

VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

Regd office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi-110092

CIN: L74899DL1985PLC021256; Email: fairdealprpt@gmail.com;
Website: www.fairdealpropertiesltd.com ; Tel: 011-68888056

Date: November 5, 2016

To,

Metropolitan Stock Exchange of India Limited,

Vibgyor Towers, 4th floor, Plot No C 62, G - Block,

Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),

Mumbai - 400 098

Subject: Submission of Annual Report as per Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 for the Financial Year 2015-16

Symbol: FDPL

Dear Sir/Madam,

Please Find attached Annual Report of Verum Properties Limited as Required under Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015 for the Financial Year 2015-16.

Kindly Update the same on your Website.

Yours Faithfully

For VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)



RAHUL KUMAR

WHOLE TIME DIRECTOR

DIN- 06977092

***ANNUAL REPORT
OF
FAIRDEAL PROPERTIES
LIMITED***

***FOR THE FINANCIAL
YEAR 2015-16***

TSR Watermark Image

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rahul Kumar	Whole-Time Director
Mr. Saurabh Sharma	Independent director
Mr. Shiv Kumar Chaturvedi	Non Executive Non Independent director
Ms. Anita Chauhan	Independent director

REGISTERED OFFICE

218, Aggarwal Towers Plot No. 8, LSC-II
Opp Ajanta Apartments, I.P. Extn, Patpar Ganj
Delhi - 110092.
Tel: 011-68888056
Email: fairdealprpt@gmail.com
Website: www.fairdealpropertiesltd.com

STATUTORY AUDITORS

M/s Rajeev R Mishra & Co.,
Chartered Accountants
Address: Sec 4/447, Vaishali, Ghaziabad-201010.
Mail Id: AMITABHFCA@GMAIL.COM
M No.: 407775
FRN: 021466N

REGISTRARS & SHARE TRANSFER AGENTS

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D 153 A, 1st Floor, Okhla Industrial Area,
Phase - I, New Delhi 110 020
Tel.: +91 11-26812682, 83, 011-64732681 to 88
Fax: +91 11-26812682
Web: www.skylinerta.com
Email: admin@skylinerta.com
Contact Person: Mr. Virender Rana
SEBI Registration No: INR000003241

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Meenu Jain
Company Secretary and Compliance Officer
Address: 218, Aggarwal Towers Plot No. 8, LSC-II,
Opp Ajanta Apartments, I.P. Extn, Patpar Ganj,
Delhi-110092

CORPORATE IDENTITY NUMBER: L74899DL1985PLC021256

ANNUAL GENERAL MEETING

Date & Time : 30th September, 2016 at 09:00 A.M.
Day : Friday
Venue : Retreat Motel/ Resort, Alipur, Mail G.T. Road, Near Palla Mod, Delhi - 110036

FAIRDEAL PROPERTIES LIMITED

Regd office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi-110092

CIN: L74899DL1985PLC021256; Email: fairdealprpt@gmail.com;

Website: www.fairdealpropertiesltd.com ; Tel: 011-68888056

NOTICE

Notice is hereby given that the 31st Annual General Meeting of FAIRDEAL PROPERTIES LIMITED will be held on Friday, 30th September, 2016 at 09:00 A.M. at **Retreat Motel/ Resort, Alipur, Mail G.T. Road, Near Palla Mod, Delhi - 110036** to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Profit & Loss Account for the year ended March 31, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors' thereon.
2. To Appoint a Director in place of **Mr. Shiv Kumar Chaturvedi (DIN: 06945519)**, who retires by rotation and being eligible offer himself for re - appointment.
3. To appoint of M/s. Amitabh Kumar & Associates, Chartered Accountants (Firm Registration number 015416C), the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 36th Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS

4. CHANGE OF NAME OF THE COMPANY AND CONSEQUENT ALTERATION IN MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

To Consider And If Thought Fit, To Pass With Or Without Modification, The Following Resolution As a Special Resolution:

"RESOLVED THAT pursuant to the provision of section 13(2) and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under including any statutory modification(s) or reenactment (s) thereof for the time being in force and subject to the approval of Central Government and of any other regulatory authorities as may be necessary, consent of the Member of the Company be and is hereby accorded to the change in the name of the Company from "FAIRDEAL PROPERTIES LIMITED" to **VERUM PROPERTIES LIMITED**".

FURTHER RESOLVED THAT the Name Clause being Clause I in the Memorandum of Association of the Company be and is hereby altered in the manner given below:

THE NAME OF THE COMPANY IS VERUM PROPERTIES LIMITED.

FURTHER RESOLVED THAT the name of the Company wherever it is appearing in the Memorandum of Association and Articles of Association of the Company be substituted for **VERUM PROPERTIES LIMITED**.

FURTHER RESOLVED THAT all the directors of the Company be and is hereby authorized severally to sign requisite E-forms, other documents, papers or returns and make arrangement to file the same with the Registrar of Companies and Stock Exchange and intimate to concerned Stock Exchange(s) and to take such other steps as may be necessary in this regard."

By Order of the Board

For FAIRDEAL PROPERTIES LIMITED

Sd/-

RAHUL KUMAR

WHOLE TIME DIRECTOR

DIN: 06977092

Date: 01.09.2016
Place: New Delhi

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 4

The Board in its meeting held on 19.08.2016 proposed to change the name to “**VERUM PROPERTIES LIMITED**”. The Registrar of the Companies (ROC), Delhi has confirmed the availability of the said name. Since the change in name is to be reflected in the Memorandum of Association, the clause I of the Memorandum of Association is sought to be amended. The change in the name of the Company as aforesaid does not change the legal status or constitution of the Company, nor does it affect any rights or obligations of the Company.

The Board recommends the Special resolution for your approval.

The above resolution for the change in the name of the company needs to be reflected in the name of the company in the articles of Association of the Company, the same is sought to be amended. The Board recommends the Special resolution for your approval.

By Order of the Board

For **FAIRDEAL PROPERTIES LIMITED**

Sd/-

RAHUL KUMAR

WHOLE TIME DIRECTOR

DIN: 06977092

Date: 01.09.2016

Place: New Delhi

NOTES:

1. An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out in the notice is annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
4. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to **Skyline Financial Services Private Limited 4 D - 153, 1St Floor, Okhla Industrial Area, Phase - I, New Delhi, New Delhi.** Members holding shares in electronic form may update such details with their respective Depository Participants.
5. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from **21st September, 2016 to 23rd September, 2016** (both days inclusive).
6. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
7. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
8. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

1. **Voting through electronic means**

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 (1) of SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, the

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Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the Annual General Meeting to be held on **Friday, September 30, 2016 at 09:00 A.M.** The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.

