

Sd-

YOGESH DHANUKA
(MANAGING DIRECTOR)

(DIN : 01437705)

Sd-

HITESH DHANUKA
(EXECUTIVE
DIRECTOR)

(DIN : 01437707)

NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2019

1 Share Capital

Particulars	In `	
	31/03/2020	31/03/2019
Authorised		
8000000 (8000000) Equity Shares Equity of ` 10/- Par Value	80000000.00	80000000.00
	80000000.00	80000000.00
Issued		
7040040 (7040040) Equity Shares Equity of ` 10/- Par Value	70400400.00	70400400.00
	70400400.00	70400400.00
Subscribed		
7040040 (7040040) Equity Shares Equity of ` 10/- Par Value	70400400.00	70400400.00
	70400400.00	70400400.00
Paidup		
7040040 (7040040) Equity Shares Equity of ` 10/- Par Value Fully Paidup	70400400.00	70400400.00
	70400400.00	70400400.00

Holding More Than 5%

Particulars	31/03/2020		31/03/2019	
	Number of Share	% Held	Number of Share	% Held
Dhanuka Colonisers and Buidlers P Ltd	860000	12.22	860000	12.22
Girish Chand Dhanuka	1016710	14.44	1016710	14.44
Hitesh Dhanuka	1070710	15.21	1070710	15.21
Peeyush Dhanuka	1082710	15.37	1070710	15.21
Yogesh Dhanuka	1070710	15.21	1070710	15.21

2 Reserve and Surplus

Particulars	In `	
	31/03/2020	31/03/2019
Securities Premium Opening	6392644.00	6392644.00
Adjusted Bonus Shares	(0.00)	(0.00)
	6392644.00	6392644.00
Profit and Loss Opening	12073168.00	13566531.00
Amount Transferred From Statement of P&L	(911230.00)	(1493363.00)
	11161938.00	12073168.00
	17554582.00	18465812.00

3 Long Term Borrowings

Particulars	In `	
	31/03/2020	31/03/2019
Term Loan		
Banks		
Secured		
Rupee		
Indian Bank	52331344.00	56929054.00
HDFC Car Loan	1687755.00	2089142.00
	54019099.00	59018196.00

a) Term of Repayment of Loan

i) The term loan taken from Indian Bank for project of Sunshine Aditya The Term loan is repayable in 12 quarterly installments commencing after 24 months from the date of first disbursement. and carries an interest of 12.95%. Interest during moratorium period of 24 months will be served as and when due. The Loan is secured by Project Land and Building and other assets along with personal guarantee of the directors.

ii) Unsecured Loan From Director & relatives having tenure of one to three years and carrying interest rate @ 0% P.A. and are repayable at the option of company

iii) The Term loan taken from HDFC for Purchase of Car. The term loan is Repayable in 60 Monthly installments commencing from March 2018 and carries a interest rate of 8%. The loan is Secured by Hypothecation of Car.

4 Short Term Borrowings

Particulars	31/03/2020	31/03/2019
Loans repayable on demand		
Banks		
Secured		
Indian Bank CC A/c	20208715.00	20463183.00
Indian Bank OD A/C	15735321.00	15909135.00
Indian Bank Stand by facility	3948169.00	0.00
Loans and advances from related parties		
Unsecured		
Director		
Yogesh Dhanuka	9000.00	0.00
Peeyush Dhanuka	605000.00	0.00
	40506205.00	36372318.00

5 Trade Payables

Particulars	31/03/2020	31/03/2019
Creditors Due others		
Sundry Creditors (List Enclosed)	7646700.00	6866046.00
	7646700.00	6866046.00

6 Other Current Liabilities

Particulars	31/03/2020	31/03/2019
Current maturities of long-term debt		
HDFC Car Loan	356947.00	535430.00
Income received in advance		
From Customers		
Advance From Flats	49039855.00	18981063.00
Other payables		
Tax Payable		
TDS		
Tds Payable	76282.00	59841.00
Sales Tax		
Vat Payable	0.00	1063500.00
Other		
CGST Payable RCM	81614.00	3780.00
SGST Payable RCM	81614.00	3780.00
Salary Payable	205290.00	396232.00
Retention Money Payable		
Ashish Decor	261689.00	261689.00
Bibuti Bhushan	38400.00	38400.00
Celling Impex	26242.00	26242.00
Cool refrigeration Services	17104.00	17104.00
Jaipur Skytouch Const. P Ltd	2407063.00	987700.00
kailash Chand Saini	202060.00	282060.00
Luxtire Surface Coating Pvt Ltd	20682.00	20682.00
New Santosh Electricals	278727.00	278727.00
Nishika Enterpries	67484.00	67484.00
Rama Construtions	(263600.00)	(263600.00)
Ramawat Infraprojects P Ltd	1500000.00	8700000.00

