

VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

Regd. office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi nagar Delhi - 110092

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

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

Date: 27.11.2019

To,

Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor, Plot No. C 62,
G Block, Opp Tridnet,
Hotel Bandra Kurla Complex,
Bandra(E), Mumbai-400098
Symbol:VPL

SUBJECT: SUBMISSION OF ANNUAL REPORT FOR THE FINANCIAL YEAR 2018-19

Dear Sir/Madam,

Please find attached enclosed herewith Annual Report of VERUM PROPERTIES LIMITED for the financial year 2018-19, pursuant to Regulation 34 of Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Please update the same in your Records.

For VERUM PROPERTIES LIMITED
(Formerly known as Fairdeal Properties Limited)


RAHUL KUMAR
DIRECTOR

***ANNUAL REPORT
OF
VERUM PROPERTIES
LIMITED

FOR THE FINANCIAL
YEAR 2018-19***

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rahul Kumar	Whole-Time Director
Mr. Binod Singh	Independent director
Ms. Nanki Kachchhap	Non Executive and Non Independent director
Mr. Chandan Mandal	Independent director

REGISTERED OFFICE

Office No. 105, Prop. No. F-17,
Subhash Chock, Laxmi nagar
Delhi - 110092
Email: fairdealprpt@gmail.com
Website: www.fairdealpropertiesltd.com

STATUTORY AUDITORS

M/S. RAKESH BATRA & CO
Chartered Accountants
Address: 16/17A, Moti Nagar,
New Delhi - 110015
M No.: 505247
FRN: 020461N

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. Rekha Jain, Company Secretary
Compliance Officer
Address: Office No. 105, Prop. No. F-17,
Subhash Chock, Laxmi Nagar,
Delhi-110092

CORPORATE IDENTITY NUMBER: L74899DL1985PLC021256

ANNUAL GENERAL MEETING

Date & Time : 30th September, 2019 at 09:00 A.M.
Day : Monday
Venue : Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi-110092

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Laxmi Nagar, Delhi-110092 CIN: L74899DL1985PLC021256;

Email: fairdealprpt@gmail.com; Website: www.fairdealpropertiesltd.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 34th Annual General Meeting of VERUM PROPERTIES LIMITED will be held on **Monday, 30th September, 2019 at 09:00 A.M.** at the registered office of the company at **Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi - 110092** to transact the following businesses:

ORDINARY BUSINESS

- i) To receives, consider and adopted the audited Balance sheet of the Company as at March 31 2019, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
- ii) To Appoint a Director in place of **Mr. Nanki Kachhap (DIN: 08078754)**, who retires by rotation and being eligible offer himself for re - appointment.
- iii) To appoint **M/s. Rakesh Batra & Co., Chartered Accountants (Firm Registration number 020461N)**, as the statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

By Order of the Board
For VERUM PROPERTIES LIMITED
(Formerly Known as Fairdeal Properties Limited)

Sd/-

RAHUL KUMAR
WHOLE TIME DIRECTOR
DIN: 06977092

Date: 30.08.2019
Place: New Delhi

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NOTES:

1. 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.
2. 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 the Registrar and Share Transfer Agent of the company (RTA) i.e **Skyline Financial Services Private Limited having registered office at D - 153, 1st Floor, Okhla Industrial Area, Phase - I, 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 **26th September, 2019 to 29th September, 2019** (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 A.M. to 1:00 P.M. 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
 - I. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. 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

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Depository Limited (NSDL).

- II. The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.
- III. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or <http://www.fairdealpropertiesltd.com>.
- IV. The e-voting period commences on **September 27, 2019 (9:00 am) and ends on September 29, 2019 (5:00 pm)**. During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- V. 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 23, 2019**. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the **cut-off date i.e. September 23, 2019**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or info@skylinerta.com
- VI. The facility for voting through Poling Paper shall be made 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.
- VII. The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1: Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****)

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- b) For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***)
5. Your password details are given below:
- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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Step 2 : Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional 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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail kratigoyal89@gmail.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

Please note the following:

1. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
2. 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.
3. 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.
4. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting

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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 favour 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

Other information:

5. Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
6. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
7. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

Date: 30.08.2019
Place: New Delhi

By Order of the Board
For VERUM PROPERTIES LIMITED
(Formerly Known as Fairdeal Properties Limited)

Sd/-
RAHUL KUMAR
WHOLE TIME DIRECTOR
DIN: 06977092

VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

Regd. office: Office No. 105, Prop. No. F-17, Subhash Chock,

Laxmi Nagar, Delhi-110092 CIN: L74899DL1985PLC021256;

Email: fairdealprpt@gmail.com; Website: www.fairdealpropertiesltd.com

ANNEXURE TO THE NOTICE

Name	Mr. Vikas
Age	24 Years
Qualifications	Graduate
Experience	3 years
Terms and conditions of appointment including details of remuneration	Mr. Vikas will hold the office as Director 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	N.A.
Date of first appointment by the Board of Directors of the Company	09/08/2018
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2018-19	3
Other directorship, membership / chairmanship of committees of other board	Director/Designated partner in: 1. VSR MARKETING CO. LLP 2. GUSTAV REAL ESTATE LLP 3. FINGO STICHERS BOUTIQUE LLP 4. VAKG EDUCATION MISSION LLP
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

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34th DIRECTORS' REPORT

Your Directors have great pleasure in presenting the 34th Annual Report together with the Audited Accounts of the Company for the year ended at 31st March, 2018.