- II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- III. The Facility for voting through ballot paper shall be available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- IV. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- V. The remote e-voting period commences on **27th September, 2016 (9:00 am) and ends on 29th September, 2016 (5:00 pm)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **22nd September, 2016**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- VI. **The process and manner for remote E- voting electronically are as under:-**

A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s) :

- (i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following [URL:https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com/)
- (iii) Click on shareholder-Login.
- (iv) Put user ID and password as initial password noted in step (i) above. Click login.
- (v) Password change menu appears. Change the password with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens, click on e-voting : Active Voting cycles.
- (vii) Select "EVEN" Of **FAIRDEAL PROPERTIES LIMITED**.
- (viii) Now you are ready for remote E-voting as cast vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on ""Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional & Corporate shareholders(i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy(PDF/JPG Format) of the relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to pkmishra59@yahoo.com with a copy marked to evoting@nsdl.co.in .

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

- (i) Initial password is provided as below in the proxy form:

EVEN (Remote E-Voting Event number)	USER ID	PASSWORD

- (ii) Please follow all steps from SI. No.(ii) to SI. No.(xii) above, to cast vote.

- VII. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of www.evoting.nsdl.com call on toll free no.: 1800-222-990.
- VIII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- IX. The e-voting period commences on **27.09.2016 and ends on 29.09.2016**. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of September 22 2016**, may cast

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their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by way ballot form.

- X. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of September 22, 2016**.
- XI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the **cut-off date i.e. 22nd September, 2016**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. **Mr. Pawan Kumar Mishra**, Company Secretary (COP: 16222), **Proprietor M/s. P.K. Mishra & Associates**, Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company ie. www.fairdealpropertiesltd.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the **Metropolitan Stock Exchange of India Ltd.**

By Order of the Board

For FAIRDEAL PROPERTIES LIMITED
Sd/-
RAHUL KUMAR
WHOLE TIME DIRECTOR
DIN: 06977092

Date: 01.09.2016
Place: New Delhi

FAIRDEAL PROPERTIES LIMITED

Regd office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi-110092

CIN: L74899DL1985PLC021256; Email: fairdealprpt@gmail.com;

Website: www.fairdealpropertiesltd.com ; Tel: 011-68888056

ANNEXURE II TO THE NOTICE

Details of the directors proposed to be appointed / re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting.

Name	Shiv Kumar Chaturvedi
Age	34 years
Qualifications	Graduate
Experience	8 years
Terms and conditions of appointment including details of remuneration	Mr. Shiv Kumar Chaturvedi was appointed as non executive director w.e.f. 9th August, 2014 as liable to retire by rotation. He is not entitled for remuneration as per the provisions of Companies Act, 2013. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	09/08/2014
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2015-16	9
Other directorship, membership / chairmanship of committees of other board	Director/Designated partner in: DHOLPUR BREWERIES & BOTTLERS LIMITED
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

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31st DIRECTORS' REPORT

Your Directors have great pleasure in presenting the 31st Annual Report together with the Audited Accounts of the Company for the year ended at 31st March, 2016.

FINANCIAL RESULTS

The summarized performance of the Company for the years 2015-16 and 2014-15 is given below:

Particulars	(in Rupees)	
	For the Financial year ended as on 31 st March, 2016	For the Financial year ended as on 31 st March, 2015
Income	17006988.00	14,064,706.00
Less: Expenditure	16231567.85	13,248,477.90
Profit/(Loss) before taxation	775420.26	816,228.10
Less: Tax	239605	252215
Net profit/ (Loss) after taxation	535815.26	564,013.10

DIVIDEND

During the year under review, to plough back the profits in the business activity, no dividend is recommended this year.

RESERVE AND SURPLUS

The amount of Rs. 535815.26 is being transferred in the reserve and Surplus as the profit in the Current year.

FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 17,006,988/- as against income of Rs. 14,064,706/- in 2015-16.

CHANGE IN THE SHARE CAPITAL

During the year under Review, there is no change in the Share Capital of The Company.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

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

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information

Annual Report 2015-16

and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

STATUTORY AUDITORS

During the year under Review,, **M/s Rajeev R Mishra & Co., Chartered Accountants (FRN NO: 021466N)** has given letter that he is not willing to continue as an Auditor of the Company for the Financial Year 2016-17.

After that, The Board of Directors has Appointed **M/s. Amitabh Kumar & Associates., Chartered Accountants (FRN 015416C)**, Statutory Auditors of the Company In Terms of the provisions of Section 139 of the Companies Act, 2013, , hold office until the conclusion of the **36th Annual General Meeting** till Next Annual General Meeting and are eligible for appointment. The said re-appointment is subject to ratification by the members at every Annual General Meeting.

The Board has recommended appointment of **M/s. Amitabh Kumar & Associates., Chartered Accountants (FRN 015416C)**, by the shareholders in the forthcoming Annual General Meeting as required under Section 139 of the Companies Act, 2013, to the effect that their appointment if made, will be within the limits as prescribed under the provisions thereof. Your Directors recommend their Appointment as the Statutory Auditors of the Company.

AUDITOR'S REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

FAMILIARIZATION PROGRAMME

The Company at its various meetings held during the Financial year 2015 -16 had familiarize the Independent Directors with regard to the roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, the Business models of the Company etc. The Independent Directors have been provided with necessary documents, reports and internal policies to familiarize then with the Company's policies, procedures and practices.

Periodic presentations are made to the Board and Board Committee meeting on Business and performance updates of the Company, Business strategy and risks involved.

Quarterly updates on relevant statutory changes and judicial pronouncements and encompassing important amendments are briefed to the Directors.

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form no. MGT - 9 has been annexed to the Report, as Annexure.

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

The particulars as required under the provisions of Section 314(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

There was no foreign exchange & outgo during the financial year under review.

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CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

RISK MANAGEMENT POLICY

The Company has devised and implemented a mechanism for risk management and has developed a Risk Management Policy. The Policy provides for constitution of a Risk Committee, which will work towards creating a Risk Register, identifying internal and external risks and implementing risk mitigation steps. The Committee will, on a quarterly basis, provide status updates to the Board of Directors of the Company.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required 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 is given herein below:

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on **31st March, 2016**, provision of section 129 of the Companies Act, 2013 is not applicable.

CHANGE OF NAME

During the under Review, Company is under process to Change the name From "**Fairdeal Properties Limited**" to "**Verum Properties Limited**" in accordance with the provision of section 13(2) and other applicable provisions, if any of the Companies Act, 2013. The Board of Directors of the Company approved Change of name on September 1, 2016, and Resolution is placed in the agenda of Annual General Meeting Scheduled to be held on 30.09.2016 to obtain the approval from the Shareholders of the Company.

STATE OF COMPANY AFFAIRS

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

DIRECTOR'S & COMMITTEES:

a) Changes in Directors and Key Managerial Personnel

During the Financial Year 2015-16, there is no change in the composition of the Board of Directors.

During the year under Review, **Ms. Meenu Jain** has been appointed as Compliance Officer and Company Secretary with effect from **June 1, 2016**.

b) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act.

c) Formal Annual Evaluation of Board

Pursuant to the provisions of companies Act, 2013, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder Relation committee.