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Shankar Lal Jhangid	175317.00	175317.00
Shiv Raj Gujar	155837.00	155837.00
Shri Dev	7200.00	7200.00
SRG Colour Associates	468011.00	468011.00
Ashok Jangid	23817.00	23817.00
Glass Décor	19892.00	19892.00
Other Current Liabilities		
Audit Fee Payable	25000.00	106000.00
	55272527.00	32416188.00

DHANUKA REALTY LIMITED (FORMERLY KNOWN AS SUNSHINE BUILDMART PVT. LTD.)

F.Y. 2019-20

8 Tangible assets

In `

Particulars	Gross				Depreciation					Impairment				Net	
	Opening	Addition	Deduction	Closing	Opening	During Period	Deduction	Other Adj.	Closing	Opening	During Period	Reversal	Closing	Closing	Opening
Equipments															
Computer Equipments	25215.00			25215.00	17549.00	4842.00			22391.00					2824.00	7666.00
Furniture and Fixtures	6840.00			6840.00	5027.00	469.00			5496.00					1344.00	1813.00
Vehicles															
Motor Vehicles	3487569.00			3487569.00	737677.00	455809.00			1193486.00					2294083.00	2749892.00
Grand Total	3519624.00	0.00	0.00	3519624.00	760253.00	461120.00	0.00	0.00	1221373.00	0.00	0.00	0.00	0.00	2298251.00	2759371.00
Previous	3519624.00	0.00	0.00	3519624.00	127436.00	632817.00	0.00	0.00	760253.00	0.00	0.00	0.00	0.00	3392188.00	.00

9 Intangible assets

In `

Particulars	Gross				Amortisation					Impairment				Net	
	Opening	Addition	Deduction	Closing	Opening	During Period	Deduction	Other Adj.	Closing	Opening	During Period	Reversal	Closing	Closing	Opening
Software (Windows & Office)	176515.00	0.00	10800.00	165765.00	51789.00	29495.00	0.00	0.00	81284.00	0.00	0.00	0.00	0.00	84431.00	124726.00
Strategic ERP Software	1080264.00	0.00	0.00	1080264.00	415494.00	172109.00	0.00	0.00	587603.00	0.00	0.00	0.00	0.00	492661.00	664770.00
Grand Total	1256779.00	0.00	0.00	1246029.00	467283.00	201604.00	0.00	0.00	668887.00	0.00	0.00	0.00	0.00	577092.00	789496.00
Previous	1245979.00	10800.00	0.00	1256779.00	195250.00	272033.00	0.00	0.00	467283.00	0.00	0.00	0.00	0.00	789496.00	1050729.00

10A Non Current investments

Particulars	31/03/2020	31/03/2019
Investments in Equity Instruments		
NonTrade Unquoted		
Investment in Subsidiary		
77999 (31/03/2018 : 77999) Equity Share of ` 268.45 Each Fully Paidup in Triveni Kripa Buildhome Pvt Ltd.	20939100.00	-
1000000 (31/03/2018 : 1000000) Equity Shares of ` 17.1 Each Fully Paidup in Dhanuka Affordable Housing P Ltd.	17100000.00	-
	38039100.00	-

10B Deferred Taxes

Particulars	31/03/2020	31/03/2019
Deferred Tax Assets		
Fixed Assets	72824.00	44620.00
	72824.00	44620.00

11. Current investments

Particulars	31/03/2020	31/03/2019
Investments in Equity Instruments		
NonTrade Unquoted		
Investment in Subsidiary		
77999 (31/03/2018 : 77999) Equity Share of ` 268.45 Each Fully Paidup in Triveni Kripa Buildhome Pvt Ltd.	-	20939100.00
1000000 (31/03/2018 : 1000000) Equity Shares of ` 17.1 Each Fully Paidup in Dhanuka Affordable Housing P Ltd.	-	17100000.00
	-	38039100.00

