



Annual Report 2014-15

Golden Values

“At the core of HMPL is the “spirit of HMPL”. It encapsulates the values, which are the guiding principles for our culture and behavior in HMPL. It binds us together and inspire us to scale greater heights in whatever we do.”

HMPL IDENTIFIES THREE GOLDEN VALUES:

*Intensity To Win
Act More Sensible
Unyielding Integrity*

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COPORATE INFORMATION

Directors	Mr. Paresh Sampat -Non Executive Chairman & Independent Director
	Mr. V.I.Garg - Managing Director
	Mr. Vineet Garg - Executive Director & Chief Financial Officer
	Mr. Deenbandhu Upasani – Independent Director
	Mr. Ashish Kankani – Independent Director (appointed to be director w.e.f. 09.08.2014)
	Mrs. Chanda V. Garg- Woman Director
Company Secretary & Compliance Officer	Mr. Ravi Shelke
Practising Company Secretary	Mrs. Manisha Bajaj
Statutory Auditors	M/s G. R. Modi & Co., Chartered Accountants
Consulting Chartered Accountants	S. H. Bathiya & Associates, Chartered Accountants, Mumbai
Bankers	Vijaya Bank, Mumbai
Registrar & Share Transfer Agent	M/s. Link Intime India Pvt. Ltd., C – 13, Pannalal Silk Mill Compound, L.B.SMarg, Bhandup (West), Mumbai – 400 078, Phone: 0091-22-2596 3838, Email id: Mumbai@linkintime.co.in, www.linkintime.co.in
Registered Office	403, Kane Plaza, Mind Space, Off Link Road, Malad (West), Mumabai-400064 Tel: 91- 022-28711090, Fax: 91 – 022-40033979 E-mail:info@hazoormultiproject.com, hmpl.india@gmail.com Website: www.hazoormultiproject.com
Corporate Identification No	L99999PN1992PLC137757

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Shareholders of Hazoor Multi Projects Limited will be held on Monday, 21st September, 2015 at 10:30 a.m at Landmark Building, Link Road, Mith Chowki, Malad (West), Mumbai – 400 064, Maharashtra to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the audited Balance Sheet as at 31st March 2015 and the Statement of Profit and Loss for the year ended 31st March 2015 and the Directors' and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Vineet Garg (DIN 00397062), who retires by rotation and being eligible offers himself for reappointment.
3. To consider and, if thought fit, to pass following resolution as an Ordinary Resolution, relating to Ratification of appointment of the Auditors of the Company:

“RESOLVED THAT pursuant to provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, the appointment of M/s G. R. Modi & Co., Chartered Accountants, (Firm Registration No.112617W) as Statutory Auditors of the Company approved in the Twenty Second Annual General Meeting held on 25th September, 2014 till the conclusion of Twenty Fifth Annual General Meeting be and hereby ratified to hold office from the conclusion of Twenty Third Annual General Meeting to the conclusion of Twenty Fourth Annual General Meeting and Board of Directors of the Company be is hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors and that such remuneration may be paid on progressive billing basis to be agreed upon between Auditors and Board of Directors.”

SPECIAL BUSINESS:

4. Appointment of Mrs.Chanda V. Garg (DIN: 00409712) as Director.

To consider and, if thought fit, to pass, with or without modification, the following resolution as an Ordinary Resolution:

“RESOLVED THAT Mrs.Chanda V. Garg (DIN: 00409712), who was appointed as Additional Director of the Company by the Board of Directors with effect from March 31, 2015, and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member in terms of section 160 of the Companies Act, 2013, proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

5. Appointment of Director, Mr. V.I. Garg (DIN: 00409946), as Managing Director of the Company.

To consider and, if thought fit, to pass, with or without modification, the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 197, 198 and 203(1) read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, and Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and such other consents and

permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the Members be and is hereby accorded to appoint Mr. V I. Garg (DIN: 00409946), who is a Director of the Company, as the Managing Director of the Company for a period of 5 (five) years w.e.f. 1st April 2015 upto 31st March 2020 and he shall not draw any remuneration in respect of the said appointment.”

6. Authority to the Board to create Charge/ Mortgage and/ or Charge and/ or Hypothecation and/or Pledge on the Movable and Immovable Properties of the Company and to Sell, Lease or otherwise Dispose off the Whole or Substantially the Whole of the Undertaking of the Company Pursuant to Section 180(1)(a) of the Companies Act ,2013.

To consider and, if thought fit, to pass, with or without modification, the following resolution as an Special Resolution:

“RESOLVED THAT pursuant to section 180(1)(a) and all other applicable provisions of the Companies Act, 2013 and rules made thereunder as may be amended, from time to time and subject to the Memorandum and Articles of Association, the consent of the Company be and is hereby accorded to Board of Directors (hereinafter called “the Board”) which term shall be deemed to include any Committee thereof, which the Board may have constituted to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or person(s) for creation of mortgage and/or charge and/or hypothecation and/or pledge and/or security in any form or manner on any of its movable and immovable properties wherever situated both present and future or to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company on such terms and conditions at such time and in such form and manner as the Board in its absolute discretion thinks fit in favour of any person including but not limited to bank(s), financial institution(s) Investment Institution(s), Mutual Fund(s), Trust(s), other body(ies) corporate or persons whether shareholders of the Company or not, or from any source, located in India or abroad, whether unsecured or secured, Trustees for holders of debentures/ bonds and/ or other instruments to secure all credit facilities including rupee loans, foreign currency loans, debentures, bonds and/ or other instruments or non fund based facilities availed / to be availed by the Company and/ or for any other purpose, from time to time together with interest, further interest thereon, compound interest in case of default, accumulated interest, liquidated damages, all other cost, charges and expenses thereon for amount not exceeding the limit of Rs. 200 Crores (Rupees Two Hundred Crores only) over and above the aggregate of the paid up share capital and free reserves of the Company.”

RESOLVED FURTHER THAT securities to be created by the Company may rank pari passu / subservient with/to the mortgages and /or charges already created or to be created by the Company as may be agreed to between the concerned parties.

RESOLVED FURTHER THAT the Board of Directors or such Committee/or person/(s) as authorised by the Board of Directors be and are hereby authorised to finalize, settle and execute such documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of the immovable and/or movable properties of the Company on such terms and conditions as may be decided by the Board of Directors or such Committee in consultation with the lenders and for reserving the aforesaid right and for performing all such acts, things and deeds as may be necessary for giving full effect to this resolution.”

7. Authority to the Board Of Directors for Borrowings in excess of the Paid-Up Share Capital and Free Reserves of the Company Under Section 180(1)(c) of the Companies Act, 2013.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT subject to the approval of the shareholders under section 180(1)(c) and other applicable provisions of the Companies Act, 2013 (including any amendment to or re-enactment thereof for the time being in force), approval of the Board of Directors of the Company be and is hereby granted to borrow such sums of moneys as they may deem fit from time to time for the purpose of carrying on the business of the Company, notwithstanding that the monies to be borrowed, together with the monies already borrowed by the Company (apart from temporary loans, if any, obtained from the Company’s bankers in the ordinary course of business) will exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose; provided that the total amount up to which such monies may be borrowed by the Board of Directors shall not exceed the sum of Rs 200 crores at any time.

RESOLVED FURTHER THAT any one Director on the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including filing of the necessary forms with the Registrar of Companies.”

8. Authority to give loans to any companies and / or give any guarantee or provide security in connection with a loan to any companies and / or acquire by way of subscription, purchase or otherwise, the securities of any companies pursuant to the provisions of Section 186 of the Companies Act, 2013.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification thereof for the time being in force and as may be enacted from time to time), subject to such approvals, consents, sanctions and permissions, as may be necessary, and the Articles of Association of the Company and all other provisions of applicable laws, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise the powers conferred on the Board by this Resolution), to give loans to any companies(including subsidiaries) and / or give any guarantee or provide security in connection with a loan to any company(ies) (including Indian and overseas subsidiaries) and / or acquire by way of subscription, purchase or otherwise, the securities of any company(ies) (including Indian and overseas subsidiaries) upto an aggregate amount not exceeding Rs. 200 crores notwithstanding that the aggregate of the loans or guarantees or securities so far given or to be given and/ or securities so far acquired or to be acquired by the Company may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorised to finalise, settle and execute such documents, deeds, writings, papers, and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion deem fit, necessary or appropriate.”

By Order of the Board
For Hazoor Multi Projects Limited
sd/-
Ravi Shelke
Company Secretary
Mem.No.A38007

Registered Office:
403, Kane Plaza, Off Link Road,
Mind Space, Malad (West), Mumbai - 400064

Place: Mumbai,
Date: August 03, 2015

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY(50) MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
THE INSTRUMENT APPOINTING PROXY SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE.
2. Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from **05th September, 2015 to 21st September, 2015**, both days inclusive.
3. Explanatory Statement pursuant to section 102 of the Companies Act, 2013 forms part of this Notice.
4. Brief details of the directors, who are seeking appointment / re-appointment, are annexed hereto as per requirements of clause 49 of the listing agreement.
5. Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made thereunder, the current auditors of the Company, G. R. Modi & Co., Chartered Accountants are eligible to hold the office for a period of three years, from 2014 upto 2017. The re-appointment of G. R. Modi & co., Chartered Accountants as auditors for the 2015-16 is subject to ratification of

shareholder in the ensuing annual general meeting and to authorize Board to fixing of their remuneration has been put up for the approval of members.