SEXUAL HARASSMENT:

The Company has zero tolerance for Sexual Harassment at workplace and has adopted a Policy on prevention of Sexual Harassment in line with the provisions of Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. There was no complaint on sexual harassment during the year under review.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the year, the Board of your company met Nine (9) times on 30.05.2015, 01.06.2015, 20.06.2015, 13.08.2015, 27.08.2015, 14.11.2015, 10.12.2015, 13.02.2016 and 23.03.2015. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

COMPOSITION AND MEETINGS OF AUDIT COMMITTEE

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with Regulation 18 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 as follows:

The Board of Directors of the Company has duly constituted the Audit Committee of the Company consisting three Directors out of which two are Non Executive Director of the Company. All the Directors have good knowledge of Finance, Accounts and Company Law.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

The committee presently comprises following three (3) directors. **Mr. Saurabh Sharma** is the Chairman of the Audit Committee. The Company Secretary is the Secretary of our Audit Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Saurabh Sharma	Chairman	Independent Director
2.	Ms. Anita Chauhan	Member	Independent Director

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3.	Mr. Rahul Kumar	Member	Executive & Non Independent Director
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Meetings of Audit Committee and their Attendance:

During the year Five Meetings were convened on 30.05.2015, 13.08.2015, 27.08.2015, 14.11.2015 and 13.02.2016. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. 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.
6. 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.
7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
8. 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 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.
9. Reviewing, with the management, the quarterly financial statements before submission to the board for approval
10. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, 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 utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
12. 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.
13. Discussion with internal auditors any significant findings and follow up there on.
14. 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.
15. 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.
16. 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.
17. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
18. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.

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19. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
20. Mandatorily reviews the following information:
 - a. Management discussion and analysis of financial condition and results of operations;
 - b. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - c. Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - d. Internal audit reports relating to internal control weaknesses; and
 - e. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
21. Review the Financial Statements of its subsidiary company, if any.
22. Review the composition of the Board of Directors of its Subsidiary Company, if any.
23. Review the Vigil mechanism (whistle blowing) policy.
24. Review the use/application of funds raised through an issue (public issues, right issues, preferential issues etc) on a quarterly basis as a part of the quarterly declaration of financial results. Further, review on annual basis statements prepared by the Company for funds utilized for purposes other than those stated in the offer document.

In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

COMPOSITION AND MEETINGS OF STAKEHOLDER RELATIONSHIP COMMITTEE

Our Company has constituted a Stakeholders relationship Committee ("**Stakeholders relationship committee**"), to redress the complaints of the shareholders. The committee currently comprises of three (3) Directors. **Ms. Anita Chauhan** is the Chairman of the Stakeholders Relationship Committee.

Role of stakeholder Relationship committee

The Stakeholder Relationship Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

During the year under review, the Composition of the Stakeholder Relationship Committee has been as under:

S. No.	Name of the Director	Status	Nature of Directorship
1.	Ms. Anita Chauhan	Chairman	Independent Director
2.	Mr. Saurabh Sharma	Member	Independent Director
3.	Ms. Shiv Kumar Chaturvedi	Member	Non Executive & Non Independent Director

During the year Five Meetings were convened on 30.05.2015, 13.08.2015, 27.08.2015, 14.11.2015 and 13.02.2016. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

NOMINATION & REMUNERATION COMMITTEE & ITS POLICY

Our Company has constituted a nomination and remuneration committee ("**Nomination and Remuneration Committee**") as per as per **Section 178(1) of the Companies Act, 2013 and Regulation 19 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements)**

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Regulations, 2015. The committee currently comprises of three (3) Directors. **Ms. Anita Chauhan** is the Chairman of the Nomination and remuneration committee.

Sr. No.	Name of the Director	Status	Nature of Directorship
1.	Ms. Anita Chauhan	Chairman	Independent Director
2.	Mr. Saurabh Sharma	Member	Independent Director
3.	Ms. Shiv Kumar Chaturvedi	Member	Non Executive & Non Independent Director

During the year One Meetings were convened on 30.05.2015.

The terms of reference of the nomination and remuneration committee are as follows:

- The remuneration committee recommends to the board the compensation terms of the executive directors.
- The committee to carry out evolution of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- The committee to identify persons who may be appointed in senior management in accordance with the criteria laid down.
- Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.
- Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy has been updated on the website of company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board has on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, Senior management and their Remuneration.

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DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company maintains appropriate systems of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. **Urvashi Aggarwal**, Proprietor of **Urvashi Aggarwal & Co, Company Secretaries** to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as **Annexure**.

With reference to the qualifications, we wish to explain that the Company is searching the best person for the post of Company Secretary and Chief Financial Officer.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No significant and material orders have been passed by the regulators or courts or tribunals, impacting the going concern status and company's operations in future.

HUMAN RESOURCES

There are no employees as on date on the rolls of the Company who are in receipt of Remuneration which requires disclosures under Section 134 of the Companies Act, 2013 and Companies (Particulars of Employees) Rules, 1975.

During the year under review, relationship with the employees is cordial.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on **14th November, 2015**, inter alia, discussed:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
- All the Independent Directors were present at the Meeting.

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 -

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- (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 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; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) 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.

ACKNOWLEDGEMENT

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the employees of the Company at all levels

**By Order of the Board
For FAIRDEAL PROPERTIES LIMITED**

**Sd/-
Rahul Kumar
Director
Din No- 06977092**

**Sd/-
Shiv Kumar Chaturvedi
Director
Din No- 06945519**

**Date: 01.09.2016
Place: New Delhi**

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ANNEXURE TO THE DIRECTOR'S REPORT

**DISCLOSURE 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 ARE GIVEN BELOW:**

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/ KMP for FY 2015-16 (Rs.)	% increase in Remuneration in FY 2015-16**	Ratio of Remuneration of Director to Median Remuneration of employees	Ratio of Remuneration of Director to Median Remuneration of Employees
1.	Mr. Rahul Kumar, Whole Time Director	N.A.	N.A.	N.A.	N.A.

The number of permanent employees as on 31st March 2016 was 2.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2015-16 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

The key parameter for the variable component of key Managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016 - NOT APPLICABLE

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FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2016
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L74899DL1985PLC021256
2.	Registration Date	19/06/1985
3.	Name of the Company	Fairdeal Properties Limited
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non-Government Company.
5.	Address of the Registered office & contact details	218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi -110092.
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	SKYLINE FINANCIAL SERVICES PRIVATE LIMITED D 153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi 110 020 Tel.: +91 11-26812682, 83, 011-64732681 to 88 Fax: +91 11-26812682 Web: www.skylinerta.com Email: admin@skylinerta.com Contact Person: Mr. Virender Rana SEBI Registration No: INR000003241.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading in Construction Materials, land Development, Civil Construction, Site Development, Land Filing, Fencing Walls etc.	4520	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A.	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(ii)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)

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3	N.A.	N.A.	N.A.	N.A.	Section 2(6)
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VI. 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 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	600000	-	660000	10.00	600000	60000	660000	10.00	Nil
e) Banks / FI					-	-	-	-	-
f) Any other					-	-	-	-	-
Sub-total (A)(1)	600000	-	660000	10.00	600000	60000	660000	10.00	Nil
(2) Foreign									
a) NRIs - Individuals					-	-	-	-	-
b) Others - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
Sub-total (A)(2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	600000	-	660000	10.00	600000	60000	660000	10.00	Nil