FINANCIAL RESULTS

The summarized performance of the Company for the years 2018-19 and 2017-18 is given below:

Particulars	(in Rupees)	
	For the Financial year ended as on 31 st March, 2019	For the Financial year ended as on 31 st March, 2018
Income	23,07,509.00	1,13,72,909.00
Less: Expenditure	19,31,846.64	10,972,081.17
Profit/(Loss) before taxation	3,75,662.36	4,00,827.83
Less: Tax	95,588.00	96,570.00
Net profit/ (Loss) after taxation	2,80,074.35	3,04,257.83

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. 2,80,074.35/- 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. 23,07,509/- as against income of Rs. 1,13,72,909/- in 2017-18.

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

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STATUTORY AUDITORS

The Board has recommended the appointment of **M/s. Rakesh Batra & Co.**, Chartered Accountants (FRN 020461N), 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.

In terms of the provisions of Section 139 of the Companies Act, 2013, the appointment of M/s. Rakesh Batra & Co., Chartered Accountant, as the statutory of the company is placed for the approval of shareholders of the company to hold office from the conclusion of this meeting until the conclusion of the 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.

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 2018-2019 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 them 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-A.

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.

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

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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, 2019**, provision of section 129 of the Companies Act, 2013 is not applicable.

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 2018-19, Mr. Vikas has been appointed as Additional Non Executive & Non Independent Director of the company w.e.f 09th August, 2018 and Mr. Binod Singh one of the Directors of the company has resigned from the directorship of the company w.e.f 09th August, 2018.

Further, Mr. Rahul Kumar has been appointed as the Whole Time Director of the company for a further period of 5 year w.e.f 01.01.2019.

Ms. Rekha Jain has been appointed as the Company Secretary of the company on 01st January, 2019.

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.

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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 Seven (07) times on 26.05.2018, 09.08.2018, 11.08.2018, 23.08.2018, 13.11.2018, 01.01.2019 and 11.02.2019. 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 three 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. Anita Chauhan** is the Chairman of the Audit Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Nanki Kachhap	Chairman	Independent Director
2.	Mr. Chandan Mandal	Member	Independent Director
3.	Mr. Rahul Kumar	Member	Executive Director

Meetings of Audit Committee and their Attendance:

During the year, Four Meetings were convened on 26.05.2018, 11.08.2018, 13.11.2018 and 11.02.2019. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

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.

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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.
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

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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. Nanki Kachhap** 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.	Mr. Nanki Kachhap	Chairman	Independent Director
2.	Mr. Chandan Mandal	Member	Independent Director
3.	Mr. Rahul Kumar	Member	Executive Director

During the year, Four Meetings were convened on 26.05.2018, 11.08.2018, 13.11.2018 and 11.02.2019. 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) Regulations, 2015**. The committee currently comprises of three (3) Directors. **Ms. Nanki Kachhap** is the Chairman of the Nomination and remuneration committee.

Sr. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Nanki Kachhap	Chairman	Independent Director
2.	Mr. Chandan Mandal	Member	Independent Director
3.	Mr. Rahul Kumar	Member	Executive Director

During the year, Four Meetings were convened on 26.05.2018, 11.08.2018, 13.11.2018 and 11.02.2019. The intervening gap between the Meetings was within the period prescribed under the Companies Act,

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.

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- 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.

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 Ms. **Kratika Goyal, Practicing Company Secretaries** to undertake the Secretarial audit of the Company. The

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Secretarial Auditor Report provided By the Secretarial Auditor in Form No. MR-3 has been enclosed as **Annexure B**.

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. With regard to the late intimation, the company will take effective steps to send all the intimation to the exchange timely and to do all the e-filing within the stipulated time.

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 **13th November, 2018** 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 -

- (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;

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- (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

Date: 30.08.2019
Place: New Delhi

By Order of the Board
For VERUM PROPERTIES LIMITED
(Formerly Known as Fairdeal Properties Limited)
Sd/- Sd/-
Rahul Kumar Chandan Mandal
Director Director
Din No- 06977092 Din No- 08091815

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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 2018-19 (Rs.)	% increase in Remuneration in FY 2018-19**	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	Nil	N.A.	N.A.	N.A.
2.	Ms. Rekha Jain, Company Secretary {appointed on January 1, 2019}	48,000	N.A.	N.A.	N.A.

The number of permanent employees as on 31st March 2019 was 2.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2018-19 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, 2019 -NOT APPLICABLE

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Annexure - A

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2019

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	Verum Properties Limited (Formerly Known as Farideal 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	Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, 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)

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2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

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-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% 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	-	660000	10.00	Nil
e) Banks / FI					-	-	-	-	-
f) Any other					-	-	-	-	-
Sub-total (A)(1)	600000	-	660000	10.00	600000	-	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)	-	-	-	-	-	-	-	-	-

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Total shareholding of Promoter (A) = (A)(1) + (A)(2)	600000	-	660000	10.00	600000	-	660000	10.00	Nil
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									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1385720	204000	1589720	24.10	1385720	204000	1589720	24.10	-

