

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 MARCH 2024

Dear Members,

NOMA INFRASTRUCTURE PRIVATE LIMITED

The Directors of your Company have pleasure in presenting its Annual Report together with Audited Financial Statement for the financial year ended 31 March 2024.

1. FINANCIAL RESULTS:

(Rs. In Lakhs.)

Particulars	For the year ended 31 st March, 2024	For the year ended 31 st March, 2023
Revenue from operations	13,478.13	11,684.34
Other Income	15.10	14.20
Total Income	13,493.23	11,698.54
Total Expenditures	12,697.62	11,283.02
Profit before tax	795.61	415.52
Less: Provision for tax		
- Current Tax	230.30	175.00
- Deferred Tax	-	(11.67)
Profit after tax	565.31	252.19

2. PERFORMANCE:

During the year, the Company's revenue from operations was Rs. 13,478.13 lakhs as compared to the Previous year's revenue from operations of Rs. 11,684.34 lakhs. Further, the Company has generated a net profit after tax of Rs. 565.31 lakhs as compared to the previous year's net profit after tax of Rs. 252.19 lakhs.

There has been no change in the nature of business of your Company during the financial year 2023-24.

3. DIVIDEND:

The Company has declared but not paid the dividend on preference shares during the year.

4. RESERVES:

No amount has been transferred to Reserves during the year under review.

5. ORDER PASSED BY REGULATOR OR COURTS OR TRIBUNALS:

There are no orders passed by the regulator or courts or tribunals impacting the going concern status and company's operations.

6. SHARE CAPITAL

The authorized and paid-up share capital of the Company is as follows:

Particulars	No. of Shares of Rs. 10 per share	Total Value
Authorised Capital	-	-
Equity Shares	10,000	1,00,000
Preference Shares	1,70,00,000	17,00,00,000
Issued, Subscribed and Paid-up Capital	10,000	1,00,000
Equity Shares	10,000	1,00,000
Preference Shares	1,64,70,500	16,47,05,000

There was no change in the share capital of the Company during the review period.

7. DEPOSITS:

The Company has not accepted any deposits from the public during the year and as such, no amount on account of principal and interest was outstanding as on the date of the Balance Sheet.

8. DIRECTORS:

During the Financial year under review, Ms. Kajal Kiran Damania was appointed as additional director of the Company and Mr. Krunal Shailesh Shah has resigned form directorship of the Company w.e.f. 1 February 2024.

The present Directors of the Company are Ms. Kajal Kiran Damania and Mr. Kundan Kumar Gupta. There was no other change in the directorship of the Company during the FY 2023-24.

9. DIRECTORS' RESPONSIBILITY STATEMENT:

As required under the provisions of section 134(5) of the Companies Act, 2013, your Directors confirm that:

- in the preparation of the annual accounts for the year ended 31 March 2024, the applicable accounting standards read with Schedule III to the Act, have been followed and there are no material departures from the same;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31 March 2024 and of the profit and loss of the Company for the said period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the Directors had prepared the annual accounts on a going concern basis; and
- the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

10. SUBSIDIARY COMPANIES, JOINT VENTURE, OR ASSOCIATE COMPANIES:

The Company does not have any Subsidiary or Joint Venture or Associate Company.

11. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY:

The Company has adequate internal financial controls in place with reference to the Financial Statements of the Company, commensurate with the size, scale and nature of its operations.

12. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No other material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which the financial statement relates and the date of this Directors' Report.

13. RISK MANAGEMENT:

The Company has laid down well defined risk management mechanism covering the risk exposure, potential impact and risk mitigation process. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined frame work.

14. AUDITORS:

M/s. ASC BSR & Company LLP, Chartered Accountants were appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s. Shyam C. Agarwal & Co, Chartered Accountants at the Extra Ordinary General Meeting held on 10 July 2023 for financial years 2023-24.

The Board recommended the appointment of M/s ASC BSR & Company LLP, Chartered Accountants at the ensuing Annual General Meeting for Five financial Year i.e., FY 2024-25 to 2028-29.

15. AUDITOR'S REPORT:

The Auditor's Report does not contain any qualifications, reservations or adverse remarks.

16. REPORTING OF FRAUDS BY AUDITORS:

There are no frauds reported by the Auditors under sub-section 12 of Section 143 of Companies Act, 2013.

17. DISCLOSURE ON MAINTENANCE OF COST RECORDS AS SPECIFIED BY THE CENTRAL GOVERNMENT UNDER SUB-SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

The maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company.

18. EXTRACT OF ANNUAL RETURN:

The Company has a group website – www.nomainfra.com. Since the Company does not have its own website, the provisions of Section 134 (2)(a) of the Companies Act, 2013 in respect of disclosure of web-link where the annual return of the Company is placed are not applicable to the Company.

19. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS:

The Board of Directors met 5 times during the year under review, viz. 01 June 2023, 25 August 2023, 16 November 2023, 20 January 2024 and 1 February 2024. The gap between any two consecutive board meetings did not exceed 120 days.

The details of the attendance of the Directors are as follows:

Name of the Director	Number of Meetings present
Mr. Kundan Kumar Gupta	5 out of 5
Mr. Krunal Shailesh Shah*	5 out of 5

* Mr. Krunal Shailesh Shah has resigned from directorship of the Company w.e.f. 01 February 2024.

20. INVESTOR EDUCATION AND PROTECTION FUND:

There were no amounts required to be transferred to Investor education protection fund by the company.

21. RELATED PARTY TRANSACTIONS:

During the financial year, pursuant to the provisions of Section 188 of the Companies Act, 2013, the Company did not enter into any related party transactions. Hence, Form AOC-2 is not applicable and does not form a part of this report.

22. CORPORATE SOCIAL RESPONSIBILITY:

The provision of section 135 corporate social responsibility is not applicable to the company.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

There is no transaction relating to loans, guarantees or investments made during the year under review hence disclosure in the notes to the financial statement is not required.

24. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES:

Since the Company is a private company, disclosures pertaining to remuneration and other details of employees as required under Section 197(12) of the Companies Act 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

25. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Internal Complaints Committee of the Company has been duly constituted.

The Company has not received any complaints during the FY 2023-24.

26. DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

The Company has neither made any application, nor are there any proceedings pending under the Insolvency and Bankruptcy Code, 2016 as at the end of the financial year under review.

27. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.

Disclosure on said details are not applicable to the Company during the review period.

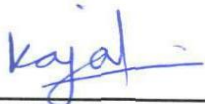
28. STATEMENT ON COMPLIANCES OF APPLICABLE SECRETARIAL STANDARDS:

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT:

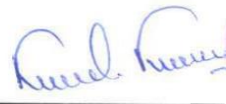
Your Directors place on record their gratitude for the continuing support of Shareholders, bankers and Business associates at all levels.

**For and on behalf of the Board of Directors of
NOMA INFRASTRUCTURE PRIVATE LIMITED**



Kajal Kiran Damania
Director
DIN: 08429790

Date: 21 August 2024
Place: Mumbai, India



Kundan Kumar Gupta
Director
DIN: 07002598

Date: 21 August 2024
Place: Mumbai, India

