

ARCHEE GROUP CONTRACTS PRIVATE LIMITED

CIN: U70200HR2011PTC042960

REGD. OFFICE: VILLA NO. 10 GURGAON, 1 APPARTMENT SECTOR 22 -23,
GURGAON, GURGAON, HARYANA, INDIA, 122001

EMAIL ID: ACCOUNTS@ARCHEEGROUP.COM

Directors' Report: - (FINANCIAL YEAR-2022-2023)

To
The Members

Your directors have the pleasure of submitting their Annual Report of the Company together with the Audited Statements of Accounts for the financial year ended 31st March 2023.

1. FINANCIAL RESULTS AND PERFORMANCE / HIGHLIGHTS OF THE COMPANY

The Company's financial performances for the year under review along with the previous year's figures are given hereunder:

(Rupees in Lac)

| Particulars | Figures for the Current Reporting Period | Figures for the Last Reporting Period |
|--|--|---------------------------------------|
| INCOME | | |
| Revenue from operations | 10,079.91 | 7,759.01 |
| Other income | 23.85 | 33.98 |
| Total (A) | 10,103.76 | 7,792.99 |
| EXPENSES | | |
| Cost of Material Consumed | - | - |
| Purchase of Stock in Trade | 6,667.43 | 5,975.77 |
| Changes in inventories | (59.42) | (821.62) |
| Employee Benefits Expenses | 793.94 | 549.93 |
| Finance Cost | 223.64 | 192.03 |
| Depreciation and amortization expenses | 69.43 | 59.08 |
| Other Expenses | 2,071.16 | 1,610.88 |
| Total EXPENSES (B) | 9,766.17 | 7,566.07 |
| Profit before exceptional items and extraordinary items and tax (C=A-B) | 337.59 | 226.92 |
| Extraordinary items | | |
| (a) (Loss)/Profit on sale of fixed assets | 0.49 | 25.97 |
| (b) Earlier tax Expenses | - | - |
| Profit before extraordinary items and tax | 338.08 | 252.89 |
| Extraordinary Items | - | - |
| Profit before Tax | 338.08 | 252.89 |
| Tax Expense: | | |

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| | | |
|--|----------------|---------------|
| (a) Current tax expense | 112.75 | 84.06 |
| (b) Deferred tax | (3.28) | (23.11) |
| (c) Previous Year Tax Provision | - | - |
| Profit / (Loss) for the period from continuing operations | 228.61 | 191.91 |
| Profit / (Loss) from discontinuing operations | - | - |
| Tax from discontinuing operations | - | - |
| Profit/ (Loss) from discontinuing operations | - | - |
| Profit/(Loss) for the Period | 228.61 | 191.91 |
| Earnings Per Share (Face Value - Rs. 10/share) | | |
| Particulars | | |
| | Basic | 6.40 |
| | Diluted | 6.40 |

STATE OF AFFAIRS

During the Financial Year 2022-2023, Your Company managed its affairs in a fair and transparent manner and there was no change in the business of the Company.

DIVIDEND

To conserve the resources for the better working of the company. The Board of Directors of the Company have not recommended any dividend on equity shares of the Company during the financial year 2022-2023.

2: DISCLOSURES

DETAILS OF SUBSIDIARY/JOINT VENTURE/ASSOCIATE COMPANIES

Your Company does not have any Subsidiary Company/ Associate Company/ Joint Venture and there was no change in this position during the Financial Year 2022-2023. As the company has no subsidiary, a statement containing the salient features of the financial statements of the subsidiaries in the prescribed Form AOC 1 as required under Rule 5 of the Companies (Accounts) Rules, 2014 is not required to be attached along with the financial statement.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as the Company did not have any funds lying unpaid or unclaimed for a period of seven

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years. Therefore, there were no funds that were required to be transferred to the Investor Education and Protection Fund (IEPF)

SHARE CAPITAL

All the issued, subscribed and paid-up equity shares of the Company are in physical mode, not in dematerialized mode. As the Company is a private company, Rule 9A applies only to an unlisted public company, the private company is not required to convert its shares into Demat form as per Section 29 read with Rule 9A of the Companies (Prospectus and Allotment of Securities) Rules, 2014. The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.

The Company has not bought back any of its securities, not issued any Sweat Equity Shares/ Bonus Shares and not provided any Stock Option Scheme to the employees during the year under review

There was no change in the Share Capital Structure of the Company during the financial year 2022-2023. Please refer to Note 1 for the financial statements.

RISK MANAGEMENT POLICY OF THE COMPANY

The Board of Directors of the Company discusses in their Board Meetings regarding risk factors which may affect the operations and business of the company. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility) Rules, 2014 were not applicable to the Company during the year.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of loans, guarantees or investments made during the Financial Year 2022-2023, if any, have been disclosed in the notes attached to and forming part of the Financial Statements of the Company prepared for the Financial Year ended March 31, 2023, as per the provisions of Section 186 and Section 134(3)(g) of the Companies Act, 2013.