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ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2830000	-	2830000	42.90	2830000	-	2830000	42.90	-
c) Others (specify)									
Bodies Corporate	905180	-	905180	13.72	905180	-	905180	13.72	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
H.U.F.	612600	-	612600	9.29	612600	-	612600	9.29	-
Sub-total(B)(2):-	5733500	204000	5937500	90.00	5733500	204000	5937500	90.00	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	5733500	204000	5937500	90.00	5733500	204000	5937500	90.00	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	6433500	164000	6597500	100	6393500	204000	6597500	100	-

i) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year (31.03.2018)			Share holding at the end of the year (31.03.2019)			% 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

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

SN		Shareholding at the beginning of the year (31.03.2018)		Cumulative Shareholding during the year (31.03.2019)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Dholpur Breweries & Bottlers Ltd				
	At the beginning of the year	660000	10.00	660000	10.00
1	Dholpur Breweries & Bottlers 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 (31.03.2018)		Cumulative Shareholding during the year (31.03.2019)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Dhanlaxmi Builders & Developers Pvt. Ltd.				
	At the beginning of the year	-	-	-	-
	At the end of the year	337500	5.12	337500	5.12
2.	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
3.	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
4.	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

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5.	Sharan Bihari Agarwal				
	At the beginning of the year	100000	1.52	100000	1.52
	At the beginning of the year	100000	1.52	100000	1.52
6.	Vijay Kumar Agrawal				
	At the beginning of the year	100000	1.52	100000	1.52
	At the beginning of the year	100000	1.52	100000	1.52
7.	Bhushan Laxmandass 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
8.	SUNGAR TEXTILES PRIVATE LIMITED				
	At the beginning of the year	84882	1.29	84882	1.29
	At the end of the year	84882	1.29	84882	1.29
9.	Divya Shekhawat				
	At the beginning of the year	-	-	-	-
	At the end of the year	75000	1.14	75000	1.14
10.	JATAN KANWAR.				
	At the beginning of the year	-	-	-	-
	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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	15,655,935.00	-	15,655,935.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	15,655,935.00	-	15,655,935.00
Change in Indebtedness during the financial year				
* Addition	-	5,46,391.00	-	5,46,391.00
* Reduction	-	-	-	-
Net Change	-	5,46,391.00	-	5,46,391.00
Indebtedness at the end of the financial year				
i) Principal Amount	-	15,109,544.00	-	15,109,544.00
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	15,109,544.00	-	15,109,544.00

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	Nil	Nil	Nil
	(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	Nil	Nil	Nil

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 Ms. Rekha Jain	CFO	Total
1	Gross salary	NA	48,000	Nil	48,000
	(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	48,000	Nil	48,000

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

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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

**By Order of the Board
For VERUM PROPERTIES LIMITED
(Formerly Known as Fairdeal Properties Limited)**

**Sd/-
Rahul Kumar
Director**

Din No- 06977092

**Sd/-
Chandan Mandal
Director**

Din No- 08091815

**Date: 30.08.2019
Place : New Delhi**

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019**

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

To

VERUM PROPERTIES LIMITED.
Office No. 105, Prop. No. F-17,
Subhash Chock, Laxmi nagar Delhi East Delhi DL 110092

Dear Members,

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by VERUM PROPERTIES LIMITED (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 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, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- 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-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-
 - 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; (Not applicable to the Company during the Audit period)
 - d. 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
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not Applicable during Audit Period)

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- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. (Not Applicable during Audit Period)
- g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable during Audit Period)
- h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit period)
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit period)

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with the BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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. There were few instances where Company has given late intimation(s) and disclosures to the Stock Exchange and made delay in Compliances pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.
2. The Company has appointed Company Secretary and Chief Financial officer from 01.01.2019 under Section 203 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 w.e.f) during the financial audit period under review.
3. There were few instances where various E forms has been filed with additional fees.
4. 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.
5. The Company has not paid Annual Listing Fees
6. Website of the Company is not updated as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Companies Act, 2013.

We further report that the Company has, in our opinion, complied with the provisions of the Companies Act, 2013 and the Rules made under that Act and the provisions of Companies Act, 2013 as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:

- a) maintenance of various statutory registers and documents and making necessary entries therein;
- b) closure of the Register of Members.
- c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
- d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
- e) notice of Board meetings and Committee meetings of Directors;
- f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- g) minutes of proceedings of General Meetings and of the Board and its Committee meetings;
- h) approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- i) constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors including the Managing Director and Whole-time Directors;
- j) payment of remuneration to Directors including the Managing Director and Whole-time Directors,
- o) Investment of the Company's funds including investments and loans to others;

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- p) form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
- q) Directors' report;
- r) contracts, common seal, registered office and publication of name of the Company; and
- s) Generally, all other applicable provisions of the Act and the Rules made under the Act.

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.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Kratika Goyal
(Practicing Company Secretary)
Sd-
Kratika Goyal
Proprietor
ACS: 50065; C.P. no. 22026

Place: Delhi
August 30, 2019

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

VERUM PROPERTIES LIMITED.

Office No. 105, Prop. No. F-17,

Subhash Chock, Laxmi nagar Delhi East Delhi DL 110092

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

1. 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.
2. 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.
3. We have not yet verified the correctness and appropriateness of financial records and Books of account of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. 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.
6. 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.