12 Inventories

Particulars	31/03/2020	31/03/2019
Work in Progress	157298356.00	120583616.00
	157298356.00	120583616.00

13 Trade receivables

Particulars	31/03/2020	31/03/2019
Trade Receivable		
Unsecured considered good		
More than Six Months		
Triveni Kripa Buildhome Pvt Ltd	3874375.00	21339000.00
Sunshine Realmart Private Limited	25159000.00	26279000.00
	29033375.00	47618000.00

14 Cash and cash equivalents

Particulars	31/03/2020	31/03/2019
Cash in Hand	18681.00	1047973.00
Balances With Banks		
Balance With Scheduled Banks		
Current Account		
INDIAN BANK	1128.00	1004879.00
INDUSIND BANK	0.00	20423.00
Indian Bank Escrow	0.00	281000.00
	19809.00	2354275.00

15 Short-term loans and advances

Particulars	31/03/2020	31/03/2019
Security Deposits		
Unsecured, considered good		
JVVNL	142560.00	142560.00
JDA for Aditya	1210000.00	1210000.00
Loans and advances to others		
Unsecured, considered good		
TDS/TCS Refundable	11695.00	188794.00
Prepaid Insurance	71168.00	116024.00
Tax Under Reclaim	295208.00	295208.00
Triveni Kripa Buildhome Pvt. Ltd.	15564026.00	3661000.00
Advance Salary	650000.00	140000.00
SD With Jio	669.00	4263.00
CGST Receivable	0.00	2544613.00
SGST Receivable	0.00	2544613.00
IGST Receivable	115380.00	503407.00
	18060706.00	11350482.00

Notes to Accounts and Statement of Significant Accounting Policies 1-24 25
 Notes referred to above form an integral part of the Balance Sheet.
 This is the Balance Sheet referred to in our report of even date

In terms of our attached report of even date
 For ABHISHEK SHARMA & CO.

For DHANUKA REALTY LIMITED (FORMERLY KNOWN AS
 SUNSHINE BUILDMART PVT LTD)

CHARTERED ACCOUNTANTS
 FRN : 012818C

Sd-
 ASHOK KUMAR SAINI
 (Partner)
 (MRN : 416483)

Sd-
 YOGESH DHANUKA
 (MANAGING DIRECTOR)
 (DIN : 01437705)

Sd-
 HITESH DHANUKA
 (EXECUTIVE DIRECTOR)
 (DIN : 01437707)

Sd-
Place : JAIPUR ANKIT SAINI
Date : 30/07/2020 COMPANY SECRETARY

DHANUKA REALTY LIMITED (FORMERLY KNOWN AS SUNSHINE BUILDMART PVT LTD)

CIN : L45201RJ2008PLC025705

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2020

Particulars	Note	31/03/2020	31/03/2019
Revenue from operations	16	-	-
Other income	17	142929.00	278921.00
Total Revenue		142929.00	278921.00
Expenses			
Cost of materials consumed		-	-
Purchases of Stock-in-Trade	18	8873381.00	21691286.00
Changes in inventories of finished goods work-in-progress and Stock-in-Trade	19	(36714740.00)	(47825160.00)
Employee benefits expense	20	4402385.00	5159017.00
Finance costs	21	12407686.00	10434966.00
Depreciation and amortization expense	22	662724.00	904850.00
Other expenses	23	11450927.00	11448895.00
Total expenses		1082363.00	1813854.00
Profit before exceptional, extraordinary and prior period items and tax		(939434.00)	(1534933.00)
Exceptional items		-	-
Profit before extraordinary and prior period items and tax		(939434.00)	(1534933.00)
Extraordinary Items		-	-
Profit before prior period items and tax		(939434.00)	(1534933.00)
Prior Period Items		-	-
Profit before tax		(939434.00)	(1534933.00)
Tax expense:	24		
Current tax		-	-
Deferred tax		(28204.00)	(41570.00)
Profit/(loss) for the period from continuing operations		(911230.00)	(1493363.00)
Profit/(loss) from discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/(loss) from Discontinuing operations (after tax)		-	-
Profit/(loss) for the period		(911230.00)	(1493363.00)
Earnings per equity share:			
Basic		(0.11)	(0.21)
Diluted		(0.11)	(0.21)

Notes to Accounts and Statement of Significant Accounting Policies 1-24 25
Notes referred to above form an integral part of the Balance Sheet.
This is the Balance Sheet referred to in our report of even date

In terms of our attached report of even date
For ABHISHEK SHARMA & CO.