6. For connivance of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
7. Members are requested to notify to the Company's Registrar immediately, if any change in their address along with quoting their folio number to the share transfer agent of the Company in case of shares held in physical, on or before **4th September, 2015**.
8. Members who are holding Company's shares in dematerialized form are required to bring details of their Depository Account Number for identification.
9. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
10. All documents referred to in the Notice and the explanatory statement shall be available for inspection by the Members at the Registered Office of the Company during office hours between 11.00 a.m. to 1.00 p.m. on all working day except Sunday & holiday, from the date hereof upto the date of the Meeting.
11. Pursuant to section 72 of the Companies Act, 2013, members holding shares in single name and physical form are advised to file nomination in the prescribed Form No. SH-13 in duplicate (which will be made available on request) with the Company's shares transfer agent, in respect of shares held in electronic / demat form, the members may please contact their respective depository participant.
12. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants. Members holding shares in physical form can submit their PAN details to the Company or registrar.
13. The Company has been maintaining, inter alia, the following statutory registers at its registered office, which are open for inspection in terms of the applicable provisions of Companies Act, 2013 by members and others as specified below:
 - i) Register of contracts or arrangements in which directors are interested under section 301 of the Companies Act, 1956 and section 189 of the Companies Act, 2013, on all working days during business hours. The said Registers shall also be produced at the commencement of the annual general meeting of the Company and shall remain open and accessible during the continuance of the meeting to a person having the right to attend the meeting.
 - ii) Register of directors and key managerial personnel and their shareholding under section 170 of the Companies Act, 2013, on all working days during business hours. The said Register shall be kept open for inspection at the annual general meeting of the Company and shall be made accessible to any person attending the meeting.
14. In terms of section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may send the notice of annual general meeting and the Annual

Report, including Financial statements, Board Report, etc. by electronic mode. The Company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company.

15. Please note that for security reasons, no article/baggage will be allowed at the venue of the meeting.

16. Members/Proxies are requested to bring the copies of annual reports to the meeting.

17. Voting through electronic means:–

In terms of the provisions of section 108 of the Companies Act, 2013 (the Act) read with rule 20 of the Companies (Management and Administration) Rules, 2014 (hereinafter called “the Rules” for the purpose of this section of the Notice) and clause 35B of the Listing Agreement, the Company is providing facility to exercise votes on the items of business given in the Notice through electronic voting system, to members holding shares as on **14th September, 2015** (End of Day) being the Cut-off date (Record date for the purpose of Rule 20 (4) (vii) of the Rules) fixed for determining voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by Link Intime India Pvt. Ltd. (Linkintime).

A. The instructions for shareholder voting electronically are as under:

- (i) The voting period begins on **Friday, 18th September, 2015 at 9.00 a.m** and ends on **Sunday, 20th September, 2015 at 5.00 p.m.** During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **14th September, 2015** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “HAZOOR MULTI PROJECTS LIMITED” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

B. For members who receive the notice of annual general meeting in physical form:

- i. Members holding shares either in demat or physical mode who are in receipt of Notice in physical form, may cast their votes using the Ballot Form enclosed to this Notice. Please refer instructions under heading C below for more details.
- ii. Members may alternatively opt for e-voting, for which the USER ID & initial password is provided at the bottom of the Ballot Form. Please follow steps from Sl. No.(i) to (xx) under heading ‘A’ above to vote through e-voting platform.

C. For members who wish to vote using ballot form:

Pursuant to clause 35B of the listing agreement, members may fill in the Ballot Form enclosed with the Notice (a copy of the same is also part of the soft copy of the Notice) and submit the same in a sealed envelope to the Scrutiniser, Mrs. Manisha Bajaj, Practising Company Secretary, unit: Hazoor Multi Projects Limited. C/o M/s. Link Intime India Pvt. Ltd., C – 13, Pannalal Silk Mill Compound, L.B.S Marg, Bhandup (West), Mumbai – 400 078, so as to reach by 5.00 p.m. on **20th September 2015**. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutiniser on the validity of the forms will be final. In the event, a member casts his votes through both the processes i.e. e-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.

D. Voting facility at annual general meeting:

- i. In addition to the remote e-voting facility as described above, the Company shall make a voting facility available at the venue of the annual general meeting either through electronic voting system or ballot or polling paper and members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting.
- ii. Members who have cast their votes by remote e-voting prior to the meeting may attend the meeting, but shall not be entitled to cast their vote again.

E. General instructions:

- i. The E-voting period commences from **9.00 a.m. on 18th September 2015 and ends on 5.00 p.m. on 20th September 2015**. The voting rights shall be reckoned on the basis of number of equity shares held by the members as on **14th September, 2015** [cut-off date for the purpose as per rule 20 (4) (vii) of the Companies (Management and Administration) Rules, 2014, as amended]. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- ii. The Company has appointed Mrs. Manisha Bajaj, Practising Company Secretary (ACS No. 24724 COP No.8932) having address as 218-A, Gulmohar Ansal Vihar, Nr. Shimpoli Tele Exchange, Chikuwadi, Borivali (West), Mumbai 400092 as the Scrutiniser to the e-voting process, (including voting through Ballot Form received from the members) in a fair and transparent manner.
- iii. The Scrutiniser shall, within a period not exceeding three (3) working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two (2) witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- iv. In the event of a poll, please note that the members who have exercised their right to vote by electronic means/ through ballot form as above shall not be eligible to vote by way of poll at the meeting. The poll process shall be conducted and report thereon will be prepared in accordance with section 109 of the Companies Act, 2013 read with the relevant Rules. In such an event, votes cast under Poll taken together with the votes cast through e-voting and using ballot form shall be counted for the purpose of passing of resolution(s).
- v. Subject to the receipt of sufficient votes, the resolutions shall be deemed to be passed at the 23rd annual general meeting of the Company scheduled to be held on **Monday, 21 September 2015**. At the said annual general meeting, the Chairman shall declare the results of voting on the resolutions set out in the Notice. The results declared along with the Scrutinizers' Report shall be placed on the Company's website www.hazoormultiproject.com and on the website of www.evotingindia.com, within two days of the passing of the resolutions at the 23rd annual general meeting of the Company and shall also be communicated to the Stock Exchanges.

By Order of the Board
For Hazoor Multi Projects Limited

Sd/-

Ravi Shelke
Company Secretary
Mem.No.A38007

Registered Office:
403, Kane Plaza, Off Link Road,
Mind Space, Malad (West), Mumbai – 400064.

Place: Mumbai,
Date: August 03, 2015.

EXPLANATORY STATEMENT

Item No. 4 of the Notice

Mrs. Chanda V. Garg was appointed as Additional Director by the Board with effect from March 31, 2015, in terms of Section 161 of the Companies Act, 2013 and based on the recommendation of the Nomination and Remuneration Committee. She holds office up to the date of this Annual General Meeting. The Company has received a notice in writing from a Member alongwith the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidature of Mrs. Chanda V. Garg for the office of Director of the Company, liable to retire by rotation. Mrs. Chanda V. Garg is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as Director. Her brief profile has stated below:

Mrs. Chanda Garg being effective leader and willing to choose competence over popularity aged 57 years has been appointed as an Additional Director of the Company. Besides being a very good Homemaker she also have capability to tackle the day to day critical situation in the Company. She is a Graduate from Nirmala Niketan College of Social work in the field of Home Science.

Her directorships/Committee positions in companies are:

Directorships:

Hazoor Multi Projects Limited
Parle Software Limited
Fortune Point Exports Pvt. Ltd.

Committee positions: NIL

Mrs. Chanda V. Garg is not disqualified from being appointed as a Director in terms of section 164 of the Act.

None of the directors, Key Managerial Personnel, except Ms. Chanda V. Garg herself and her relatives Ms. Vijendra Garg and Mr. Vineet Garg, are concerned or interested in the said resolution.

In compliance with the provisions of Section 197 and other applicable provisions of the Act, read with Schedule V to the Act, the Resolution regarding the appointment of Ms. Chanda V. Garg as Director at Item No. 4 is commended for approval by the shareholders.

Item No. 5 of the Notice

The Board of Directors has appointed Mr. V. I. Garg as the Managing Director of the Company for a period of 5 years with effect from 01st April, 2015, subject to the approval of the shareholders. With effect from 31st March, 2015, he is designated as Managing Director. His brief profile has stated below:

Mr. V. I. Garg a senior Corporate Advisor, having immense knowledge in the field of Corporate Laws and other laws. Being a senior member aged 63 yrs having vast knowledge in the Legal field and he is a very good interpreter of legal language. He has worked at Hazoor Multi Project Limited in the areas of Real Estate Project Management, and has been its Director since March 1996. He is having ability to work as a team leader and an active Co-ordinator.

His directorships/committee positions in companies are:

Directorships:

Hazoor Multi Projects Limited
Parle Software Limited
Eaugu Udyog Limited
Fortune Point Exports Pvt. Ltd.

Committee positions:

Hazoor Multi Projects Limited
Parle Software Limited
Eaugu Udyog Limited

Mr.V.I. Garg is not disqualified from being appointed as a Director in terms of section 164 of the Act. He does not hold any Equity Shares in the Company as on 31 March 2015.

Mr.V.I. Garg will not draw any remuneration in respect to such appointment.

None of the directors, Key Managerial Personnel, except Mr.V. I. Garg himself and his relatives Mrs. Chanda V. Garg and Mr.Vineet Garg, are concerned or interested in the said resolution.