Kratika Goyal
(Practicing Company Secretary)
Sd-
Kratika Goyal
Proprietor
ACS: 50065; C.P. no. 22026

Place: Delhi
August 30, 2019

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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CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members
VERUM PROPERTIES LIMITED
CIN: L74899DL1985PLC021256
Office No. 105, Prop. No. F-17,
Subhash Chock, Laxmi nagar, Delhi - 110092

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **VERUM PROPERTIES LIMITED** having **CIN L74899DL1985PLC021256** and having registered office at **Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi- 110092** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

No.	Name of Director	DIN	Date of appointment in Company
1.	RAHUL KUMAR	06977092	24/12/2014
2.	VIKAS	07423096	09/08/2018
3.	NANKI KACHCHHAP	08078754	23/03/2018
4.	CHANDAN MANDAL	08091815	23/03/2018

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Kratika Goyal
(Practicing Company Secretary)

Sd-

Kratika Goyal
Proprietor
ACS: 50065; C.P. no. 22026

Place: Delhi
August 30, 2019



M/s. Rakesh Batra & Co Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To,
**Board of Directors of
M/S VERUM PROPERTIES LIMITED
(Formerly Known as Fairdeal Properties Limited)**

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **M/S VERUM PROPERTIES LIMITED (Formerly Known as Fairdeal Properties Limited)** (CIN: L74899DL1985PLC021256) ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity 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 stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate 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 Ind AS 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 Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of

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Chartered Accountants of India, as 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 Ind AS 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 Ind AS financial statements that give a 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 the Company's Directors, as well as evaluating the overall presentation of the Ind AS 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 Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its Profit including other comprehensive income, its cash flows and the changes in equity 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 Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the

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- Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e) On the basis of written representations received from the directors as on March 31, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, 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**” to this report;

For Rakesh Batra & Co
Chartered Accountants
Sd-

CA Rakesh Batra
Prop.
FRN: 020461N
M. No. 505247

Date: 30/05/2019
Place: New Delhi

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**M/S VERUM PROPERTIES LIMITED
(Formerly Known as 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, 2019:

- 1)
 - (a) The Company has maintained 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) No immovable properties are held by the company.
- 2)
 - (a) Company does not have any inventory at the end of the year.
 - (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.
- 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.
- 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

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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, 2019 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 taken loan from bank and has not done any default in repaying installments during the year under consideration.
- 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, managerial remuneration is payable 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.
- 13) In our opinion, all transactions, if any 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 preferential allotment during the year under review.
- 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.

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- 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.

**For Rakesh Batra & Co
Chartered Accountants**

Sd-

CA Rakesh Batra

Prop.

FRN: 020461N

M. No. 505247

Date: 30/05/2019

Place: New Delhi

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M/S VERUM PROPERTIES LIMITED
(Formerly Known as 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 **M/S VERUM PROPERTIES LIMITED (Formerly Known as Fairdeal Properties Limited)** (“the Company”) as of March 31, 2019 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. 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.

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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 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Rakesh Batra & Co
Chartered Accountants**

Sd-

CA Rakesh Batra

Prop.

FRN: 020461N

M. No. 505247

Date: 30/05/2019

Place: New Delhi

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VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

CIN: L74899DL1985PLC021256

Reg. Office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi - 110092

Balance Sheet as at 31st March 2019

(Amount in Rupees)

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
1	2	3	4	
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	6	61,320.03	106,394.00	190,629.00
(b) Capital work-in-progress				
(c) Goodwill				
(d) Financial Assets				
(i) Investments	7	-	-	-
(ii) Trade receivables				
(iii) Loans & Advances	8	16,735,213.00	22,387,574.00	15,896,960.00
(e) Deferred tax assets (net)	9	39,968.00	33,086.00	15,326.00
(f) Other non-current assets	10	-	-	-
(2) Current assets				
(a) Inventories				
(b) Financial Assets				
(i) Investments	7	-	-	-
(ii) Trade receivables	11	24,024,664.00	25,518,164.00	22,685,359.00
(iii) Cash and cash equivalents	12	1,960,671.53	254,569.00	2,012,342.00
(v) Loans & Advances	8	57,045,113.00	52,199,160.00	54,445,052.00
(c) Current Tax Assets (Net)				
(d) Other current assets	10	584,543.00	353,792.00	180,338.00
Total Assets		100,451,491.56	100,852,738.00	95,426,006.00
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital	13	65,975,000.00	65,975,000.00	65,975,000.00
(b) Other Equity	14	1,309,159.56	1,029,085.03	724,827.00
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	-	-	-
(ii) Trade payables				
(b) Deferred tax liabilities (Net)			-	-
(c) Other non-current liabilities	16	-	-	-
Current liabilities				

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(a) Financial Liabilities				
(i) Borrowings	15	-	-	-
(ii) Trade payables	17	17,837,304.00	18,074,704.00	25,349,610.00
(b) Other current liabilities	18	15,109,544.00	15,655,935.00	3,257,565.00
(d) Tax Liabilities (Net)	19	220,484.00	118,014.00	119,004.00
Total Equity and Liabilities		100,451,491.56	100,852,738.00	95,426,006.00
See accompanying notes to the financial statements	01-24	-	-	-
Notes referred to above and notes attached there to form an integral part of Balance Sheet				
As per our report of even date attached.				
For Rakesh Batra & Co.		ON BEHALF OF THE BOARD OF DIRECTORS		
Chartered Accountants		VERUM PROPERTIES LIMITED		
Sd-		Sd-	Sd-	
(CA Rakesh Batra)		RAHUL KUMAR	CHANDAN MANDAL	
Proprietorship		(Director)	(Director)	
Firm Reg.No.: 020461N		DIN: 06977092	DIN: 08091815	
M.No.: 505247				
		Sd-		
Date: 30.05.2019		REKHA JIAN		
Place: New Delhi		COMPANY SECRETARY		