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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.	-	-	-	-	-	-	20000	0.30	0.30
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	382000	-	382000	5.79	-	160350	160350	2.43	3.36
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4778900	42800	4821700	73.07	5072500	-	5072500	76.89	3.81

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c) Others (specify)	612600	121200	733800	11.12	655000	29650	684650	10.38	0.74
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
H.U.F.	100000	-	100000	1.51	655000	29650	684650	10.38	0.03
Sub-total(B)(2):-	5773500	164000	5937500	90.00	5747500	190000	5937500	90.00	9.44
Total Public Shareholding (B)=(B)(1)+ (B)(2)	5773500	164000	5937500	90.00	5747500	190000	5937500	90.00	9.44
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	6433500	164000	6597500	100	6347500	250000	6597500	100	-

i) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year			Share holding 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	Dholpur Breweries & Boottlers Ltd	660000	10.00	-	660000	10.00	-	Nil
	Total	660000	10.00	-	660000	10.00	-	Nil

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

SN	Shareholding at the beginning of the year	Cumulative Shareholding during the year

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		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Dholpur Breweries & Boottlers Ltd				
	At the beginning of the year	660000	10.00	660000	10.00
1	Dholpur Breweries & Boottlers Ltd				
	At the end of the year	660000	10.00	660000	10.00

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	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.	Rahul Agarwal				
	At the beginning of the year	150000	2.27	150000	2.27
	At the end of the year	150000	2.27	150000	2.27
2.	Abhishek Agarwal				
	At the beginning of the year	150000	2.27	150000	2.27
	At the end of the year	150000	2.27	150000	2.27
3.	Vijay Kumar Agarwal				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
4.	Sharan Bihari Agarwal				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
5.	Kalyanji Meghji Chheda				
	At the beginning of the year	100000	1.52	100000	1.52

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	At the end of the year	100000	1.52	100000	1.52
6.	Vasant Bhairv Khopade				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
7.	Neeta Singhal				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
8.	Bhushan Laxmandas Wadhvani HUF				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
9.	Vasumati Nagindas Shah				
	At the beginning of the year	100000	1.52	100000	1.52
	At the end of the year	100000	1.52	100000	1.52
10.	Jatan Deora				
	At the beginning of the year	75000	1.14	75000	1.14
	At the end of the year	75000	1.14	75000	1.14

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

SN	Shareholding of each Directors and each Key Managerial Personnel	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	NIL				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-

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V) INDEBTEDNESS

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

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Managing Director	Mr. Rahul Kumar, Whole Time Director	Manager	
1	Gross salary	Nil	2,40,000	Nil	2,40,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil

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	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total (A)	Nil	2,40,000	Nil	2,40,000

B. Remuneration to other directors- NIL

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				

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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	NA	NA	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	2,40,000	Nil	Nil

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

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SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 2015-16

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

To
The Members
FAIRDEAL PROPERTIES LIMITED
CIN: L74899DL1985PLC021256
218, Aggarwal Towers Plot No 8,
LSC-II Opp Ajanta Apartments, I.P. Extn,
Patpar Ganj, Delhi - 110092

We were appointed by the Board of Directors of **FAIRDEAL PROPERTIES LIMITED**(hereinafter called the Company) to conduct Secretarial Audit on a voluntary basis for the period commencing from **1st April 2015 to 31st March 2016**.

We have conducted the secretarial audit in respect of compliance with applicable statutory provisions and adherence to good corporate practices by the Company. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of Company's books, papers, minutes, 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2016** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minutes, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2016** according to the provisions of the following Laws (whichever applicable):

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-law framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

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- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
- (vi) and other applicable laws

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

- (i) The Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Ltd.

In respect of other laws specifically applicable to the Company, we have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. The Company has failed to comply with the provisions of Section 137 of the Companies Act, 2013 regarding filing of Financial Statements for the year 2014-15.
2. The Company has failed to comply with the provisions of Section 92 of the Companies Act, 2013 regarding filing of Annual Return for the year 2013-14.
3. The Company has failed to comply with the provisions of Section 92 of the Companies Act, 2013 regarding filing of Certification of Annual Return in Form MGT-8.
4. The Company has failed to comply with the provisions of Section 121 of the Companies Act, 2013 regarding preparation and filing of Report on Annual General Meeting (AGM) in Form MGT-15.
5. The Company has failed to comply with the provisions of Section 138 of the Companies Act, 2013 regarding appointment of Internal Auditor for the year 2015-16.

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6. The Company has failed to comply with the provisions of Section 203 of the Companies Act, 2013 regarding appointment of Chief Financial Officer (CFO) as Key Managerial Personnel (KMP).
7. During the year under Audit, the Company has not submitted the Intimations - Quarterly, Half Yearly and Annual Compliances within the time as stipulated under the Listing Agreement of the Stock Exchange..
8. The financial results of the Company were not fully disclosed on the official website of the Company.
9. The management of the Company has reported and certified that the Company has obtained requisite approvals for grant of loans and advances to any party and complied with the provisions of Section 186 of the Companies Act, 2013 and any other applicable laws. However Company could not produce necessary records/supporting documents during the audit process.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.

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.

All decision at Board Meetings and Committee Meetings are carried unanimously and subsequently the minutes of the Board of Directors or Committee of the Board, as the case may be were recorded in an electronic form.

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.

We further report that as informed to us, the Company has responded to notices for demands, claims, penalties etc levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

For **Urvashi Aggarwal & Co.**
(Practising Company Secretaries)

Urvashi Aggarwal
Proprietor
ACS 30990
CP No. 14261

Date: 19.08.2016
Place: New Delhi

Note : This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

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'ANNEXURE A'

To

The Members

FAIRDEAL PROPERTIES LIMITED

CIN: L74899DL1985PLC021256

218, Aggarwal Towers Plot No 8,

LSC-II Opp Ajanta Apartments, I.P. Extn,

Patpar Ganj, Delhi - 110092

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

- (i) Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- (ii) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- (iii) We have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.
- (iv) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- (v) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- (vi) 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.
- (vii) 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 Urvashi Aggarwal & Co.
(Practising Company Secretaries)**

**Urvashi Aggarwal
Proprietor
ACS 30990
CP No. 14261**

Date: 19.08.2016

Place: New Delhi



M/S RAJEEV R MISHRA & CO **Chartered Accountants**

INDEPENDENT AUDITORS' REPORT

**TO,
THE MEMBERS
M/S FAIRDEAL PROPERTIES LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **FAIRDEAL PROPERTIES LIMITED** (CIN: L74899DL1985PLC021256) ("the company"), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement 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 there under.

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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 the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give 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, 2016;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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- 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, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) 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”.

Rajeev R Mishra & Co
Chartered Accountants

CA Nishant Alok
Partner
M No.: 520737
FRN: 021466N

Place: Delhi
Date: 27.05.2016

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FAIRDEAL PROPERTIES LIMITED

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

1. (a) Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c) The title deeds of immovable properties are held in the name of the company.
2. (a) The management has conducted the physical verification of inventory at reasonable intervals.