In compliance with the provisions of Sections 196, 197 and other applicable provisions of the Act, read with Schedule V to the Act, the Resolution regarding the appointment of Mr. V.I. Garg as MD at Item No. 5 is commended for approval by the shareholders.

Item No. 6 of the Notice

In terms of the resolution placed before the meeting of the shareholders for approval pursuant to Section 180 (1) (a) of the Companies Act, 2013, consent of the Members is required for authorizing the Board of Directors to create mortgage and / or charge on the immovable and movable properties or to sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company. The Company would be borrowing monies by way of debentures, bonds, loans, hire purchase finance either in rupee or in foreign currency from Financial Institutions / Banks / Insurance Companies and other Corporate Bodies apart from working capital facilities from banks in ordinary course of business. This in turn would necessitate further creation of securities by suitable mortgages and / or charges on all or some of the immovable and movable properties of the Company, both present and future, in favour of the lenders / trustees upto an extent of Rs.200 Crores. To create mortgage and / or charge upto the said limit, approval of the Members is required to be obtained pursuant to Section 180 (1) (a) of the Companies Act, 2013 authorizing the Board of Directors of the Company in this regard. Hence the resolution is placed before the Members for their approval.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

The Board recommends the Special resolutions set out in item no.6 of the Notice for approval by the shareholders.

Item No. 7 of the Notice

In terms of the resolution placed before the meeting of the shareholders for approval pursuant to Section 180 (1) (c) of the Companies Act, 2013, the Board of Directors of the Company is authorised to borrow upto a sum of Rs.200 Crores over and above the paid-up share capital and free reserves of the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary

course of business). The Business proposal of the Company may require additional funds in future. Hence, it is necessary to set borrowing limits for the Company. Therefore, it is considered desirable to set Board's borrowing powers upto Rs.200 Crores over and above the paid-up share capital and free reserves of the Company. Accordingly, the consent of the Shareholders at the General Meeting is sought under Section 180 (1) (c) of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

The Board recommends the Special resolutions set out in item no.7 of the Notice for approval by the shareholders.

Item No. 8 of the Notice

As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can make any loan, investment or give guarantee or provide any security beyond the prescribed ceiling of i) Sixty per cent of the aggregate of the paid-up capital and free reserves and securities premium account or, ii) Hundred per cent of its free reserves and securities premium account, whichever is more, if special resolution is passed by the members of the Company. As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment, providing loans or give guarantee or provide security in connection with loans to companies (including Indian and overseas subsidiaries) for an amount not exceeding Rs.200 crore. The investment(s), loan(s), guarantee(s) and security (ies), as the case may be, will be made in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules made there under. These investments are proposed to be made out of own/ surplus funds/internal accruals and or any other sources including borrowings, if necessary, to achieve long term strategic and business objectives.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution except as members.

The Board recommends the Special resolutions set out in item no.8 of the Notice for approval by the shareholders.

By Order of the Board
For Hazoor Multi Projects Limited
sd/-
Ravi Shelke
Company Secretary
Mem.No.A38007

Registered Office:
403, Kane Plaza, Off Link Road,
Mind Space, Malad (West),
Mumbai – 400064.

Place: Mumbai,
Date: August 03, 2015.

DIRECTOR'S REPORT

**To,
The Members**

Your Directors have pleasure in presenting the 23rd Annual Report together with the Audited Accounts of the Company for the financial year ended 31st March, 2015.

THE STATE OF THE COMPANY'S AFFAIRS ARE AS UNDER:

I. FINANCIAL RESULTS:

The Highlights of the Standalone and Consolidated Financial Results of the Company are summarized as under:

(Rs in Lacs)

	STANDALONE		CONSOLIDATED	
	2014-15	2013-14	2014-15	2013-14
Gross Revenue	18.93	29.49	19.44	29.49
Earnings Before Interest, Depreciation & Amortisation & Taxes	4.80	19.26	5.11	19.26
Less: Interest and Finance Charges	0.15	0.45	0.15	0.45
Less: Depreciation	3.80	17.39	3.80	17.39
Profit before tax	0.84	1.42	1.15	1.42
Less: Tax Expenses / Differed Taxes	(10.48)	(4.37)	(10.38)	(4.37)
Profit after tax	11.32	5.79	11.54	5.79
Profit for the year	11.32	5.79	11.54	5.79
Paid Up Equity Share Capital	1,015	1,015	1,015	1,015

II. FINANCIAL PERFORMANCE:

During the year under review your company at Standalone level, reported Gross Revenue from operations which is stood at Rs.18.93 lakhs compared with Rs.29.49 lakhs in the Previous Year. The Operating Profit before tax stood at Rs.4.80 lakhs as against Rs.19.26 lakhs in the Previous Year. The Net Profit for the year stood at Rs.11.32 lakhs against Rs.5.79 lakhs reported in the Previous Year.

The Consolidated Gross Revenue from operations for FY 2015 was placed at Rs. 19.44 Lakhs (Previous Year: Rs. 29.49 Lakhs), registering a decline of 52 %. The Consolidated Operating Profit stood at Rs. 5.11 Lakhs Previous Year Rs. 19.26 Lakhs). The Consolidated Profit after tax stood at Rs. 11.54 lakhs (Previous Rs 5.79 lakhs).

III. TRANSFER TO RESERVES:

During the year under review, the Company do not proposes to transfer NIL amount to reserves.

DIVIDEND:

In order to conserve the resources of the company, the Directors do not recommend any dividend for the Financial Year 2014-15.

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

Since your Company and their subsidiary does not own any manufacturing facility, the requirement pertaining to disclosure of particulars relating to conservation of energy, research and development and technology absorption, as prescribed under the Companies (Disclosure of particulars in the report of Board of Directors) Rules 1988 are not applicable. The Foreign exchange earnings and expenditure of the Company during the year under review were Rs. NIL.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm 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 end of the profit of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis.
- e) the directors, had laid down internal financial controls to be followed by the company and 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.

CHANGE IN REGISTERED OFFICE:

During the year under review, the company's registered office was shifted From BlockNo.19, Yashwantrao Chauvhan Sankul, Near Nagarpalika Hospital, Lonavala, Dist.Pune- 410401 To 403, Kane Plaza, Mind Space, Off Link Road, Malad (West), Mumbai-400064 w.e.f. 10th May, 2015 for better administrative and economic control which will reduce overheads and enable the company to rationalize and streamline its operational efficiency.

EXTRACT OF ANNUAL RETURN:

The Extract of Annual Return in **Form MGT-9** pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is attached as **ANNEXURE-I** to this Report.

NUMBER OF MEETINGS OF THE BOARD:

The Board of Directors has met seven times during the financial year 2014-15. Detailed information is given in the Corporate Governance Report.

A STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

The Independent directors have submitted the Declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6).

NOMINATION AND REMUNERATION COMMITTEE:

The Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees has been attached as **ANNEXURE-II** to this report.

SECRETARIAL AUDIT REPORT:

The Board has appointed Ms. Monika Thanvi, Practising Company Secretary, to conduct Secretarial Audit for the financial year ended 31st March, 2015. The Secretarial Audit Report for the financial year ended 31st March, 2015 is annexed herewith marked as **ANNEXTURE-III** to this report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

AUDITORS

M/s. G.R. Modi & Co., Chartered Accountants, Statutory Auditors of the Company having registration number FRN No.112617W hold the office from the conclusion of 22nd Annual General Meeting until the conclusion of the 25th Annual General Meeting and pursuant to Section 139 of the Companies Act, 2013; the Company hereby places the matter relating to such appointment for ratification by members at this annual general meeting. The Company has received a certificate from the statutory auditors to the effect that their re-appointment, if made, would be within the limits prescribed. The statutory auditors have also confirmed that they hold a valid certificate issued by the "Peer Review Board" of The Institute of Chartered Accountants of India.

There are no qualifications, reservations or adverse remarks or disclaimers made M/s. G.R. Modi & Co., Statutory Auditors, in their report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 (1) OF COMPANIES ACT, 2013:

There were no related party transactions (RPTs) entered into by the Company during the financial year, which attracted the provisions of section 188 of Companies Act, 2013. There being no 'material' related party transactions as defined under clause 49 of the Listing Agreement, there are no details to be disclosed in Form AOC-2 in that regard.

During the year 2014-15, pursuant to section 177 of the Companies Act, 2013 and clause 49 of the Listing Agreement, all RPTs were placed before Audit Committee for its prior/omnibus approval.

The policy on RPTs as approved by Board is uploaded on the Company's website www.hazoormultiproject.com

RISK MANAGEMENT POLICY:

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors.

CORPORATE SOCIAL RESPONSIBILITY:

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

ANNUAL EVALUATION OF PERFORMANCE OF BOARD:

The Chairman of the Board had one-on-one meetings with the Independent Directors and the Chairman of the Nomination and Remuneration Committee had one-on-one meetings with the Executive and Non-Executive Directors. These meetings were intended to obtain Directors' inputs on effectiveness of Board/Committee processes. The Board considered and discussed the inputs received from the Directors. Further, the Independent Directors at their meeting, reviewed the performance of Board, Chairman of the Board and of Non- Executive Directors.

DIRECTORS:

During the year under review, following changes took place in the composition of the Board of Directors of the Company:

Appointment/ Re-appointment/ Change in Designation of Director**Appointment**

During the year under review, the Board appointed Mr. Ashish Kankani as Additonal Director with effect from 9th August, 2015. Further Board after approval of Shareholder in Annual General Meeting confirmed Mr. Ashish Kankani as Independent director to the Board.