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VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

CIN: L74899DL1985PLC021256

Reg. Office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi - 110092

Statement of Profit and Loss for the period ended 31st March 2019

(Amount in Rupees)

	Particulars	Note No.	Year ended 31.03.2019	Year ended 31.03.2018
I	Revenue From Operations	20	-	8,485,142.00
II	Other Income		2,307,509.00	2,887,767.00
III	Total Income (I+II)		2,307,509.00	11,372,909.00
IV	EXPENSES			
	Cost of materials consumed			
	Purchases of Stock-in-Trade		-	8,173,114.00
	Changes in inventories of finished goods,			
	Stock-in -Trade and work-in-progress			
	Employee benefits expense	21	1,087,235.00	1,302,242.00
	Finance costs	22	1,247.00	590.00
	Depreciation and amortization expense	23	45,073.64	84,235.17
	Other expenses	24	798,291.00	1,411,900.00
	Total expenses (IV)		1,931,846.64	10,972,081.17
V	Profit/(loss) before exceptional items and tax (I- IV)		375,662.36	400,827.83
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		375,662.36	400,827.83
VIII	Tax expense:			
	(1) Current tax		102,470.00	118,014.00
	(2) Deferred tax		(6,882.00)	(17,760.00)
	(3) Income tax Adjustment		-	(3,684.00)
	(4) Deferred tax Adjustment		-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		280,074.36	304,257.83
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		280,074.36	304,257.83
XIV	Other Comprehensive Income		-	-
	A (i) Items that will not be reclassified to		-	-

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	profit or loss			
	(ii) Income tax relating to items that will not be reclassified to profit or loss			
	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
	Total Other Comprehensive Income		-	-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period		280,074.36	304,257.83
	Earnings per equity share (Face Value of Rs. 10/- each)	24		
	(1) Basic		0.04	0.05
	(2) Diluted		0.04	0.05
	See accompanying notes to the financial statements	01-24		
	Notes referred to above and notes attached there to form an integral part of Balance Sheet			
	As per our report of even date attached.			
	For Rakesh Batra & Co.		ON BEHALF OF THE BOARD OF DIRECTORS	
	Chartered Accountants		VERUM PROPERTIES LIMITED	
	(CA Rakesh Batra)		RAHUL KUMAR	CHANDAN MANDAL
	Proprietorship		(Director)	(Director)
	Firm Reg.No.: 020461N		DIN: 06977092	DIN: 08091815
	M.No.: 505247			
				Sd-
	Date: 30.05.2019			REKHA JIAN
	Place: New Delhi			COMPANY SECRETARY

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VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

CIN: L74899DL1985PLC021256

Reg. Office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi - 110092

Cash Flow Statement for the year ended 31st, March 2019

Particulars	Amounts Rs.	Amounts Rs.
	Year ended 31.03.2019	Year ended 31.03.2018
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1. Net profit before tax	375,662	400,828
2. Adjustment for:		
<u>Add:</u> Depreciation & Amortisation Expenses	45,074	84,235
<u>Add:</u> Amortization Expenses / Written off	-	-
<u>Less:</u> Other Income	(2,307,509)	(2,887,767)
Operating Profit before Working capital changes	(1,886,773)	(2,402,704)
3. Working Capital Changes:		
Decrease (Increase) in Trade & Other Receivables	1,493,500	(2,832,805)
Decrease (Increase) in Other Current Assets	(230,751)	(173,454)
Decrease (Increase) in Other Non Current Assets	-	-
Increase (Decrease) in Trade & Other Payables	(237,400)	(7,274,906)
Increase (Decrease) in Current Liabilities & Provisions	-	-
Increase (Decrease) in Other Liabilities	(546,391)	12,398,370
Net Changes in Working Capital	478,958	2,117,205
Cash Generated from Operations	(1,407,815)	(285,499)
Adjustment of Taxes		115,319
Net Cash Flow from Operating Activities (A)	(1,407,815)	(400,818)
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
Purchase of Property, Plant & Equipment	-	-
<u>Non Current Financial Assets</u>		
(Increase) Decrease in Loans & Advances	5,652,361	(6,490,614)
<u>Current Financial Assets</u>		
(Increase) Decrease in Loans & Advances	(4,845,953)	2,245,892
Other Income	2,307,509	2,887,767
Increase in Other Non Current Assets		-
(Increase) Decrease in Current Investments	-	-
Net Cash Flow from Investing Activities (B)	3,113,917	(1,356,955)
<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital and Proceeds from Share Application Money	-	-

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Non Current Financial Assets		
Increase / (Decrease) in Borrowings	-	-
Current Financial Assets		
Increase / (Decrease) in Borrowings	-	-
Increase in Preliminary Expenses	-	-
Increase/(Decrease) from Other non-current liabilities	-	-
Net Cash Flow from Financing Activities (C)	-	-
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	1,706,102	(1,757,773)
Cash and cash equivalents at the beginning of the year / Period	254,569	2,012,342
Cash and cash equivalents at the end of the year/ Period	1,960,672	254,569
* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard		
As per our report of even date attached.		
For Rakesh Batra & Co.	ON BEHALF OF THE BOARD OF DIRECTORS	
Chartered Accountants	VERUM PROPERTIES LIMITED	
Sd-	Sd-	Sd-
(CA Rakesh Batra)	RAHUL KUMAR	CHANDAN MANDAL
Proprietorship	(Director)	(Director)
Firm Reg.No.: 020461N	DIN: 06977092	DIN: 08091815
M.No.: 505247		
	Sd-	
Date: 30.05.2019	REKHA JAIN	
Place: New Delhi	COMPANY SECRETARY	