CHARTERED ACCOUNTANTS
FRN : 012818C

Sd-

ASHOK KUMAR SAINI
(Partner)
(MRN : 416483)

Place : JAIPUR
Date : 30/07/2020

Sd-
ANKIT SAINI
COMPANY SECRETARY

For DHANUKA REALTY LIMITED (FORMERLY KNOWN AS
SUNSHINE BUILDMART PVT LTD)

Sd-

YOGESH DHANUKA
(MANAGING DIRECTOR)
(DIN : 01437705)

Sd-

HITESH DHANUKA
(EXECUTIVE DIRECTOR)
(DIN : 01437707)

NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2020

16 Revenue from operations

Particulars	In `	
	31/03/2020	31/03/2019
Sale of Services		
Building Contractor	0.00	0.00
	0.00	0.00

17 Other income

Particulars	In `	
	31/03/2020	31/03/2019
Miscellaneous		
Misc. accounts written off	129485.00	241086.00
Discount Received	238.00	11775.00
Interest on Income Tax refundable	13206.00	0.00
Adjustments		
Excess provision for tax		26060.00
	142929.00	278921.00

18 Purchases of Stock-in-Trade

Particulars	In `	
	31/03/2020	31/03/2019
Stock in Trade		
Labour contract with Building Material	8873381.00	21691286.00
	8873381.00	21691286.00

19 Changes in inventories of finished goods, work-in-progress and Stock-in-Trade

Particulars	In `	
	31/03/2020	31/03/2019
Opening		
Stock in Trade	120583616.00	72758456.00
	120583616.00	72758456.00
Closing		
Stock in Trade	157298356.00	120583616.00
	157298356.00	120583616.00
Increase/Decrease		
Stock in Trade	(36714740.00)	(47825160.00)
	(36714740.00)	(47825160.00)

Details of Changes in Inventory

Particulars	In `	
	31/03/2020	31/03/2019
Stock in Trade		
CLOSING STOCK	(36714740.00)	(47825160.00)
	(36714740.00)	(47825160.00)

20 Employee benefits expense

Particulars	In `	
	31/03/2020	31/03/2019
Salary, Wages & Bonus		
Staff Salary	4380929.00	5101543.00
Staff Welfare Expenses		
Staff Welfare Expenses	21456.00	57474.00
	4402385.00	5159017.00

21 Finance costs

Particulars	In `	
	31/03/2020	31/03/2019
Interest Expenses		
Interest on cc and od limit	4599428.00	3764861.00
Interest on Term Loan	7522462.00	6121391.00
Bank Charges		
bank charges	28766.00	22394.00
Interest on Lease Finance		
Interest on Car Loan	190985.00	233460.00
Other Interest Charges		
Vat Interest	0.00	5824.00
Finance Charges		
Other Finance Charges		
bank loan pro. charges	66045.00	287036.00
	12407686.00	10434966.00

22 Depreciation and amortisation expense

Particulars	In `	
	31/03/2020	31/03/2019
Depreciation & Amortisation		
Depreciation Tangible Assets	461120.00	632817.00
Amortisation Intangible Assets	201604.00	272033.00
	662724.00	904850.00

23 Other expenses

Particulars	In `	
	31/03/2020	31/03/2019
Manufacturing Service Costs Expenses		
Insurance		
insurance exp	122611.00	55722.00
Cost of Taxes and Others Levies By Government, Local Authorities		
GST Input Written Off	7180080.00	0.00
Other Manufacturing Costs		
Boring expenses	5200.00	200140.00
Building material	2143386.00	3048047.00
Doors	10598.00	30145.00
Electricity Exp.	163030.00	276839.00
Club Equipment & Exp	0.00	102837.00
Internet Exp	4336.00	1680.00
Security Exp	67540.00	269573.00
Labour Expense	1060.00	26151.00
Architect Fees	76250.00	163125.00
Consultancy and Engineering Services	89500.00	112300.00
Hardware Expenses	200814.00	24380.00
Consultancy Expenses	52100.00	21000.00
DTH Connections	0.00	15254.00
Home Loans Subvention	378625.00	1312232.00
Maps Approval Expense	0.00	3294622.00
Swimming Pool Equipments and Installation	0.00	7097.00
Live Plants	0.00	23900.00
Fountain Material & Installation	0.00	139658.00
Furnishing Items	5126.00	0.00
Stamp and Registration Expenses	175522.00	0.00
Administrative and General Expenses		
Telephone Postage		
Telephone Expenses	42559.00	76086.00
Postage Expenses	5752.00	21081.00
Printing Stationery		
Printing	6301.00	78017.00
Auditors Remuneration		
Audit Fees	19000.00	50000.00
Repairs Maintenance Expenses		
Others	238706.00	55540.00
Travelling Conveyance		
Conveyance Exp	49769.00	102207.00
Legal and Professional Charges		
Legal Exp	54598.00	209060.00