Re-appointment

Mr. Vineet Garg, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment.

Change in Designation of Director

Mrs. Chanda V. Garg was co-opted as Additional Director on Board w.e.f. 31st March, 2015 and her term expires at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her appointment as a Director of the Company liable to retire by rotation.

KEY MANAGERIAL PERSONNEL:**Appointment/Resignation**

During the year under review, Mr. Vineet Garg was appointed as a Chief Financial Officer(CFO) of the Company with effect from 31st March, 2015.

During the year under review, Mr. V.I. Garg was appointed as Managing Director with effect from 31st March, 2015 for a period of 5 years w.e.f 1st April, 2015 subject to approval of shareholder in the forthcoming AGM.

During the year under review Ms. Raina Shah has resigned from the post of Company Secretary & Compliance Officer w.e.f. 30th September, 2014. Her contribution to the organization and its success will always be appreciated.

Consequent to resignation of Ms. Raina Shah as Compliance Officer, Mr. Shrikant Bahera has been appointed as Compliance Officer of the Company with immediate effect from 30th September, 2014. Further Mr. Shrikant Bahera tendered his Resignation on 31st March, 2015 and his place Mr. Pradeep Vyas has been appointed as Company Secretary cum Compliance Officer.

Note: - 1. Mr. Pradeep Vyas was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 1st April, 2015 and resigned w.e.f. 27th May, 2015.

2. Mr. Ravi Shelke was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 1st June, 2015.

SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES:

The Company has only one subsidiary Aambey Valley Mountains Private Limited (Formerly Known as Hazoor Aambey Valley Developers Pvt. Ltd.) was mainly engaged in the business of Real Estate. During the year under review, there are no companies which has become/ ceased to become a Subsidiary/ Joint Ventures/ Associate Companies.

The Report on the performance and financial position of each of the subsidiaries, associates and joint venture companies in **Form AOC-1** pursuant to first proviso to sub-section (3) of Section 129 of the Companies Act, 2013 and Rule 5 of Companies (Accounts) Rules, 2014 is attached as **ANNEXURE-V** to this Report.

** Aambey Valley Mountains Private Limited ceased to be Subsidiary of the Company w.e.f 30th June, 2015.*

DEPOSITS:

The Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

ORDER PASSED BY REGULATOR OR COURTS OR TRIBUNALS:

There are no orders passed by the regulator or courts or tribunals against the Company impacting status as going concern on its operations.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The details pertaining to adequacy of internal financial controls with reference to the Financial Statements pursuant to Rule 8 (5) (viii) of the Companies (Accounts) Rules, 2014 are included in Management Discussion & Analysis, which forms part of this report.

AUDIT COMMITTEE:

The Audit Committee of the Board pursuant to Section 177(2) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 consist of Three Directors. Out of which two directors are Independent Directors and constitutes majority.

POLICIES OF THE COMPANY:

Your Company has posted the following documents on its website www.hazoormultiproject.com:

1. Code of Conduct and Ethics
2. Whistle Blower Policy (Vigil Mechanism)
3. Related Party Transaction Policy
4. Familiarisation Programme for the benefit of the Independent Directors
5. Nomination and Remuneration Policy

RATIO OF THE REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEE'S REMUNERATION:

(i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2014-15, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr.No.	Name of Director / KMP and Designation	Remuneration of Director /KMP for Financial Year 2014-15	% increase in remuneration in the Financial Year 2014-15	Ratio of Remuneration to each Director/ to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1	V. I. Garg (Managing Director)	Nil	Nil	Nil	Profit Before Tax decreased by 41 % and Profit After Tax increased by 96 % in Standalone Financial Year 2014-15 & Profit Before Tax decreased by 19 % and Profit After Tax increased by 99 % in Consolidated Financial Year 2014-15
2	Vineet Garg (Chief Financial Officer & Executive Director)	Nil	Nil	Nil	
3	Ashish Kankani (Non-Executive, Independent Director)	Nil	Nil	Nil	
4	Paresh Sampat (Non-Executive Independent Director)	Nil	Nil	Nil	
5	Deenbandhu Upasani (Non-Executive Independent Director)	Nil	Nil	Nil	
6	Mrs. Chanda Garg (Non-Executive Director)	Nil	Nil	Nil	
7	Ms. Raina Shah * (Company Secretary & Compliance Officer)	18000 p.m	Nil	Nil	
8	Mr. Pradeep Vyas ** (Company Secretary & Compliance Officer)	25000 p.m	Nil	Nil	
9	Mr. Ravi Shelke# (Company Secretary & Compliance Officer)	30000 p.m	Nil	Nil	

* : Raina Shah, Company Secretary of the Company has been resigned w.e.f. 30.09.2014.

** : Mr. Pradeep Vyas was appointed as Company Secretary from 1.04.2015 and resigned on 27.05.2015.

: Ravi Shelke, Company Secretary of the Company has been appointed w.e.f. 01.06.2015.

- ii) The median remuneration of employees of the Company during the financial year was Rs. 0.87 lakh.
- iii) In the financial year, there was an decrease of 34% in the median remuneration of employees;
- iv) There were 5 permanent employees on the rolls of Company as on March 31, 2015;
- v) Relationship between average decrease in remuneration and company performance:- The Profit before Tax for the financial year ended March 31, 2015 decreased by 41% whereas the decrease in median remuneration was 34%. The average decrease in median remuneration was in line with the performance of the Company.
- vi) Comparison of Remuneration of the Key Managerial Personnel(s) against the performance of the Company:

The total remuneration of Key Managerial Personnel increased by 84% from Rs. 0.29 Lakhs in 2013-14 to Rs. 1.84 Lakhs in 2014-15 whereas the Profit before Tax decreased by 41% to 0.84 Lakhs in 2014-15 (Rs. 1.42 Lakhs in 2013-14).

- vii) a) Variations in the market capitalisation of the Company : The market capitalisation as on March 31, 2015 was Rs. 3.45 Crore (Rs. 1.12 Crore as on March 31, 2014)
- b) Price Earnings ratio of the Company was 34 as at March 31, 2015 and was 44 as at March 31, 2014
- c) Percent increase over/ decrease in the market quotations of the shares of the company as compared to the rate at which the company came out with the last public offer in the year-

The Company has not come out with an IPO, it was listed pursuant to the Scheme of Arrangement through the Hon'ble High Court for the State of Maharashtra Judicature at Bombay, its order dated 28/03/2002 under section 391 and 394 of Companies Act, 1956.

- viii) Average percentage decrease made in the salaries of employees other than the managerial personnel in the last 3 Financial year i.e. 2014-15 was 39.83 % whereas No increase or decrease in the managerial remuneration for the same 3 financial year.
- ix) The key parameters for the variable component of remuneration availed by the directors are considered by the Board of Directors based on the recommendations of the Human Resources, Nomination and Remuneration Committee as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- x) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year – Not Applicable; and
- xi) It is hereby confirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Internal financial controls with reference to the financial statements were adequate and operating effectively

PRESENTATION OF FINANCIAL RESULTS

The financial results of the Company for the year ended 31st March, 2015 have been disclosed as per Schedule III to the Companies Act, 2013.

CONSOLIDATED FIANANCIAL STATEMENT

The directors also present the audited consolidated financial statements incorporating the duly audited financial statements of the subsidiaries and joint venture and as prepared in compliance with the Companies Act, 2013, Accounting Standards and the Listing Agreement as prescribed by SEBI.

CORPORATE GOVERNANCE:

Pursuant to clause 49 of the Listing Agreement with stock exchanges, a separate section titled 'Corporate Governance' has been included in this Annual Report, alongwith Statutory Auditor's certificate on its compliance.

ACKNOWLEDGEMENT:

The Board place on record their appreciations of the whole hearted and sincere co-operation received by the Company during the year from the employees, customers/ clients, bankers and various Government authorities at all levels.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

MR. V. I. GARG
MANAGING DIRECTOR
(DIN NO. 00409946)

MR.PARESH SAMPAT
NON EXECUTIVE CHAIRMAN
(DIN NO. 00410185)

DATE: 03rd August, 2015
PLACE: Mumbai

MANAGEMENT DISCUSSION AND ANALYSIS (MD&A)

Hazoor Multi Projects Limited (HMPL) is focusing on to affordable housing segment which is perceived to maximum demand and promoting responsible infrastructure development.

In infrastructure there are severe financial, operational and regulatory challenges related to liquidity, cash flow, problem in land acquisition etc. In such a difficult business environment company is using its business strategy and operation and concentrating on the core areas of competences.

ECONOMIC OVERVIEW

Indian economy showed early signs of growth post various initiatives and reform measures undertaken by the Central Government. The Company believes that public and private investment spending to drive the capex growth will be critical to India's growth outlook. The Government has taken measures to boost spending by increasing the capex allocation towards infrastructure projects by reforms in the budget. The Government is also taking various initiatives to unlock stuck investments in the core and infrastructure projects, revive investments from the private sector by reforming policy environment, improving the ease of doing business and accelerating the project related approvals.

Reserve Bank of India's (RBI) policy seems to be heading towards creation of a stable, low inflation regime. The RBI has started to lower the interest rates as well as increase the liquidity in the economy by taking various initiatives. The RBI has indicated that further monetary actions will be conditioned by incoming data especially on the easing of supply constraints, pass through of rate cuts into lending rates and improved availability of key inputs such as power, land, mineral and infrastructure. Additionally, impact of US interest rates on global capital flows will determine the pace of interest rate cuts.