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VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

CIN: L74899DL1985PLC021256

Reg. Office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar, Delhi - 110092

Statement of Changes in Equity for the period ended 31st March 2019

(Amount in Rupees)

A. Equity Share Capital					
Balance as at 01.04.2017	Changes in equity share capital during the year	Balance as at 31.03.2018	Changes in equity share capital during the year	Balance as at 31.03.2019	
65,975,000.00	-	65,975,000.00	-	65,975,000.00	
B. Other Equity					
	Reserves and Surplus				Total
	Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings	
Balance as at 01.04.2017	411,800.00	-		313,026.80	724,826.80
Profit / (Loss) for the year	-	-		304,257.83	304,257.83
Balance as at 31.03.2018	411,800.00	-	-	617,284.63	1,029,084.63
Profit / (Loss) for the year	-	-		280,074.36	280,074.36
Other Comprehensive Income for the year	-	-	-	-	-
Less : Bonus Share		-			
Balance as at 31.03.2019	411,800.00	-	-	897,358.99	1,309,158.99

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VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

CIN: L74899DL1985PLC021256

Reg. Office: Office No. 105, Prop. No. F-17, Subhash Chok, Laxmi Nagar, Delhi - 110092

Notes to the Financial Statement for the year ended March 31, 2019

(Amount in Rupees)

Note : 6				
Property, plant and equipment				
Particulars	As at 31.03.2019			As at 31.03.2018
Computer & Software			3,030.00	3,030.00
Furniture & Fixture			56,996.36	102,070.00
Mobile			1,294.00	1,294.00
Total			61,320.03	106,394.00
	Computer & Software	Furniture & Fixture	Mobile	Total
Balance as at 1.04.2018	60,600.00	241,778.00	25,880.00	328,258.00
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2019	60,600.00	241,778.00	25,880.00	328,258.00
Accumulated depreciation				
Balance as at 1.04.2018	57,570.00	139,708.00	24,586.00	221,864.00
Additions	-	45,073.64	-	45,073.64
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2019	57,570.00	184,781.64	24,586.00	266,937.64
Carrying amounts as at 31.03.2019	3,030.00	56,996.36	1,294.00	61,320.36
	Computer & Software	Furniture & Fixture	Plant & Machinery	Total
Balance as at 1.04.2017	60,600.00	241,778.00	25,880.00	328,258.00
Additions	-	-	-	-
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2018	60,600.00	241,778.00	25,880.00	328,258.00
Accumulated depreciation				
Balance as at 1.04.2017	54,510.00	58,533.00	24,586.00	137,629.00
Additions	3,060.00	81,175.00	-	84,235.00
Disposals/Adjustments	-	-	-	-
Balance as at 31.03.2018	57,570.00	139,708.00	24,586.00	221,864.00
Carrying amounts as at 31.03.2018	3,030.00	102,070.00	1,294.00	106,394.00

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Note : 7 Investment				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
	Non Current			
1	Investment in Equity Instrument	-	-	-
	Total	-	-	-
	Current			
1	Investment in Equity Instrument		-	-
	Total	-	-	-
Note : 8 Loan and Advances				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
	Non Current			
1	Loan & Advances - Unsecured, considered good	16,735,213.00	22,387,574.00	15,896,960.00
	Total	16,735,213.00	22,387,574.00	15,896,960.00
	Current			
1	Loan & Advances - Unsecured, considered good	57,045,113.00	52,199,160.00	54,445,052.00
2	Advance For Purchase	-	-	-
	Total	57,045,113.00	52,199,160.00	54,445,052.00
Note : 9 Deferred Tax Assets (Net)				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
1	Deferred Tax Assets	39,968	33,086	15,326
	Total	39,968	33,086	15,326

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Note : 10 Other assets				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
	Non Current			
1	Security Deposits	-	-	-
2	Misc. Expenditure	-	-	-
	Total	-	-	-
	Current			
1	TDS	584,543.00	353,792.00	180,338.00
2	TDS FY 2014-15	-	-	-
3	CENVAT CREDIT	-	-	-
	Total	584,543.00	353,792.00	180,338.00
Note : 11 Trade Receivable				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
	Current			
1	Outstanding for more than six months			
	Unsecured, Considered Good :	-	-	-
	Other			
	Unsecured, Considered Good :	24,024,664.00	25,518,164.00	22,685,359.00
	Total	24,024,664.00	25,518,164.00	22,685,359.00
Note : 12 Cash & Cash Equivalent				
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017
1	Cash-in-Hand			
	Cash Balance	133,556.86	219,736.00	1,476,270.00
	Sub Total (A)	133,556.86	219,736.00	1,476,270.00

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2	Bank Balance				
	Bank Balance (With Schedule Bank)	1,827,114.67	34,833.00	536,072.00	
	Sub Total (B)	1,827,114.67	34,833.00	536,072.00	
	Total [A + B]	1,960,671.53	254,569.00	2,012,342.00	