ROC charges	4806.00	4200.00
Catering Canteen Expenses		
Cleaning And Maintenance	0.00	4800.00
Subscriptions, Membership Fees		
Membership Fees	25000.00	0.00
Other Administrative and General Expenses		
Charity & Donation Exp	0.00	15000.00
EPF Administrative Charges	0.00	800.00
Public Issue Managment Exp	101500.00	327663.00
Misc. Exp.	26960.00	84951.00
Statutory Exp.	0.00	1199.00
Website Exp.	7410.00	1467.00
GST Late fees	3500.00	400.00
Interest on TDS	241.00	8933.00
Round off	0.00	3.00
Selling Distribution Expenses		
Advertising Promotional Expenses		
Advertisement Exp	123462.00	983892.00
Brokerage Exp./Sales Incentive	13585.00	248275.00
Gifts and Festival items	0.00	50619.00
Brochures	5200.00	0.00
	11450927.00	11448895.00

24 Tax expense

Particulars	In `	
	31/03/2020	31/03/2019
Current tax		
Income tax	0.00	0.00
Deferred tax		
DTA	(28204.00)	(41570.00)
	(28204.00)	(41570.00)

In terms of our attached report of even date
For ABHISHEK SHARMA & CO.

CHARTERED ACCOUNTANTS
FRN : 012818C

Sd-

ASHOK KUMAR SAINI
(Partner)
(MRN : 416483)

Place : JAIPUR
Date : 30/07/2020

Sd-

ANKIT SAIN
COMPANY SECRETARY

For DHANUKA REALTY LIMITED (FORMERLY KNOWN AS
SUNSHINE BUILDMART PVT LTD)

Sd-

YOGESH DHANUKA
(MANAGING DIRECTOR)
(DIN : 01437705)

Sd-

HITESH DHANUKA
(EXECUTIVE DIRCETOR)
(DIN : 01437707)

Note: 25 Significant Accounting Policies:

1. Basis of preparation:

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements have been prepared to comply in all material respects with the Accounting Standards notified by Companies (Accounting Standards) Rules, 2006, (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis and going concern basis. The accounting policies have been consistently applied by the company are consistent with those used in the previous year. Figures are regrouped and re-arranged where ever found necessary.

2. Tangible Fixed Assets:

Fixed assets are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and directly attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

3. Depreciation and Amortization:

Depreciation on the fixed assets is provided under written down value method as per the rates prescribed in Schedule II to the Companies Act, 2013 or at rates permissible under applicable local laws so as to charge off the cost of assets to the Statement of Profit and Loss over their estimated useful life.

In case of Motor Car entity has consider 15 years as useful life of asset in accordance with validity of registration certificate issued by concerned authority, whereas as per companies act, 2013 useful life is 8 years.

4. Revenue Recognition:

Revenue from Operations

Sale and operating income includes sale of products, services, income from job work services, etc. The company follows AS 7 principles for Revenue Recognition in Construction contracts. The company enters fixed price construction contracts which consists of separately identifiable components where revenue from each component can be separately identified. Accordingly, revenue is recognized based on completion of a physical proportion of each component of contract.

5. Inventories:

No inventory in the books as on 31-3-2020 in relation to contractor work. In reference to New project "Sunshine Aditya", which is developed by company itself, there is work in progress of Rs. 120583616.00.

6. Taxation:

Tax expense comprises current and deferred tax. Current income tax expense comprises taxes on income from operations in India and in foreign jurisdictions. Income tax payable in India is determined in accordance with the provisions of the Income Tax Act, 1961 and tax expense relating to overseas operations is determined in accordance with tax laws applicable in countries where such operations are domiciled.