Post the regime change in India's federal Government, there have been firm signals of development agenda and pushing of reforms required to revitalize the economy. The Government has taken measures to revive the economy by modifying FDI policies for various industries, pushing hard for infrastructure spending and towards creating smart cities. Reforms to create flexibility in labour markets, safety net for the unorganized sector and passing of GST to create a common market will go a long way to take the growth momentum to a different level.

THE INDIAN REAL ESTATE SECTOR

The real estate sector continued to face a challenging environment due to lacklustre demand scenario, various policy hurdles, delay in approval cycle, continued high borrowing costs both for industry and the consumer. The RBI has started to soften the interest rates but the impact at ground level is still awaited. Further downtrend in the interest rate cycle remains crucial for revival of the sector. Various reforms announced by the Government such as 'Housing for all by 2022', development of 'Smart Cities' and the proposed real estate regulatory bill are expected to benefit the sector over the medium and long-term. The approval to Real Estate Investment Trust (REITs) was also an extremely welcome step which should help revitalising the office & retail business.

Residential Segment

The residential segment continues to witness a challenging environment amidst policy uncertainties, delay in project approval cycle and tepid demand scenario. However, select micro-markets primarily catering to the luxury/premium segment witnessed reasonable interest. The Government, however, has

pushed big ticket reforms to provide housing for the masses with the introduction of their policy viz. 'Housing for All by 2022'. In India, the pace of urbanization has not been able to match its peers globally. Approximately 30% of India's population lives in cities as compared to an average 50% globally and 70% in developing nations and substantial portions of this population lives in illegal, shanty towns. The Government expects that half of the population would be shifting to urban cities by 2050. The Government has estimated a shortfall of around 30 million housing units by 2022 in meeting urban demand. The cumulative demand for urban housing is estimated at around 100 million units in this period. The year closed on a cautiously optimistic note attributable to partial monetary easing and positive indications from the RBI, green shoots of recovery in the business environment and positive sentiments in select micro-markets. A recent paper released by the Reserve Bank of India indicates that there is no bubble in property prices and inflation adjusted prices have come down slightly reported at 4%. Residential segment is expected to improve owing to the above mentioned factors in the medium-term as consumers gain confidence in certainty in their income level.

Key Developments in the Indian Real Estate Regulatory Framework Real Estate (Regulation and Development) Bill, 2013

The amendments to the draft Real Estate Bill seek to regulate the real estate sector by establishing a real estate regulatory authority ("RERA") and an appellate tribunal. The bill aims at protection of the consumer interests and increase transparency in the way the industry operates. The Real Estate Regulatory Bill currently awaits approval of the Parliament.

The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013

The Land Acquisition Act came into force from January, 2014. The Act seeks to govern processes in relation to land acquisition in India and contains provisions relating to the compensation, rehabilitation and resettlement of persons affected by such acquisitions. The Act has witnessed stiff opposition from wide spectrum of industry as the cost of development will escalate as companies would also need to budget for additional cost and delays in project execution. The NDA government has sought to amend the Act through an ordinance to make land acquisitions for development oriented projects and public projects less cumbersome, though it continues to remain a high cost proposition for the industry. The amended Act is yet to be passed by the Parliament.

Real Estate Investment Trusts (REITs) Code

The SEBI has notified regulations for introduction of Real Estate Investment Trust. This has laid the foundation for introduction of these instruments in the country, which shall help real estate developers and large real estate owners raise long-term capital from investors both in India and abroad. Ministry of Finance, Government of India has introduced various incentives such as exemption of capital gains, pass through status for rental income on assets directly owned by the trust and amendment to FEMA to allow FII's to invest into REITs.

Foreign Direct Investment

The Government of India has revised the Foreign Direct Investment (FDI) policy through Press Note 10. Noteworthy revisions are the reduction in minimum area requirements to 20,000 square metres and reduction in minimum capitalisation to US\$ 5 million. Additionally, it has allowed FDI to come into 'brownfield' projects and exit projects with trunk infrastructure, subject to FIPB.

FINANCIAL REVIEW**Revenue & Profitability**

The Consolidated Gross Revenue from operations for F.Y. 2015 was placed at Rs.19.44 Lakhs (Previous Year: Rs.29.49 Lakhs), registering a decline of 52 %. The Consolidated Operating Profit stood at Rs.5.11 Lakhs (Previous Year Rs.19.26 Lakhs). The Consolidated Profit after tax stood at Rs. 11.54 lakhs (Previous Rs.5.79 lakhs).

Balance Sheet

Your Company's Balance Sheet as at 31st March, 2015 reflected a position with a net worth of Rs.22.09 Crore. The net worth of your Company witnessed a decrease of 1% from F.Y.'14. The Company does not have any debt as on 31st March, 2015.

COMPANY'S PROJECT EXECUTION STATUS AND DEVELOPMENT POTENTIAL

The Project Land situated at Hazoor Hill Grand, Village Peth Shahpur, Dist. Pune was notified as "Private Forest" by Forest Department and therefore the said Land has been categorized as 'No-Development Zone'. Accordingly the impairment loss of Rs.10.71 Crore was charged to the P&L A/c in the earlier years. As on the date of Balance Sheet 31st March 2015 there is no improvement in the impairment conditions, therefore the reversal of the impairment loss has not been recognized during the year under report. Hence there is no increase or decrease in the carrying amount of the impaired asset. Since the impaired asset has become non-performing asset, the Board of the Company are of the opinion to dispose off the impaired asset on 'As Is Where Is Basis' and reinvest the realized value and generate another revenue stream for the Company.

OUTLOOK ON RISKS & CONCERNS

Your Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks and also the investment outlook towards Indian real estate sector. Some of the risks that may arise in its normal course of its business and impact its ability for future developments include inter-alia, credit risk, liquidity risk, counterparty risk, regulatory risk, commodity inflation risk and market risk. Your Company's chosen business strategy of focusing on certain key products and geographical segments is also exposed to the overall economic and market conditions. Your Company has implemented robust risk management policies and guidelines that set out the tolerance for risk and your Company's general risk management philosophy. Accordingly, your Company has established a framework and process to monitor the exposures to implement appropriate measures in a timely and effective manner.

Finance and Control

Your Company's finance function is responsible for correctness of all financial information, timely reporting of business metrics, ensuring complete financial propriety & control, effective risk management, treasury operations and institutional investor relations. The accounting works on an integrated platform. The function is organized along finance teams for each business unit which work within well defined parameters and policies to ensure a flexibility, speed and control at the same time. During the course of last year, regular presentations of audit reports including significant audit findings and compliance assurance along with the implementation status and resolution timelines is

made to the Audit Committee of the Board by the internal auditors. Every quarter, the statutory auditors also make a presentation of the summary of audit issues to the Audit Committee.

CAUTIONARY STATEMENT:

The above Management Discussion and Analysis contains certain forward looking statements within the meaning of applicable security laws and regulations. These pertain to the Company's future business prospects and business profitability, which are subject to a number of risks and uncertainties and the actual results could materially differ from those in such forward looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties, regarding a fluctuations in earnings, our ability to manage growth, competition, economic growth in India, ability to attract and retain highly skilled professionals, time and cost over runs on contracts, government policies and actions with respect to investments, fiscal deficits, regulation etc. In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources thought to be reliable. The Company does not undertake to make any announcement in case any of these forward looking statements become materially incorrect in future or update any forward looking statements made from time to time on behalf of the Company.

ANNEXURES TO THE DIRECTOR'S REPORT**ANNEXURE-I****The Extract of the Annual Return in form MGT-9:**

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

I. Registration and other Details

CIN	L99999PN1992PLC137757
Registration Date	1 st December, 1992
Name of the Company	Hazoor Multi Projects Limited
Category	Company Limited by shares
Sub-Category	Indian Non-Government Company
Address of the Registered Office	403, , Kane Plaza, Mind Space Off Link Road, Malad (W), Mumbai-400064
Contact details	Tel: (022) 28711090, Fax: (022) 40033979; Email: info@hazoormultiproject.com ; hmpl.india@gmail.com , Website: www.hazoormultiproject.com
Whether Listed Company	Yes, Listed on BSE Ltd, Pune Stock Exchange Ltd and Ahmedabad Stock Exchange Ltd
Name, Address and Contact details of Registrar and Transfer Agent	M/s. Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup, (West), Mumbai – 400 078. Tel.: 25946970-78, Fax: 25946969 Email: rnt.helpdesk@linkintime.co.in

II. Principal Business Activities

All the business activities contributing 10 % or more of the total turnover of the Company

Sl. No.	Name and Description of main products	NIC Code of the Product	% to total turnover of the Company
1.	Real Estate Activities	6810	100

III. Particular of Holding, Subsidiary and Associate Companies

Sr No	Name and Address	CIN/GLN	Holding/ Subsidiary / Associate	% of Shares Held	Applicable Section
1	*Aambey Valley Mountain Private Limited. (435, New Sonal Link Ind. Estate Linking Road Malad (West)), Mumbai -400 064)	U45200MH2007PTC168474	Subsidiary	100%	2(87) of the Companies Act, 2013