(b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

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6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. Based upon the audit procedures performed and the information and explanations given by the management, the 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. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

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13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

Rajeev R Mishra & Co
Chartered Accountants

CA Nishant Alok
Partner
M No.: 520737
FRN: 021466N

Place: Delhi
Date: 27.05.2016

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FAIRDEAL PROPERTIES LIMITED

“Annexure B” to the Independent 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 **Fairdeal Properties Limited** (“the Company”) as of March 31, 2016 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”. 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Rajeev R Mishra & Co
Chartered Accountants

CA Nishant Alok
Partner
M No.: 520737
FRN: 021466N

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Place: Delhi
Date: 27.05.2016

FAIRDEAL PROPERTIES LIMITED

Reg.Office:218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Balance Sheet as on 31st March, 2016

Particulars	Note No	Year Ended As At 31.03.2016	Year Ended As At 31.03.2015
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	65,975,000	65,975,000
(b) Reserves and Surplus	2	476,043	(59,772)
Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings	3	-	-
(b) Deferred tax liabilities (Net)	4	-	860
(c) Other Long term liabilities	5	-	-
(d) Long term provisions	6	-	-
(4) Current Liabilities			
(a) Short-term borrowings	7	-	-
(b) Trade payables	8	13,288,690	6,311,214
(b) Other Current liabilities	9	2,130,937	298,780
(c) Short Term Provisions	10	247,614	251,355
Total		82,118,284	72,777,437
II.Assets			
(1) Non-current assets			
(a) Fixed assets	11	39,098	86,621
(i) Tangible assets		-	-
(b) Non-current investments	12	-	-
(c) Deferred tax assets (net)	4	7,149	-
(d) Long term loans and advances	13	11,818,140	19,781,300
(e) Other non-current assets	14	270,500	541,000
(2) Current assets			
(a) Current investments	15	-	-
(b) Inventories	16	-	-
(c) Trade receivables	17	14,064,029	6,814,523

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(d) Cash and cash equivalents	18	6,252,839	457,182
(e) Short-term loans and advances	19	49,497,052	45,010,000
(f) Other current assets	20	169,477	86,811
Total		82,118,284	72,777,437
Significant Accounting Policies and notes from an integral part of accounts.	28		

For and on behalf of The Board of Directors

As per our report of even date attached

For Rajeev R Mishra & Co
Chartered Accountants

M/S FAIRDEAL PROPERTIES LIMITED

Sd/-

CA Nishant Alok

Partner

Membership No.: 520737

FRN: 021466N

Sd/-

RAHUL KUMAR

Director

DIN: 06977092

Sd/-

SHIV KUMAR
CHATURVEDI

Director

DIN: 06945519

Place: Delhi

Date: 27.05.2016

MEENU JAIN
(COMPANY
SECRETARY)

M.NO. A28777

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FAIRDEAL PROPERTIES LIMITED

Reg.Office:218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Statement of Profit & Loss Account for the Year ended 31st March, 2016

Particulars	Note No	Year Ended As At 31.03.2016	Year Ended As At 31.03.2015
<u>REVENUE FROM OPERATIONS</u>			
Sales	21A	15,317,144.00	13,371,595.00
Other Income	21B	1,689,844.00	693,111.00
Total Revenue		17,006,988.00	14,064,706.00
<u>EXPENSES:</u>			
Cost of Materials Consumed	22	13,772,291.00	11,356,797.00
Purchase of Consumable Stores	23	-	-
Change in Inventory of Finished Goods	24	-	-
Employee Benefit Expenses	25	770,772.00	687,522.00
Finance Expenses	26	3,312.93	3,651.90
Depreciation and Amortization expenses	11	47,522.81	41,637.00
Administrative Expenses	27	1,637,669.00	1,158,870.00
Total Expenses		16,231,567.74	13,248,477.90
Profit before exceptional and extraordinary items and tax		775,420.26	816,228.10
Exceptional Items		-	-
Profit before extraordinary items and tax		775,420.26	816,228.10
Profit Before Tax		775,420.26	816,228.10
Tax expense:			
(1) Current Tax		247,614.00	251,355.00
(2) Deferred tax		(8,009.00)	860.00
(2) Tax Adjustment		-	-
Profit/(Loss) from the period from continuing operations		535,815.26	564,013.10
Profit/(Loss) from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit/(Loss) from Discontinuing operations		-	-
Profit/(Loss) for the period		535,815.26	564,013.10

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XVI. Earning per equity share:			
(1) Basic*		0.081	0.269
(2) Diluted		0.081	0.269
Significant Accounting Policies and notes from an integral part of accounts.	28		
(*Based on Weighted Average No. of Shares (NOTE- 28))			
As per our report of even date attached			
For Rajeev R Mishra & Co Chartered Accountants		For and on behalf of The Board of Directors M/S Fairdeal Properties Limited	
CA Nishant Alok Partner Membership No.: 520737 FRN: 021466N		RAHUL KUMAR Director DIN: 06977092	SHIV KUMAR CHATURVEDI Director DIN: 06945519
Place: Delhi Date: 27.05.2016		MEENU JAIN (COMPANY SECRETARY) M.NO. A28777	

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FAIRDEAL PROPERTIES LIMITED

Reg. Office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Cash Flow Statement for the year ended 31st March, 2016

	Particulars	For the Year Ended 31st March 2016	For the Year Ended 31st March 2015
1	A. CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit/ (Loss) Before Tax	775,420	816,228
	<i>Adjustment for:</i>		
	Depreciation	47,523	41,637
	Adjustment Written off	270,500	135,250
	Operating Profit before Working Capital Changes	1,093,443	993,115
	<u>Changes in Working Capital:</u>		
	<i>Adjustments for (increase)/ decrease in operating assets:</i>		
	Trade Receivables	(7,249,506)	(6,814,523)
	Other Current Assets	(82,666)	(86,811)
	<i>Adjustments for increase/ (decrease) in operating liabilities:</i>		
	Trade Payables	6,977,476	6,311,214
	Other Current Liabilities	1,832,157	251,027
	Cash Generated from Operations	2,570,904	654,022
	Direct Taxes (Paid)/ Refunds	(251,355)	-
	<u>Net Cash Flow from / (used in) operating activities (A)</u>	2,319,549	654,022
2	B. CASH FLOW FROM INVESTING ACTIVITIES		
	(Purchase)/Sale of Fixed Assets	-	(128,258)
	(Purchase)/Sale of Investment	-	1,850,000
	Increase in Short Term Loan & advances	(4,487,052)	(45,010,000)
	Increase in Long Term Loan & advances	7,963,160	(19,781,300)
	<u>Net Cash from / (used in) Investing Activities (B)</u>	3,476,108	(63,069,558)
3	C. CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds form Issue of Equity Share	-	63,475,000
	Proceeds from Other Long Term Liabilities	-	-
	Increase In Preliminary Expenses	-	(676,250)

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Net Cash from / (used in) Financing Activities (C)	-	62,798,750
D. Net Increase / (Decrease) in cash & cash equivalents	5,795,657	383,214
E. Cash and Cash Equivalents at the Beginning of the Year	457,182	73,968
F. Cash and Cash Equivalents at the End of the Year	6,252,839	457,182

As per our report of even date attached

For Rajeev R Mishra & Co
Chartered Accountants

CA Nishant Alok
Partner
Membership No.: 520737
FRN: 021466N

Place: Delhi
Date: 27.05.2016

For and on behalf of The Board of Directors

M/S Fairdeal Properties Limited

RAHUL KUMAR **SHIV KUMAR CHATURVEDI**
Director Director
DIN: 06977092 DIN: 06945519

MEENU JAIN
(COMPANY SECRETARY)
M.NO. A28777

Annual Report 2015-16

FAIRDEAL PROPERTIES LIMITED

Reg. Office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Notes to Financial Statements for the year ended 31st March, 2016

(All Amounts are in Rs.)