Note : 13 Share Capital

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
1	AUTHORIZED CAPITAL				
	70,00,000 Equity Shares of Re. 10/- each	70,000,000.00	70,000,000.00	70,000,000.00	
2	ISSUED				
	65,97,500 Equity Shares of Re. 10/- each	65,975,000.00	65,975,000.00	65,975,000.00	
3	SUBSCRIBED & PAID UP CAPITAL				
	65,97,500 Equity Shares of Re. 10/- each	65,975,000.00	65,975,000.00	65,975,000.00	
	Total	65,975,000.00	65,975,000.00	65,975,000.00	

Sr. No	Reconciliation of Number of Shares:	As at 31.03.2019	As at 31.03.2018		
	Particulars	Number	Number		
1	Shares outstanding at the beginning of the year	6,597,500	6,597,500		
2	Shares Issued during the year (Preferential Allotment)	-	-		
3	Shares bought back during the year	-	-		
4	Shares outstanding at the end of year	6,597,500	6,597,500		
	Total	6,597,500	6,597,500		

Details of Shareholders holding more than 5% Shares

Particulars		As at 31.03.2019		329,875.00
	Name of Shareholders	No. of Shares held	% of Holding	
1	DHOLPUR BREWERIES AND BOOTTLERS LIMITED	660000	10.00	
2	DHANLAXMI BUILDERS AND DEVELOPERS PRIVATE LIMITED	337500	5.12	

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Note : 14 Other Equity					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
1	Securities Premium	-	-	-	
	Less: Bonus Share	-	-	-	
	Sub Total (A)	-	-	-	
2	Surplus (Profit & Loss Account)				
	Op. Balance of Profits & Loss A/C	617,285.03	313,027.00	64,243.00	
	Current Year Profit & Loss A/C	280,074.53	304,258.03	248,784.00	
	Sub Total (B)	897,359.56	617,285.03	313,027.00	
3	Capital Reserve	411,800.00	411,800.00	411,800.00	
	Total [A + B]	1,309,159.56	1,029,085.03	724,827.00	
Note : 15 Borrowing					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
	Non Current				
1	Borrowing from Corporate Bodies	-	-	-	
	Total	-	-	-	
	Current				
1	Borrowing from Corporate Bodies	-	-	-	
	Total	-	-	-	
Note : 16 Other non-current liabilities					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
	Current				

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1	Other payable	-	-	-	
	Total	-	-	-	

Note : 17 Trade Payable

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
	Current				
1	Trade Payable	17,837,304.00	18,074,704.00	25,349,610.00	
	Total	17,837,304.00	18,074,704.00	25,349,610.00	

Note : 18 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
1	Audit Fees Payable	25,000.00	20,000.00	20,000.00	
2	Salary payable	45,800.00	22,000.00	184,403.00	
3	Remuneration Payable	-	-	-	
4	TDS Payable	-	-	-	
5	Other Payable	15,038,744.00	15,613,935.00	3,053,162.00	
	Total	15,109,544.00	15,655,935.00	3,257,565.00	

Note : 19 Current Tax Liabilities

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018	As at 31.03.2017	
1	Provision For Income Tax	220,484.00	118,014.00	119,004.00	171902
	Total	220,484.00	118,014.00	119,004.00	

Note : 20 Revenue from Operations

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018		
1	Income From Operations	-	8,485,142.00		

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	Total	-	8,485,142		
Note : 21 Employment Benefit Expenses					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018		
1	Salary	871,200.00	908,597.00		
2	Staff Welfare	216,035.00	393,645.00		
3	Remuneration to Director	-	-		
	Total	1,087,235.00	1,302,242.00		
Note :22 Financial Cost					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018		
1	Bank Interest	1,247.00	590.00		
	Total	1,247.00	590.00		
Note : 23 Depreciation & Amortised Cost					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018		
1	Depreciation	45,073.64	84,235.17		
	Total	45,073.64	84,235.17		
Note : 24 Other Expenses					
Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018		
1	Administrative Expenses:				
	Accounting Charges	72,000.00	-		
	Advertisement Expenses	30,645.00	77,330.00		
	Business Promotion Expenses	-	265,870.00		
	Legal & Professional	148,678.00	140,781.00		
	Printing & Stationary	48,812.00	37,330.00		
	Office Expenses	-	152,350.00		
	Telephone Expenses	62,366.00	69,153.00		
	Misc. Expenses	118,265.00	123,069.00		
	Preliminary Expenses W/O	-	-		
	Rent	-	80,000.00		

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	Custodian Fees	-	51,750.00	
	Roc Fees	-	-	
	Electricity & Water Exp.	87,063.00	140,119.00	
	Market Making Expenses	-	-	
	Listing Fees	118,200.00	-	
	Web Charges	-	6,074.00	
	Repair & Maintenance	20,000.00	58,068.00	
	Interest on Income Tax	-	-	
	Interest on TDS	-	1,675.00	
	Interest Paid	-	-	
	Travelling Expenses	67,262.00	188,331.00	
	Storage Expenses	-		
	Payment to Auditors:	-		
	Audit Fees	25,000.00	20,000.00	
	Total	798,291.00	1,411,900.00	

Note : 24 Earning per Shares

Sr. No	Particulars	As at 31.03.2019	As at 31.03.2018
1	Net profit after tax available for Equity Shareholders (Rs.) (A)	280,074	304,258
2	Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	6,597,500	6,597,500
3	Dilutive potential Equity Shares (Nos.)	-	-
4	Dilutive shares outstanding (Nos.) (C)	6,597,500	6,597,500
5	Nominal value per Equity Shares (Rs./ Share)	1	1
6	Basic Earnings per share (Rs./ Share) (A) / (B)	0.04	0.05
7	Diluted Earnings per share (Rs./ Share) (A) / (C)	0.04	0.05

Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our report of even date attached.