**Aambey Valley Mountains Private Limited ceased to be Subsidiary of the Company w.e.f 30th June, 2015.*

IV. 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				No. of shares held at the end of the year				% 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.	11,855,000	-	11,855,000	46.72	11,855,000	-	11,855,000	46.72	0
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	11855000	-	11855000	46.72	11,855,000	-	11,855,000	46.72	0
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	11,855,000	-	11,855,000	46.72	11,855,000	-	11,855,000	46.72	0
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) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
Bodies Corporate									
i) Indian	1,427,935	12,162	1,440,097	5.68%	1,517,978	12,162	1,530,140	6.03%	6.25%

ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	7,095,521	68,550	7,164,071	28.23	7,250,324	68,550	7,318,874	28.84%	2.16%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	4,251,773	231,680	4,483,453	17.67%	3999623	231680	4,231,303	16.68%	-5.62%
c) Others (specify)									
Clearing member	49,809	826	50,635	0.20%	52813	826	53,639	0.21%	5.93%
Non Resident Indians	381,744	-	381,744	1.50%	386044	0	386,044	1.52%	1.13%
Sub-total (B)(2):	13,206,782	313,218	13,520,000	53.28%	13,206,782	313,218	13,520,000	53.28%	0.00%
Total Public Shareholding (B)=(B)(1)+(B)(2)	13,206,782	313,218	13,520,000	53.28%	13,206,782	313,218	13,520,000	53.28%	0.00%
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	25,061,782	313,218	25,375,000	100.00%	25,061,782	313,218	25,375,000	100.00 %	0.00%

(ii) Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
Eaagu Udyog Ltd.	11,850,000	46.70%	0	11,850,000	46.70%	0	0.00%
Optilum Business Enterprises Pvt. Ltd.	5,000	0.02%	0	5,000	0.02%	0	0.00%

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

	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
No Change During the year				
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			

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

	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. PRANAY GANDHI				
At the beginning of the year	293972	1.1585	293972	1.1585
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	293972	1.1585	293972	1.1585
2. ROMA GANDHI				
At the beginning of the year	259510	1.0227	259510	1.0227
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	259510	1.0227	259510	1.0227
3. HITESH H KOTHARI				
At the beginning of the year	252979	0.9970	252979	0.9970
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	252979	0.9970	252979	0.9970
4. BROOK MULTI TRADE PRIVATE LIMITED				
At the beginning of the year	464167	1.8292	464167	1.8292
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	464167	1.8292	464167	1.8292
5. BHARADHWAJAN.V.J				
At the beginning of the year	220895	0.8705	220895	0.8705
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	220895	0.8705	220895	0.8705
6. M R SHARE BROKING PVT LTD				

At the beginning of the year	190000	0.7488	190000	0.7488
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	190000	0.7488	190000	0.7488
7. RAUNAK SINGHVI				
At the beginning of the year	189037	0.7450	189037	0.7450
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	189037	0.7450	189037	0.7450
8. DINESH KUMAR KHATRI				
At the beginning of the year	171568	0.6761	171568	0.6761
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	171568	0.6761	171568	0.6761
9. MINOROLA CHEMSPEC LIMITED				
At the beginning of the year	150000	0.5911	150000	0.5911
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	150000	0.5911	150000	0.5911
10. JAGANATHAN.V.G				
At the beginning of the year	144766	0.5705	144766	0.5705
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	144766	0.5705	144766	0.5705

(v) Shareholding of Directors and 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
Mr. V. I. Garg (Managing Director)				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Ashish Kankani (Director)				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Paresb Sampat (Director)				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the				

year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Deenbandhu Upasani (Director)				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mrs. Chanda V. Garg (Additional Director)				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Vineet Garg (Director & CFO)				
At the beginning of the year	5000	0.02	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	5000	0.02	0	0
Ms. Raina Shah (Company Secretary) *				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Pradeep Vyas (Company Secretary) **				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0
Mr. Ravi Shelke (Company Secretary) #				
At the beginning of the year	0	0	0	0
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc):	No Change During the year			
At the End of the year	0	0	0	0

*: Ms. Raina Shah has been resigned as Company Secretary w.e.f September 30, 2014.

** : Mr. Pradeep Vyas was appointed as Company Secretary w.e.f. April 01, 2015 and resigned on May 27, 2015

#: Mr. Ravi Shelke has been appointed as Company Secretary w.e.f. June 1, 2015

V. Indebtedness

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				

iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
• Addition				
• Reduction				
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	-	-	-	-

VI. Remuneration of Directors and Key Managerial Personnel

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

Particulars of Remuneration	Mr. V. I. Garg (Managing Director)	Total Amount
Gross salary		
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
Stock Option	-	-
Sweat Equity	-	-
Commission		
- as % of profit		
- others		
Others	-	-
Total (A)	-	-
Ceiling as per the Act	-	-

B. Remuneration to other directors:

Particulars of Remuneration	Name of Directors		
	Mr. Ashish Kankani	Mr. Paresh Sampat	Mr. Deenbandhu Upasani
Independent Directors			
• Fee for attending board / committee meetings	-	-	-
• Commission	-	-	-
• Others	-	-	-
Total (1)	-	-	-
Other Non-Executive Directors	Mrs. Chanda V. Garg		
• Fee for attending board / committee meetings	-	-	-
• Commission	-	-	-

• Others	-	-	-
Total (2)	-	-	-
Total (B)=(1+2)	-	-	-
Total Managerial Remuneration	-	-	-
Overall Ceiling as per the Act	-	-	-

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WT

(Amt. in Rs.)

Particulars of Remuneration	Key Managerial Personnel				
	Company Secretary*			CFO**	Total Amount(Rs.)
	Ms. Raina Shah	Mr. Pradeep Vyas	Mr. Ravi Shelke	Mr. Vineet Garg	
Gross salary					
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	18,000 p.m	25,000 p.m	30,000 p.m.	Nil	73,000 p.m.
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-	-
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-	-
Stock Option	-	-	-	-	-
Sweat Equity	-	-	-	-	-
Commission - as % of profit - others	-	-	-	-	-
Others	-	-	-	-	-
Total	18,000 p.m	25,000 p.m	30,000 p.m.	Nil	73,000 p.m.

* Ms. Raina Shah was resigned as Company Secretary W.e.f. September 30, 2014

* Mr. Pradeep Vyas was appointed as Company Secretary W.e.f. April 01, 2015 and resigned on May 27, 2015

* Mr. Ravi Shelke was appointed as Company Secretary W.e.f. June 01, 2015

**Mr. Vineet Garg was appointed as Chief Financial officer w.e.f. March 31, 2015

VII. Penalties / Punishment/ Compounding of Offences:

During the year there were no penalties, punishment, compounding charges paid by the company.

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)
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. Other Officers in Default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ANNEXURE-II

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

Definitions:

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

“Key Managerial Personnel” means:

- i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ii) Chief Financial Officer;
- iii) Company Secretary; and
- iv) such other officer as may be prescribed.

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

Objective:

The objective of the policy is to ensure that;

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

Role of the Committee:

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director’s performance.

- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size, Succession planning for replacing Key Executives and overseeing.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
- b) A person should possess adequate qualification, expertise and experience for the position he /she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM / TENURE

a) Managing Director/Whole-time Director:

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) Independent Director:

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

POLICY FOR REMUNERATION TO DIRECTORS / KMP / SENIOR MANAGEMENT PERSONNEL

1) Remuneration to Managing Director / Whole-time Directors:

- a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

2) Remuneration to Non- Executive / Independent Directors:

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.

- d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
- i) The Services are rendered by such Director in his capacity as the professional; and
 - ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- e) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).
- 3) Remuneration to Key Managerial Personnel and Senior Management:
- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
 - b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
 - c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
 - d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

ANNEXURE-III**Form No. MR-3
SECRETARIAL AUDIT REPORT**

For The Financial Year Ended on 31st March, 2015

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

To,
The Members
M/S. Hazoor Multi Projects Ltd.
403, Kane Plaza, Mind Space,
Off. Link Road, Malad (W),
Mumbai: 400064.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Hazoor Multi Projects Limited** (herein after 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 the 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, 2015 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, 2015 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 (Not applicable to the Company during the Audit period);
- (v) Income Tax Act, 1961
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - 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 (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 now known as Securities And Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the Audit Period);
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not Applicable to the Company during the Audit Period); and
- h. 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 (Not notified and hence not applicable during the audit period);
- (ii). The Equity Listing Agreements entered into by the Company with BSE Ltd, Pune Stock Exchange Ltd and Ahmedabad Stock exchange Ltd.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Listing Agreement etc. mentioned above.

We further report that

The status of the Company during the financial year is a Listed Public limited Company and the Company has been a 100% Holding company of Ambey Valley Mountains Pvt Ltd.

The Company (being a listed entity) has complied with the provisions of the Listing Agreement. The Board of Directors of the Company is duly constituted and has optimal combination of executive, non-executive and independent directors, which is in conformity with the requirement of the Act and Listing Agreement.

Mrs. Chanda V. Garg has been appointed as Additional Director pursuant to the provision of section 161 of the companies Act 2013 and section 149(1) in respect of Woman Director W.e.f. March 31, 2015.

Mr. V. I. Garg has been appointed as Managing Director pursuant to the provision of section 197, 198 and 203(1) read with Schedule V and other applicable provision, if any, of the Companies Act 2013

and Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014 for a period of 5 years w.e.f. March 31, 2015.