Note : 1 Share capital

Particulars	AS AT	
	31.03.2016	31.03.2015
Authorised	70,000,000	70,000,000
70,00,000 Equity Shares of Rs. 10/- each (P.Y. 70,00,000 Equity Shares of Rs. 10/- each)	70,000,000	70,000,000
Issued, Subscribed and Paid-Up Share Capital	65,975,000	65,975,000
65,97,500 Equity Shares of Rs. 10/- each (P.Y. 65,97,500 Equity Shares of Rs. 10/- each)	65,975,000	65,975,000
Total	65,975,000	65,975,000

Reconciliation of number of shares

Particulars	31.03.2016	31.03.2015
	No. of Shares	No. of Shares
Equity Shares:		
Balance at the beginning of the year	6,597,500	250,000
Add: Share issued during the year	-	6,347,500
Balance at the end of the year	6,597,500	6,597,500
Add: Bonus Share issued during the year	-	-
Total Balance	6,597,500	6,597,500

Details of shareholders holding more than 5% shares

Equity Shares:

Particulars	31.03.2016	
	No. of shares	% Held
Name		
Dholpur Breweries & Boottlers Limited	660,000.00	10.00%

Share Application Money Pending for Allotment

Particulars	AS AT
-------------	-------

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	31.03.2016	31.03.2015
Share application money pending for allotment	-	-
TOTAL	-	-

Note : 2 Reserves and surplus

Particulars		AS AT	
		31.03.2016	31.03.2015
Capital Reserve	(A)	411,800.00	411,800.00
Profit & Loss Account			
Balance at the beginning of the year		(471,572)	(1,035,585)
Add: Transfer of Surplus from the Statement of Profit & Loss		535,815	564,013
Less: Used for Bonus Shares		-	-
Balance at the end of the year	(B)	64,243	(471,572)
Securities Premium Account			
Balance at the beginning of the year		-	-
Add: Received during the year		-	-
Less: Utilised During the year		-	-
Balance at the end of the year	(C)	-	-
	(A+B+C)	476,043	(59,772)

Note : 3 Long Term Borrowings

Particulars	AS AT	
	31.03.2016	31.03.2015
Secured		
Term Loan from Punjab National bank	-	-
Unsecured		
Loans and advances from related parties	-	-
From Others	-	-
TOTAL	-	-

Note 4: Deferred tax liability (net)

Particulars	AS AT	
	31.03.2016	31.03.2015
Opening Deferred Tax Assets / (Liabilities)	(860)	-

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Deferred Tax Assets / (Liabilities) for the year		8,009	(860)
		7,149	(860)
Deferred Tax Liabilities / (Assets)	TOTAL	(7,149)	860

In compliance with the Accounting Standard relating to "Accounting for Taxes on Income" (AS-22), issued by the Institute of Chartered Accountants of India, the Company has recognized deferred tax liability (Net) arising on account of timing differences.

Major components of deferred tax liability arising on account of timing differences are:

Particulars	AS AT	
	31.03.2016	31.03.2015
On difference between book depreciation and depreciation as per Income Tax		
Depreciation as per Companies Act	47,523	41,637
Depreciation as per Income Tax Act	21,604	44,420
Timing Difference	25,919	(2,783)

Computation of Deferred Tax (Liability) / Assets

Particulars	AS AT	
	31.03.2016	31.03.2015
Deferred Tax @ 30%	7,776	(835)
Surcharge @ 7.5%	-	-
Cess @ 3%	233	(25)
Deferred Tax (Liability) / Assets	8,009	(860)

Note : 5 Other Long term liabilities

Particulars	AS AT	
	31.03.2016	31.03.2015
Other Payable	-	-
TOTAL	-	-

Note : 6 Long term provisions

Particulars	AS AT	
	31.03.2016	31.03.2015
(a) Provision for employee benefits:		
(i) Provision for gratuity	-	-
(ii) Provision for other employee benefits	-	-
(b) Provision - Others:	-	-

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TOTAL	-	-
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Note : 7 Short-Term Borrowings

Particulars	AS AT	
	31.03.2016	31.03.2015
Loan Repayable on Demand		
- From Bank	-	-
- From Other Parties	-	-
Loans & Advances From Related Parties	-	-
Deposits	-	-
Others	-	-
TOTAL	-	-

Note : 8 Trade Payables

Particulars	AS AT	
	31.03.2016	31.03.2015
Sundry Creditors	13,288,690	6,311,214
TOTAL	13,288,690	6,311,214

Note : 9 Other current liabilities

Particulars	AS AT	
	31.03.2016	31.03.2015
Audit Fees Payable	32,000	32,000
Salary Payable	66,970	75,332
Other payable	2,031,967	191,448
TOTAL	2,130,937	298,780

Note : 10 Short-term provisions

Particulars	AS AT	
	31.03.2016	31.03.2015
Provision for Income Tax	247,614	251,355
TOTAL	247,614	251,355

Note : 12 Non Current Investment

Particulars	AS AT	
	31.03.2016	31.03.2015

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Investment in Property	-	-
Investment in Equity Instrument	-	-
Investment in Mutual Fund	-	-
Investment in Partnership Firm	-	-
Other Investment	-	-
TOTAL	-	-

Note : 13 Long Term Loans and Advances

Particulars	AS AT	
	31.03.2016	31.03.2015
Capital Assets		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
Security Deposit		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
Loans & Advances to related parties	-	-
Other Loans & Advances	11,818,140	19,781,300
TOTAL	11,818,140	19,781,300

Note : 14 Other Non Current Assets

Particulars	AS AT	
	31.03.2016	31.03.2015
Long Term Trade Recievables		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
Others		
Miscellaneous Expenditure	270,500	541,000

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	TOTAL	270,500	541,000
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Note : 15 Current Investment

Particulars	AS AT	
	31.03.2016	31.03.2015
Investment in Property	-	-
Investment in Equity Instrument		
Investment in Partnership Firm	-	-
Other Investment	-	-
TOTAL	-	-

Note : 16 Inventories

Particulars	AS AT	
	31.03.2016	31.03.2015
Raw Material	-	-
Finished Goods	-	-
Goods - in - transit	-	-
TOTAL	-	-