7. Provisions:

A provision is recognized when there exists a present obligation as a result of past events and it is probable that an outflow of resources embodying economic 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 present value and are determined based on best estimates 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.

8. Earnings per share:

Basic earnings per share are calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

9. Related Party Transactions:

During the reporting year, the following transactions have been entered:

S. No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount
1.	Hitesh Dhanuka	Director	Loan Accepted	3,07,000.00
2.	Hitesh Dhanuka	Director	Loan Repaid	3,07,000.00
	Yogesh Dhanuka	Director	Loan Accepted	9,000.00
	Peeyush Dhanuka	Director	Loan Accepted	6,05,000.00
3.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Advance Given	1,20,26,000.00
4.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Amount Received	1,56,87,000.00
5.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Contract Payment Received	1,74,64,625.00
6.	Sunshine Realmart Pvt. Ltd.	Directors are Interested	Contract Payment Received	11,20,000.00
7.	Premia Woodtech Pvt. Ltd.	Directors are Interested	Purchases	1,94,886.00
8.	Girish Chandra Dhanuka	Director	Salary	6,50,000.00
9.	Hitesh Dhanuka	Director	Salary	11,95,000.00
10.	Peeyush Dhanuka	Director	Salary	6,55,000.00
11.	Yogesh Dhanuka	Director	Salary	6,35,000.00

Balances as on 31.03.2020:

S. No.	Name of Party	Nature of Related Party	Nature of Transaction	Amount
1.	Sunshine Kitchens Pvt. Ltd.	Directors are Interested	Sundry Creditors	2,85,479.00
2.	Premia Woodtech Pvt. Ltd.	Directors are Interested	Sundry Creditors	2,56,344.00
3.	Girish Chandra Dhanuka	Director	Salary	50,000.00
4.	Yogesh Dhanuka	Director	Salary	35,000.00
5.	Peeyush Dhanuka	Director	Salary	55,000.00
6.	Hitesh Dhanuka	Director	Salary	5,95,000.00
7.	Triveni Kripa Buildhome Pvt. Ltd.	Subsidiary	Sundry Debtors	38,74,375.00
8.	Sunshine Realmart Pvt. Ltd.	Directors are	Sundry Debtors	2,51,59,000.00

		Interested		
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10. Others

- a) Expenses are accounted for on Mercantile Basis but some expenses due to their peculiar nature are accounted for on cash basis.
- b) There are no prior period or extra ordinary expenses debited to Profit & Loss account.
- c) Balances of Creditors Debtors and Unsecured Loans are subject to confirmation.

In terms of our attached report of even date
For ABHISHEK SHARMA & CO.
CHARTERED ACCOUNTANTS
FRN: 012818C

For DHANUKA REALTY LIMITED

Sd-

ASHOK KUMAR SAINI
(MRN : 416483)

Sd-

YOGESH DHANUKA
(MANAGING
DIRECTOR)
(DIN: 01437705)

Sd-

HITESH DHANUKA
(EXECUTIVE DIRCETOR)
(DIN: 01437707)

Sd-

ANKIT SAIN
(COMPANY SECRETARY)

Place : JAIPUR

Date : 30/07/2020

Dhanuka Realty Limited
Cash Flow Statement for the year ended 31/03/2020

Particular	For year ended on 31.03.2020	For year ended on 31.03.2019
Cash Flow from Operating Activities		
Net Profit Before Tax	(9,39,434)	(15,34,933)
Add: Depreciation on assets	6,62,724	9,04,850
Add: Increase in Current liabilities/ Decrease in Current Assets		
Trade Payables	7,80,654	-
Short Term Borrowings	41,33,887	-
Other Current liabilities	22856338	3,36,67,862
Inventories		
Trade Receivables	1,85,84,625	1,22,61,000
Short Term Loans and Advances		-
Less: Decrease in Current liabilities/ Increase in Current Assets		
Inventory	(3,67,14,740)	(4,78,25,160)
Trade Receivables	0	
Other Current Assets	(67,10,224)	(62,02,938)
Provisions	-	(5,76,266)
Trade Payables	-	(94,74,088)
Cash Generated From Operations	26,53,830	(1,87,79,673)
Less: Income tax	-	
Net Cash flow from/(used in) Operating Activities (a)	26,53,830	(1,87,79,673)
Cash Flow from Investing Activities		
Sale of Fixed Assets	10,800	
Purchase of Fixed Assets		10,800
Net Cash flow from/(used in) Investing Activities (b)	10,800	10,800
Cash Flow from Financing Activities		
Repayment of Loan	49,99,096	-
Proceeds from Borrowing		1,96,94,540
Purchase of Fixed Assets		
Share Premium	-	-
Net Cash flow from/(used in) Financing Activities (c)	49,99,096	1,96,94,540
Net Increase/(Decrease) in cash and cash equivalents (a+b+c)	(23,34,466)	9,04,067
CASH AT THE BEGINNING OF THE YEAR	23,54,275	14,50,208
CASH AT THE END OF THE YEAR	19,809	23,54,275