Mr. Vineet Garg has been appointed as Chief Financial Officer (whole-time Key managerial personnel) pursuant to the provision of section 203(1) and other applicable provision, if any, of the Companies Act 2013 and Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014. w.e.f. March 31, 2015.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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 during the audit period, the events / actions bearing on Company's affairs pursuant to the above referred laws, rules, regulations, guidelines etc. are mentioned below:

Sr. No.	Date of event	Details of the events/ actions bearing on Company's affairs pursuant to the above referred laws, rules, regulations, guidelines etc.
1.	13 April'2015	Voluntary De-Recognition of Pune Stock Exchange (PSE) In Term of SEBI order WTM/RKA/MRD/28/2015 dated 13 th April'2015.

For Monika Thanvi & Associates
Company Secretaries

Sd/-
CS Monika Thanvi
Proprietor
M. No. ACS 31494
C. P. No. 11567

Place: Mumbai
Date: 14th May, 2015

ANNEXURE-IV**Form AOC-1**

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

Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Part “A”: Subsidiary

(Information in respect of subsidiary presented with amounts in Rs in lakhs).

Name of the Subsidiary	Aambey Valley Mountains Private Limited (Formerly Known as Hazoor Aambey Valley Developers Pvt. Ltd.)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period: Same as Holding	31st March, 2015
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Not Applicable
Share capital	20.00
Reserves & surplus	118.22
Total assets	700.13
Total Liabilities	700.13
Investments	Nil
Turnover	0.50
Profit before taxation	0.31
Provision for taxation	0.10
Profit after taxation	0.22
Proposed Dividend	Nil
% of shareholding	100%

- Names of subsidiaries which are yet to commence operations : NIL
- Names of subsidiaries which have been liquidated or sold during the year : NIL

* Company divested its entire investment in wholly owned subsidiary company viz. Aambey Valley Mountains Pvt. Ltd w.e.f 30.06.2015 i.e, after the Balance Sheet date as at 31st March, 2015.

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

'Good Corporate Governance' is governance with professionalism, integrity, accountability, fairness, transparency and social responsibility and leads to long term shareholder value and enhances interest of other stakeholders. It brings into focus the fiduciary and trusteeship role of the Board to align and direct the actions of the organization towards creating wealth and shareholder value. Transparency, accountability and integrity form the cornerstone of effective governance.

The Company's business strategy focuses on creating sustainable long term value for all its stakeholders including members, customers, partners, employees and the society at large. The Company's governance the structure including principles, discipline, system to realise its long term goals.

In addition, the companies participate in various social activities for community development. Its established systems encourage and recognize employee participation in environmental and social initiative that contributes to organizational sustainability, conservation of energy and promotion of safety and health.

The responsibility of effective corporate governance rests not with a single authority. However, the Board of Directors has the primary responsibility of ensuring that the fundamentals of corporate governance - as expressed in law and regulation are complied with. Corporate governance is a state of mind and a set of principles based on relationships and can only work if people charged with these responsibilities believe and are committed to the principles that underlie effective corporate governance. An effective corporate governance strategy can only emanate by constantly reviewing corporate governance practices.

The detailed report on implementation by the Company, of the Corporate Governance Code as enshrined in Clause 49 of the Listing Agreements with the Stock Exchanges, is set out below:

BOARD OF DIRECTORS:

The Board consists of Highly Qualified and eminent persons with vast experience in industry, finance, management and law. The Company is in full compliance with the Clause 49(I) (A) of the Listing Agreement(s).

The present strength of the Board is of 6 (Six) Directors. The Board does not have any Nominee Director representing any institution. None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five Committees (as specified in Clause 49 of the Listing Agreements) across all companies in which they are Directors.

As mandated under the existing Clause 49 of the Listing Agreement, the Independent Directors on the Boards of the Company:

- Apart from receiving Directors remuneration, do not have any material pecuniary relationship or transaction with the Company, its promoters, Directors, Senior Management or its Holding Company, Subsidiaries and Associates which may affect independence as a Director.
- Not related to promoters or person occupying management positions at Board level or at one level below the Board;

- Are not material supplier (s), service provide(s) or customer (s) or lessor (s) or lessee (s) of the Company, which may affect independence of the Director.
- Are not substantial shareholders of the Company i.e. do not own 2% or more of voting shares
- Are not less than 21 years of age.

None of the Independent Directors of the Company are related to each other.

BOARD PROCEDURE:

During the year 2014-15, Seven (7) meetings were held on 23rd May, 2014, 21st July, 2014, 09th August, 2014, 30th September, 2014, 10th November, 2014, 10th February, 2015, and 31st March, 2015. The gap between two Board Meetings did not exceed Four Months as mentioned in clause 49 of the listing agreement. The dates of the meeting were generally decided in advance. Key information is placed before Board of Directors to appraise corporate governance.

Directors' attendance record

As mandated by Clause 49 of the Listing Agreement, none of the Directors on Board is a member of more than ten Board –Level committee, across all such Companies in which he is a Director.

Attendance of each director at the Board meetings held during the financial year ended 31st March, 2015 and the last AGM held on September 25, 2014:

Director	No. of Board meetings held	No. of Board meetings attended	Last AGM Yes/No
Mr.V.I. Garg	7	7	Present
*Mr. Vineet Garg	7	7	Present
Mr. Deenbandhu Upasani	7	7	Present
Mr.Ashish Kankani	7	5	Present
Mr. Paresh Sampat	7	7	Present
**Mrs. Chanda V. Garg	7	1	N.A.

* Mr. Vineet Garg holds 5,000 Equity Shares of the Company as on 31st March, 2015.

** Mrs. Chanda V. Garg was appointed on 31st March, 2015 and only one Board Meeting was held after her appointment in the year ended 31st March, 2015.

AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Clause 49 of the Listing Agreement with the Stock Exchanges read with Section 177 of the Companies Act, 2013 (earlier Section 292A of the Companies Act, 1956).

The terms of reference, role and powers of the Audit Committee are as mentioned in Clause 49 II (A) to (E) of the Listing Agreement entered into with the Stock Exchanges read with Section 177 of the Companies Act, 2013 and includes overseeing of the Company's financial reporting process, reviewing with the management of the financial statements and the adequacy of the internal audit function, internal control and to discuss significant internal audit findings, statutory compliance and issues related to risk management and compliances.

Audit Committee comprises of Three Directors, out of which one is Managing Director and others are Non-Executive independent Directors who are financially literate and possess sound knowledge of accounts, audit, finance etc. Chairman of Audit Committee is the Non-Executive Independent Directors.

The Director, CEO, CFO, the Internal Auditor and Statutory Auditors are Permanent invitees to the meetings of the Audit Committee.

Composition of the Audit Committee and details of meeting attended by the members during the year under review. :

Sr. No.	Name of Member	Position	No. of Meetings Attended	No. of Meetings held
1	Mr. Ashish Kankani	Chairman	3	3
2	Mr. Vijendra. I. Garg	Member	5	5
3	Mr. Deenbandhu Upasani	Member	5	5
4	Mr. Paresh Sampat	Member	5	5

Mr. Deenbandhu Upasani was Chairman of Audit Committee till 30, September, 2014. After the appointment of Mr. Ashish Kankani as Independent Director he took the position of Chairman of Audit Committee.

Meetings and Attendance during the year

During the Financial year 2014-2015, Five meeting of the Audit Committee were held on 23rd May, 2014, 09th August, 2014, 10th November, 2014, 10th February, 2015 and 31st March, 2015. The maximum time gap between any two consecutive meetings did not exceed four months. The minutes of the Audit Committee are noted by the Board.

NOMINATION AND REMUNERATION COMMITTEE:

The company had constituted a Nomination and Remuneration committee in accordance with the requirements specified under the provisions of Companies Act, 2013 and Clause 49 of the listing agreement. The terms of reference of the Remuneration Committee is to determine Company's policy on specific remuneration packages to Managing Directors and any compensation payments and also to approve payment of remuneration to Managing or Whole-Time Directors. To comply with the requirements of Section 178 of the Companies Act, 2013, the Board in its meeting held on 23rd May, 2014 changed the name of the Remuneration/Selection Committee to "Nomination and Remuneration Committee".

Brief description of Terms of Reference

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal.
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.

Present composition of the Nomination and Remuneration Committee comprises of Three (3) Directors, all are Non-Executive independent Directors. During the Financial year 2014-2015, Two meeting of the Nomination and Remuneration Committee were held on 09th August, 2014 and 31st March, 2015.

Name	Designation	Category	No. of Meetings held	No. of Meetings Attended
Mr. Ashish Kankani	Chairman	Non Executive Chairman (Independent Director)	2	2
Mr. Paresh Sampat	Member	Non Executive, Independent Director	2	2
Mr. Deenbandhu Upasani	Member	Non Executive, Independent Director	2	2

Details of Remuneration Paid to the Directors and KMP's in 2014-15:

- Remuneration paid to Executive Directors & KMP:**

Name	Salary(Rs.)	Bonus	Other perks	Commission	Total
* Mr.V. I. Garg	-	-	-	-	-
**Mr. Vineet Garg	-	-	-	-	-

* Mr. Vijendra Garg was appointed as Managing Director on 31st March, 2015.