Note : 17 Trade receivables

Particulars	AS AT	
	31.03.2016	31.03.2015
Unsecured, considered good by the management	-	-
Considered good		
Debts Outstanding for a period Exceeding six months	-	-
Other Debts	14,064,029	6,814,523
TOTAL	14,064,029	6,814,523

Note : 18 Cash and cash equivalents

Particulars	AS AT	
	31.03.2016	31.03.2015
Cash in Hand (including staff imprest A/c)	576,349	285,043
Balance with schedule bank:		

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In current Account	5,676,490	172,139
Cheque, draft in Hand	-	-
Fixed Deposit with Bank	-	-
TOTAL	6,252,839	457,182

Note : 19 Short Term Loans and Advances

Particulars	AS AT	
	31.03.2016	31.03.2015
Loans & Advances from related parties		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
Others	49,497,052	45,010,000
TOTAL	49,497,052	45,010,000

Note : 20 Other current assets

Particulars	AS AT	
	31.03.2016	31.03.2015
Advance to suppliers	-	-
TDS Receivable	169,477	86,811
TOTAL	169,477	86,811

RAHUL KUMAR
Director
DIN: 06977092

**SHIV KUMAR
CHATURVEDI**
Director
DIN: 06945519

Annual Report 2015-16

FAIRDEAL PROPERTIES LIMITED

Reg.Office:218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Notes to Financial Statements for the year ended 31st March, 2016

(All Amounts are in Rs.)

Particulars	Year Ended AS AT 31.03.2016	Year Ended AS AT 31.03.2015
-------------	--------------------------------	--------------------------------

NOTE NO. 21A: REVENUE FROM OPERATIONS

PARTICULARS

Sales of Products	15,317,144	13,371,595
Other Operating revenues	-	-
Total	15,317,144	13,371,595

NOTE NO. 21B: OTHER INCOME

PARTICULARS

Interest Income	1,689,844	693,111
Other Income	-	-
Total	1,689,844	693,111

NOTE NO. 22: COST OF MATERIALS CONSUMED

Particulars	Year Ended AS AT 31.03.2016	Year Ended AS AT 31.03.2015
-------------	--------------------------------	--------------------------------

PARTICULARS

Purchase of Marterials	13,772,291	11,356,797
Total	13,772,291	11,356,797

NOTE NO. 23: PURCHASE OF CONSUMABLE STORES

Particulars	Year Ended AS AT 31.03.2016	Year Ended AS AT 31.03.2015
-------------	--------------------------------	--------------------------------

PARTICULARS

Other Material Consumed	-	-
Total	-	-

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NOTE NO. 24: CHANGE IN INVENTORY OF FINISHED GOODS

Particulars	Year Ended <u>AS AT 31.03.2016</u>	Year Ended <u>AS AT 31.03.2015</u>
PARTICULARS		
Opening Stock	-	-
Less: Closing Stock	-	-
Total	-	-

NOTE NO. 25: EMPLOYEE BENEFIT EXPENSES

Particulars	Year Ended <u>AS AT 31.03.2016</u>	Year Ended <u>AS AT 31.03.2015</u>
PARTICULARS		
Salary	672,600	563,332
Staff Welfare Expenses	98,172	124,190
Total	770,772	687,522

NOTE NO. 26: FINANCE EXPENSES

Particulars	Year Ended <u>AS AT 31.03.2016</u>	Year Ended <u>AS AT 31.03.2015</u>
PARTICULARS		
Bank Charges	3,313	3,652
Total	3,313	3,652

NOTE NO. 27: OTHER EXPENSES

Particulars	Year Ended <u>AS AT 31.03.2016</u>	Year Ended <u>AS AT 31.03.2015</u>
PARTICULARS		
Auditors Remuneration	32,000	32,000
Legal & Professional Charges	420,190	24,082
ROC Fees	14,486	148,248
Investment Writtren off	-	-
Business Promotion Expenses	-	141,669
Advertising Exps	89,872	-
Printing & Stationary	35,197	-
Rent Exps.	65,000	-

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Interest on I Tax	18,233	-
Misc. Expenses	-	50,250
Custodian Fee	-	110,626
Electricity & Water Exps	13,025	60,425
Expenses W/o	270,500	135,250
Listing Fee	463,383	253,762
Repair & Maintinace	70,333	32,201
Telephone Expenses	27,512	47,544
Travelling Expenses	111,878	116,257
Web Charges	6,060	6,556
Total	1,637,669	1,158,870

RAHUL KUMAR

Director

DIN: 06977092

**SHIV KUMAR
CHATURVEDI**

Director

DIN: 06945519

T&A Watermark Image

FAIRDEAL PROPERTIES LIMITED

Reg.Office:218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

CIN: L74899DL1985PLC021256

Depreciation Chart as per companies Act' 2013 as on 31st March, 2016

Note : 11 Fixed Assets

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		Value as on 01.04.2015	Addition during the year	Deduction during the year	Value as on 31.03.2016	Value as on 01.04.2015	Addition during the year	Deduction during the year	Value as on 31.03.2016	WDV as on 31.03.2016	WDV as on 31.03.2015
I	Tangible Assets										
1	Computer & Software	60,600.00	-	-	60,600	15,729	28,340	-	44,069	16,531	44,871
3	Furnitures & Fixtures	41,778.00	-	-	41,778	10,879	10,758	-	21,637	20,141	30,899
4	Mobile	25,880.00	-	-	25,880	15,029	8,425	-	23,454	2,426	10,851
	SUB TOTAL (A)	128,258.00	-	-	128,258	41,637	47,523	-	89,160	39,098	86,621
II	Intangible Assets										
	SUB TOTAL (B)	-	-	-	-	-	-	-	-	-	-
	Total [A + B] (Current Year)	128,258.00	-	-	128,258	41,637	47,523	-	89,160	39,098	86,621
	(Previous Year)	-	128,258.00	-	128,258	-	41,637.00	-	41,637.00	86,621	-

Annual Report 2015-16

FAIRDEAL PROPERTIES LIMITED

Reg.Office:218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi - 110092

Depreciation Chart as per Income Tax Act' 1961 as on 31st March' 2016

S. No.	Name of Assets	Rate of depreciation	W.D.V. as on 31.03.2015	Addition more than 180 Days	Addition less than 180 Days	Sales During the year	Total as on 31.03.2016	Dep During the year	W.D.V. as on 31.03.2016
1	Furniture & Fixture	10.00%	37,600.00	-	-	-	37,600.00	3,760.00	33,840.00
2	Computers & Printers	60.00%	24,240.00	-	-	-	24,240.00	14,544.00	9,696.00
3	office Equipments	15.00%	21,998.00	-	-	-	21,998.00	3,300.00	18,698.00
Grand Total			83,838.00	-	-	-	83,838.00	21,604.00	62,234.00