For Rakesh Batra & Co.

Chartered Accountants

ON BEHALF OF THE BOARD OF DIRECTORS

VERUM PROPERTIES LIMITED

Sd-

Sd-

Sd-

(CA Rakesh Batra)

RAHUL KUMAR

**CHANDAN
MANDAL**

Proprietorship

(Director)

(Director)

Firm Reg.No.: 020461N

DIN: 06977092

DIN: 08091815

M.No.: 505247

Sd-

Date: 30.05.2019

REKHA JAIN

Place: New Delhi

CS

VERUM PROPERTIES LIMITED

**Fixed Assets & Depreciation
Schedule**

AS PER INCOME TAX ACT

PARTICULARS	OP.BAL.	ADDITION		DELETION	BALANCE	RATE	DEPRECIATION	NET BLOCK
	Value as on 01.04.2018	MORE THAN 180 DAYS	LESS THAN 180 DAYS				FOR THE YEAR	Value as on 31.03.2019
Furniture & Fixture	198,410.00	-	-	-	198,410.00	10%	19,841.00	178,569.00
Computers & Printers	1,551.00	-	-	-	1,551.00	60%	931.00	620.00
office Equipments	13,509.00	-	-	-	13,509.00	15%	2,026.00	11,483.00
TOTAL	213,470.00	-	-	-	213,470.00		22,798.00	190,672.00

Notes to the Financial Statements for the year ended March 31, 2019

1. General information:

Our Company was originally incorporated as **Fairdeal Properties Limited (FPL)** in 1985. The Certificate of Incorporation was issued on 19th June, 1985 under the Companies Act, 1956 by National Capital Territory of Delhi and Haryana. The certificate of commencement of business issued by the Registrar of Companies, National Capital Territory of Delhi & Haryana on 19th June, 1985 and consequently the name was changed to **Verum Properties Limited (FPL)** vide fresh certificate of incorporation dated 24th October, 2016 issued by the Registrar of Companies, National Capital Territory of Delhi & Haryana.

2. Significant accounting policies ;

2.1 The financial statements as at and for the year ended March 31, 2019 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

2.2 Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

- (i) Financial assets and financial liabilities measured at fair value;
- (ii) Defined benefit and other long-term employee benefits, if any.

2.3 Functional Currency and Foreign currency

No Foreign currency transaction has taken place during the relevant period.

2.4 Use of Estimates and Judgments:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

2.5 Revenue recognition

2.5.1 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5.2 Commission Income is recognized when it has accrued.

2.6 Leases

No Operating & Finance lease has taken by the company.

2.7 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

2.8 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing defERENCE between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws. Deferred income tax is recognised using the balance sheet approach.

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

2.9 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

2.9.1 Cash and cash equivalents: Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.9.2 Financial assets at amortised cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.9.3 Equity Instruments (Share capital): Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

2.10 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any. The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use.

2.11 Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of BSE Limited by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

3. Transition to Ind AS

Transition to Ind AS was carried out from Previous GAAP.

4. Related Party Disclosure

No Related Parties Transaction has taken place during the period.

5. Segment Reporting

Company is working in only in one segment hence reporting Segment is not required as per Indian Accounting Standard 108 "Operating Segments".

As per our report of even date attached.

For Rakesh Batra & Co
Chartered Accountants

Sd-

CA Rakesh Batra

Prop.

FRN: 020461N

M. No. 505247

Date: 30/05/2019

Place: New Delhi

ON BEHALF OF THE BOARD OF DIRECTORS
M/s VERUM PROPERTIES LIMITED

Sd-

RAHUL KUMAR

(Director)

DIN: 06977092

Sd-

CHANDAN MANDAL

(Director)

DIN: 08091815

Sd-

REKHA JAIN

COMPANY SECRETARY

VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

Regd. office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar

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	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of VERUM PROPERTIES LIMITED will be held on Monday, 30th September, 2019 at 09:00 A.M. at Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar Delhi 110092 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, Cash Flow Statement, report of Director's and Auditor's for the financial year 31 st March, 2019.		
2.	To appoint a Director in place of Ms. Nanki Kachhap, who retires by rotation and being eligible offer himself for re -appointment.		
3.	To ratify the appointment of M/s. Rakesh Batra & Co., Chartered Accountants (Firm Registration number 020461N) as Statutory Auditors of the company until the conclusion of the next Annual General Meeting of the company and to fix their remuneration.		

* Applicable for investors holding shares in Electronic

form. Signed this ___day of__ 2019

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.

VERUM PROPERTIES LIMITED

(Formerly Known as Fairdeal Properties Limited)

Regd. office: Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar

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)

Joint Name of shareholder

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 34th Annual General Meeting of **VERUM PROPERTIES LIMITED** will be held on Monday, 30th September, 2019 at 09:00 A.M. at **Office No. 105, Prop. No. F-17, Subhash Chock, Laxmi Nagar Delhi -110092**

(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