For Abhishek Sharma & Co.
Chartered Accountants
FRN. 02818C

Sd-

CA. Ashok Kr. Saini
M.No. 416483

DATE:- 30/07/2020
PLACE:- JAIPUR

For Dhanuka Realty Ltd.

Sd-

Yogesh Dhanuka
(Managing Director)
DIN 01437705

Sd-

HITESH DHANUKA
(EXECUTIVE DIRECTOR CUM CFO)
DIN 01437705

SD-

ANKIT SAINI
COMPANY SECRETARY

Dhanuka Realty Limited

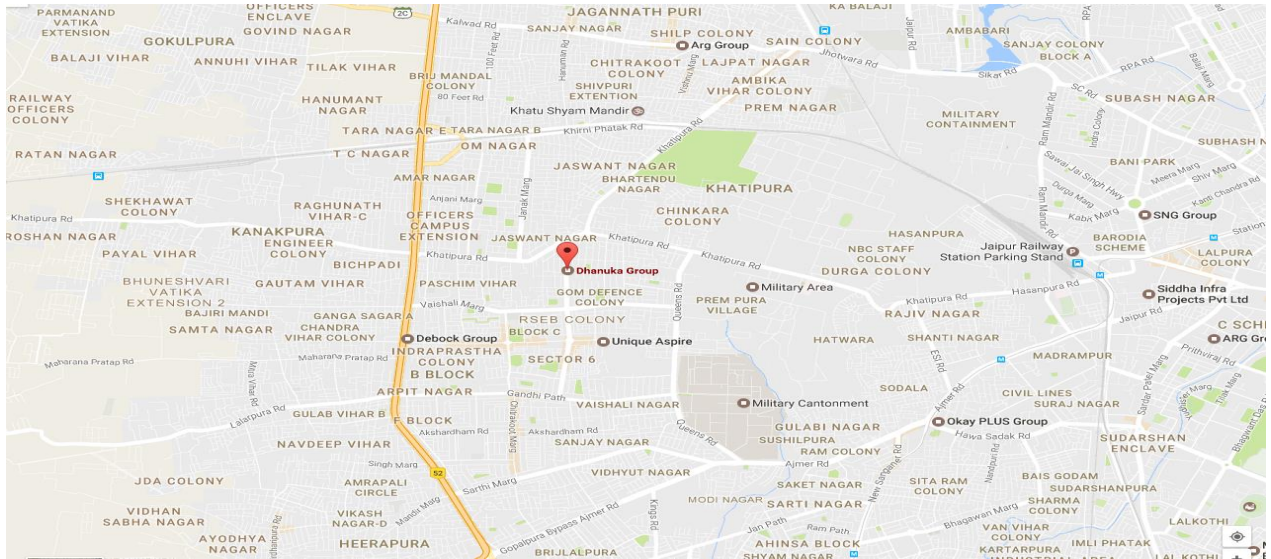
CIN NO.: L45201RJ2008PLC025705

Regd Office: 5th FLOOR, C-212 & 213, THE SOLITAIRE, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR, 302021, RAJASTHAN

Phone: 0141-4014792 Website: www.dhanukagroup.com

Email: info@dhanukagroup.in

MAP LOCATION



For Further Information Kindly Refer:

<https://www.google.co.in/maps/place/Dhanuka+Group/@26.9161632,75.7498148,14z/data=!4m5!3m4!1s0x396db30c21e9f59f:0xe67d373b573fa66d!8m2!3d26.919014!4d75.743635>

AGM VENUE ADDRESS

DHANUKA REALTY LIMITED

5th FLOOR, C-212 & 213, THE SOLITAIRE, GAUTAM MARG, HANUMAN NAGAR, VAISHALI NAGAR, JAIPUR, 302021 (RAJASTHAN)