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

Information pursuant to Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is as follows:

- a) Conservation of energy

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The Company has always been conscious of the need to conserve energy. The Company is continuously identifying areas where energy can be saved and appropriate measures have been taken for optimizing energy conservation.

b) Technology absorption

- (i) The efforts made towards technology absorption NIL
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution NIL
- (iii) in the case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- NIL
- the details of technology imported;
 - the year of import;
 - whether the technology has been fully absorbed;
 - if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
 - The expenditure incurred on Research and Development

c) Sale in Foreign exchange

Particulars with regard to the Sale in foreign exchange are furnished below:

| | |
|-------------|---|
| Export Sale | 0 |
|-------------|---|

CHANGE IN THE NATURE OF BUSINESS

There was no Change in the nature of the business of the Company during the year.

DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

The provisions of Section 177 of the Companies Act, 2013 read with Rules 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2014 are not applicable to the Company.

PARTICULARS OF EMPLOYEEES

None of the employees is in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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3. OTHERS

Legal Update

There are no significant and material orders passed by the Regulators/Courts that would impact the ongoing concern status of the Company and its future operations.

Deposits

As on March 31, 2023, the Company has accepted deposits from the public under the ambit of section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

Material Changes

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which these financial statements relate and the date of the report.

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

The Company has complied with the provisions under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 to redress complaints received regarding sexual harassment. No complaint has been received during the year.

Related Party Transactions

Related Party Transaction under the ambit of section 188 of the Companies Act, 2013 had been entered with a related party.

4. AUDITOR AND AUDITORS REPORT

STATUTORY AUDITORS

BACHHOO SINGH RATHORE & CO. Chartered Accountants, having Firm Registration No 013688N were appointed as auditor of the company for 5 (Five) years as per provisions of the Companies Act, 2013. The requirement for the annual ratification of auditors.

appointment at the AGM has been omitted pursuant to the Companies (Amendment) Act, 2017 notified on May 7, 2018.

-Explanations or comments by the Board on every qualification, reservation adverse remark or disclaimer made by the auditor.

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There are no qualifications in the statutory audit report. The comments in the Auditor's Report read with the notes to the accounts are Self Explanatory and do not call for further explanation. The Auditors' Report for the year 2022-2023 does not contain any qualification, reservation or adverse remark. The Report is enclosed with the financial statements.

COST AUDITORS

Under Section 148 of the Companies Act, 2013, the Company was not required to maintain any cost records and to appoint any Cost Auditor as Section 148(1) of the Companies Act, 2013 and Companies (Cost Records and Audit) Rules, 2014 were not applicable to the Company.

SECRETARIAL AUDITORS

The provisions relating to the submission of the Secretarial Audit Report are not applicable to the Company for the financial year ending 31st March 2023.

Reporting of Frauds by Auditors

During the year under review, under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Statutory Auditors have not reported any instances of fraud committed in the Company by its Officers or Employees the details of which needs to be mentioned in this Report under section 143(12) of the Companies Act, 2013.

5. BOARD OF DIRECTORS

During the Financial year 2022-2023, Six (6) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. There is no Change in Directors during the Reporting Period.

The Board is constituted as per the provisions of the Companies Act, 2013. The composition of the Board as of 31.03.2023 was as under:

| S. No. | Name | Designation | DIN |
|--------|----------------|---------------------|----------|
| 1. | ABHISHEK DHAKA | Whole-time director | 03331946 |
| 2. | NITIN SAHJWANI | Whole-time director | 03349163 |
| 3. | MONIKA DHAKA | Director | 03420143 |

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The provision of appointment of Women directors, and rotation of directors do not apply to the company. There was no change in the Board between the end of the financial year to which these financial statements relate and the date of the report. The company has fulfilled the requirement with respect to the minimum director and resident director during the year.

APPOINTMENT AND DECLARATION OF INDEPENDENT DIRECTORS

The provisions of Section 149 of the Companies Act, 2013 with respect to the appointment of Independent Directors are not applicable to your Company. Therefore, the requirement of obtaining the declaration confirmation from the Independent Director is not applicable to the Company.

COMPANY'S POLICY RELATING TO DIRECTOR'S APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The provision of Section 178(1) relating to the constitution of the Nomination and Remuneration Committee is not applicable to the Company and hence, the Company has not devised any policy relating to the appointment of Directors, payment of managerial remuneration, directors' qualifications, positive attributes, independence of directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

6. SECRETARIAL STANDARDS

Your Company is in compliance with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") as may be amended from time to time.

7. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under sub-section (3) and (5) of Section 134 of the Companies Act, 2013, with respect to the Directors' Responsibility Statement, your directors 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) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent.

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so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going-concern basis;

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. ACKNOWLEDGEMENT

Director would also like to place on record their appreciation for the continued co-operation and support received by the Company during the year from bankers, financial institutions, government authorities, business partners, shareholders, customers and other stakeholders without whom the overall satisfactory performance would not have been possible.

For and on behalf of the Board of Director
ARCHEE GROUP CONTRACTS PRIVATE LIMITED


ABHISHEK DHAKA




MONIKA DHAKA



PLACE: GURGAON, HARYANA

DATE: 05.09.2023