NOTE NO 11: FIXED ASSETS

FAIRDEAL PROPERTIES LIMITED

CIN: L74899DL1985PLC021256

Depreciation Chart as per companies Act' 2013 as on 31st March' 2016

Date of Purchase	Name of Assets	GROSS BLOCK				Life as per Co. Act, 2013	Life Used till 31/03/2015	Remaining Life	Residual Value	Depreciable Amount	Rate of depreciation	DEPRECIATION				Carrying Amount as on 31.03.2015	Carrying Amount as on 31.03.2016
		As on 01.04.2015	Additions	Deletions	Total as on 31.03.2016							Dep. As on 01.04.2015	For the year	Written back	Balance as on 31.03.2015		
(A) Furniture and Fixtures																	
1/7/2014	Electricals Equipments & Fittings	-	41,778	-	41,778	7	-	7	2,089	39,689	34.82%	-	10,879	-	10,879	-	30,899
(B) Office Equipments																	
1/11/2014	Computers & Printers	-	60,600	-	60,600	3	-	3	3,030	57,570	63.16%	-	15,729	-	15,729	-	44,871
1/7/2014	Mobile	-	25,880	-	25,880	2	-	2	1,294	24,586	77.64%	-	15,029	-	15,029	-	10,851
	Grand Total	-	128,258	-	128,258							-	41,637	-	41,637	-	86,621

NOTE NO. 28**SIGNIFICANT ACCOUNTING POLICIES & NOTES TO THE ACCOUNTS****1- SIGNIFICANT ACCOUNTING POLICIES****1.1****Basis of Accounting**

The financial statements are prepared under the historical cost convention on the concept of a going concern, in accordance with the Generally Accepted Accounting Principles and mandatory Accounting Standards as notified under Rule 7 of the Companies (Accounts) Rules, 2014 which is similar to provisions and presentational requirements of the Companies Act, 1956.

1.2**Recognition of Income**

Sales represents invoiced Value of goods Sold and Service provided. Other Income is recognised and accounted for on accrual basis unless otherwise stated.

1.4**Tangible Fixed Assets**

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

1.5**Taxes on Income**

Current tax is determined and provided for on the amount of taxable income at the applicable rates for the relevant financial year. Deferred Tax Assets and Liabilities (DTA/ DTL) are recognised, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods. The DTA is recognised only to the extent that there is reasonable certainty of sufficient future profits against which such DTA can be realised.

1.6**Contingent Liability**

The contingent liabilities, if any, are disclosed in the Notes to Accounts. Provision is made in the accounts, if it becomes probable that there will be outflow of resources for settling the obligation.

- 1.7 Events occurring after the balance sheet date**
Adjustments to assets and liabilities are made for events occurring after the balance sheet date to provide additional information materially affecting the determination of the amounts of assets or liabilities relating to conditions existing at the balance sheet date.
- 1.8 Earnings Per Share**
Basic earnings per share are calculated by dividing the net profit or loss for the year/ period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year/ period.
- 1.9 Use of estimates**
The preparation of financial statements, in conformity with generally accepted accounting principles, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities on the date of the financial statements and the results of operations during the reporting year. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in current and future periods.
- 1.10 Foreign Currency Transaction**
Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction. Monetary items denominated in foreign currencies at the year end are translated at the rate ruling at the year end rate. However, no foreign currency transaction has taken place.
- 1.11 Depreciation**
Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written Down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

2- NOTES TO THE ACCOUNTS

- 2.1** The previous year's figures have been reworked, regrouped, rearranged and reclassified wherever necessary.
- 2.2** All the investments, if any made by the company are valued at Cost .
- 2.3** Managerial Remuneration: NIL
- 2.4** The inventories, if any of the company are valued as per cost price and market price whichever is less.

2.5 Deffered tax arising on account of timing differeance and which are capable of reversal in one or more subsequent periods is recognised using the tax rates and tax laws that have been enacted or substantively enacted. Deffered tax assets are recognised unless there is virtual certainty with respect to the reversal of the same in future years.

2.6 All schedules annexed to and form integral part of the Balance Sheet and Profit & Loss Account.

2.7 Minimum Alternative Tax (MAT) is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specefied period. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entilement to the extent there is no longer convincing evidence to the effect that company will pay normal Income Tax during the specified period.

2.8 Value of Import on CIF Basis Nil

2.9 Earnings in Foreign Exchange (FOB Value) Nil

2.10 Expenditure in Foreign Currency Nil

* In few cases the loan & advances has been given but no intrrest has been provided for the same.

2.11 Related Party Transactions

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

(i) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

S No.	Name of the Related Party	Relationship
1	Dholpur Breweries & Boottlers Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence

(ii) Transactions during the year with related parties :

Sr. No.	Nature of Transactions	Enterprises over which Key Managerial Personnel are able to exercise significant influence	Total
1	NIL	NIL	NIL

As per our report of even date attached.
 For Rajeev R Mishra & Co
 Chartered Accountants

For and on behalf of The Board of Directors
 FAIRDEAL PROPERTIES LIMITED

CA Nishant Alok
 Partner
 Membership No.: 520737
 FRN: 021466N

RAHUL KUMAR SHIV KUMAR CHATURVEDI
 Director Director
 DIN: 06977092 DIN: 06945519

Place: Delhi
 Date: 27.05.2016

MEENU JAIN
 (COMPANY SECRETARY)
 M.NO. A28777

FAIRDEAL PROPERTIES LIMITED

Regd office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi-110092

CIN: L74899DL1985PLC021256; Email: fairdealprpt@gmail.com;

Website: www.fairdealpropertiesltd.com ; Tel: 011-68888056

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 31st Annual General Meeting of FAIRDEAL PROPERTIES LIMITED will be held on Friday, 30th September, 2016 at 09:00 A.M. at Retreat Motel/ Resort, Alipur, Mail G.T. Road, Near Palla Mod, Delhi - 110036 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2016		
2.	To appoint a director in place of Shiv Kumar Chaturvedi , who retires by rotation and being eligible, offers himself for re-appointment.		
3.	To appoint of M/s. Amitabh Kumar & Associates, Chartered Accountants (Firm Registration number 015416C) as Statutory Auditors		
4.	To Change the name of the Company and consequent alteration in the Memorandum and Articles of Association of the Company		

* Applicable for investors holding shares in Electronic form.

Signed this ___ day of ___ 20 ___

Affix Revenue
Stamps

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder
across Revenue Stamp

Note:

- 1) 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.
- 2) The proxy need not be a member of the company.

ELECTRONIC VOTING PARTICULARS

EVEN (Remote E -Voting Event Number)	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.

FAIRDEAL PROPERTIES LIMITED

Regd office: 218, Aggarwal Towers Plot No 8, LSC-II, Opp Ajanta Apartments, I.P. Extn, Patpar Ganj, Delhi-110092
CIN: L74899DL1985PLC021256; Email: fairdealprpt@gmail.com;
Website: www.fairdealpropertiesltd.com ; Tel: 011-68888056

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

Full name of the members attending _____

(In block capitals)

Ledger Folio No./Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 31st Annual General Meeting of FAIRDEAL PROPERTIES LIMITED will be held on Friday, 30th September, 2016 at 09:00 A.M. at **Retreat Motel/ Resort, Alipur, Mail G.T. Road, Near Palla Mod, Delhi - 110036**

(Member's /Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Route Map for Annual General Meeting