** Mr. Vineet Garg was appointed as CFO on 31st March, 2015

- Remuneration paid to Non-Executive Directors:**

Name	Sitting Fees	No. of Shares held
Mr. Ashish Kankani	-	-
Mr. Paresh Sampat	-	-
Mr. Deenbandhu Upasani	-	-
Mrs. Chanda V. Garg#	-	-

Mrs. Chanda V. Garg was appointed as Additional Director on 31st March, 2015.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and clause 49 of the Listing Agreement, the Board has carried out an annual performance evaluation of its own performance, and that of its Committees and individual directors. Manner in which such formal annual evaluation was made by the Board is given below:

- Performance evaluation criteria for Board, Committees of the Board and Directors were approved by the Board at its meeting held on 10th February 2015. The criteria are placed on the Company's website **www.hazoormultiproject.com**
- Based on the said criteria, rating sheets were filled by each of the directors towards the end of the year with regard to evaluation of performance of the Board, its Committees and Directors (except for the director being evaluated) for the year under review.
- A consolidated summary of the ratings given by each of the directors was then prepared, based on which a report of performance evaluation was prepared by the Chairman in respect of the performance of the Board, its Committees and Directors during the year under review.

- The report of performance evaluation so arrived at was then noted and discussed by the Nomination and Remuneration Committee and Board at their meetings held in 31st March 2015.
- As per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the independent director. During the year under review, there was no occasion to decide on the continuance of the term of appointment of any of the independent directors and hence the question of taking a decision on their re-appointment did not arise.

MEETING OF INDEPENDENT DIRECTORS

In compliance with Schedule IV to the Companies Act, 2013 and revised clause 49 of Listing Agreement, the Independent Directors held their separate meeting on 10th February, 2015, without the attendance of non-independent directors and members of management, inter alia, to discuss the following:

- i) review the performance of non-independent directors and the Board as a whole;
- ii) review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors; and
- iii) assess the quality, quantity and timeliness of flow of information between the Company Management and the Board, that is necessary for the Board to effectively and reasonably perform their duties.

All independent directors were present at the meeting, deliberated on the above and expressed their satisfaction.

FAMILARISATION PROGRAMME

With a view to familiarising the independent directors with the Company's operations, as required under clause 49, the Company has held various familiarisation programmes for the Independent Directors throughout the year on an ongoing and continuous basis. . The details of familiarisation programme are also placed on the Company's website www.hazoormultiproject.com

STAKEHOLDERS RELATIONSHIP COMMITTEE(FORMERLY TERMED AS SHAREHOLDERS' / INVESTORS GRIEVANCES COMMITTEE):

Present composition of the Committee comprises of Three (3) Directors, out of which one is Executive director and others are Non-Executive independent Directors. The Company Secretary is always the Compliance Officer of the Company. All the Investor Grievances are quickly attended and resolved by the Secretarial Department of the Company and M/s. Link Intime India Pvt. Ltd., Registrar and Share Transfer Agents of the Company. The committee along with overseeing share transfer work looks into the complaints received from investors. To comply with the requirements of Section 178 of the Companies Act, 2013, the Board in its meeting held on 26th May, 2014 changed the name of the Shareholders/Investors Grievance Committee to "Stakeholder's Relationship Committee"

During the Financial year 2014-2015, Four meeting of the Stakeholders Relationship Committee were held on 23rd May, 2014, 09th August, 2014, 10th November, 2014 and 10th February, 2015. The minutes of the Shareholders'/ Investors' Grievance Committee are reviewed and noted by the Board

Name	Designation	Category	No. of Meeting held	No. of Meeting attended
Mr. Paresh Sampat	Chairman	Non Executive Chairman (Independent Director)	4	4
Mr. Deenabandhu Upasani	Member	Non Executive, Independent Director	4	4
Mr. V.I. Garg	Member	Managing Director	4	4

Details of complaints received and redressed during the Financial Year 2014-2015 are given below:

Nature of complaints	2014-15	
	Received (Nos.)	Resolved (Nos.)
Number of complaints received from shareholders	11	11
Letters from SEBI	NIL	NIL
Letters from Stock Exchange (s)	NIL	NIL
Total	11	11

No application for share transfers was pending as on 31st March, 2015.

GENERAL BODY MEETINGS:

Details of venue, date and time of the last three Annual General Meetings held:

Year	Locations	Date	Time	Special Resolutions passed
2013-14	Block No.19, Yashwantrao Chavhan Sankul, Near Nagarpalika Hospital, Lonavala, Pune-410401.	25.09.2014	4.00 p.m	Shifting of Registered Office pursuant to Section 12 of the Companies Act, 2013 & Adoption of New Articles of Association

2012-13	House No 12, Sector No.5, Kumar City, Kalyani Nagar, Vadgaon Sheri, Pune - 411014	30.08.2013	4.00 p.m.	-
2011-12	Anandi, 68, TMV Colony, Mukund Nagar, Odd Pune – Satara Road, Pune – 411 037.	27.09.2012	4.00 p.m.	-

Special Resolution passed through Postal Ballot:

During the year, the Company has passed the following Special Resolution through Postal Ballot:

Shifting of Registered Office Address from Pune District to Mumbai City under Section 12 of the Companies Act, 2013. Such special resolution was passed with following voting pattern and the results for the same was declared on 26th September, 2014

Promoter/ Public	No. of shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes –in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	11855000	11855000	100	11855000	Nil	100	Nil
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- Other	13520000	914372	6.76	914372	Nil	100	Nil
Total	25375000	12769372		12769372	Nil	100	Nil

CODE OF CONDUCT:

The Board of Directors has laid down a Code of Business Conduct and Ethics, for all Board Members and designated employees in the Senior Management. These codes have been posted on the Company's website. For the year under review, all Board Members and designated employees in the

Senior Management of the Company have confirmed their adherence to the provisions of the said Codes.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING:

The Company has instituted a comprehensive Code for prevention of Insider Trading, for its Directors and designated employees, in compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

The objective of this Code is to prevent purchase and/ or sale of shares of the Company by an insider on the basis of unpublished price sensitive information. Under this Code, Directors and designated employees are completely prohibited from dealing in the Company's shares when the Trading Window is closed. Further the Code specifies the procedures to be followed and disclosures to be made by Directors and the designated employees, while dealing with the shares of the Company and enlists the consequences of any violations. During the year Ms. Raina Shah was appointed as Compliance Officer for old code of Conduct. After her Resignation Mr. Shrikant Behera was appointed as Compliance Officer for old code of Conduct who is replaced by Mr. Pradeep Vyas after his resignation. *Mr. Ravi Shelke, Company Secretary, has been designated as the Compliance Officer for the amended Code of Conduct which was effective from 15th May, 2015.

**Mr. Ravi Shelke was appointed as Company Secretary and Compliance Officer with effect from 1st June, 2015.*

SUBSIDIARY COMPANIES

The Company has Aambey Valley Mountains Private Limited as its subsidiary as prescribed under clause 49. A Policy on 'material subsidiaries' in terms of clause 49 of the Listing Agreement has been formulated by the Board and the same is placed on the Company's website www.hazoormultiproject.com

Provisions of the revised clause 49 with reference to subsidiary companies were duly complied.

During the year under review the Audit Committee reviewed the Financial Statement (in particular, investment made) of unlisted Subsidiary Company i.e. Aambey Valley Mountains Private Limited. Minutes of the Board meeting of this subsidiary company was regularly placed before the Board of the Company. So too was a statement of significant transactions and arrangements entered into by this subsidiary company, as applicable.

DISCLOSURES:

Disclosure on materially significant related party transactions that may have potential conflict with the interests of the Company at large.

The Company has not entered into any other transaction of a material nature with the Promoters, Directors or the Management, their Subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large. All transactions were carried out on an arms length basis and were not prejudicial to the interest of the Company.

Transactions with related parties entered into by the Company in the normal course of business were placed before the Audit and Compliance Committee.

The Company has received disclosures from Senior Executives confirming that they have not entered into any financial or commercial transactions in which they or their relatives may have a personal interest.

The related party transactions have been reviewed by the Audit and Compliance Committee as required under Clause 49 of the Listing Agreements and found them to be not materially significant.

The Company has established a mechanism for implementing Whistle blower Policy. It is confirmed that no personnel has been denied access to the Audit Committee.

RISK MANAGEMENT:

The Company has established a well-documented and robust risk management framework. Under this framework, risks are identified across all business processes of the Company on continuous basis. Once identified, these risks are systematically categorized as strategic risks, business risks or reporting risks. The Risk Management Committee looks at all risks associated with the longer term interests of the Company. The Committee also looks at risks associated with the regular functioning of each of the processes and the risks associated with incorrect or untimely financial and non-financial reporting.

To address these risks in a comprehensive manner, each risk is mapped to the concerned department for further action. Based on this framework, Hazoor Multi Projects Ltd. has set in place various procedures for Risk Management.

Risk Management Committee has been constituted pursuant to amendment in clause 49 of the Listing Agreement. Risk Management Committee comprises of three directors as members. During the year under the review, the Committee had two meetings, i.e. on 10th February, 2015 and 31st March, 2015.

Name of the Member	Category	Designation
Mr. Ashish Kankani	Independent Director	Chairman
Mr. Deenbandhu Upasani	Independent Director	Member
Mr. Paresh Sampat	Independent Director	Member

MEANS OF COMMUNICATION:

In accordance with Clause 54 of the Listing Agreement, the Company has Maintained a Functional website at www.hazoormultiproject.com containing the basic information about the Company viz., details of its business, financial information, Shareholding pattern, Compliance with corporate governance etc. The contents of the said website are updated from time to time.

The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the proforma prescribed by Clause 41 of the Listing Agreements within 45 days of the close of the respective year.

The quarterly and annual results are published in “Financial Express”, Mumbai & Pune and “Lokshatta”, Pune within forty-eight hours of approval thereof.

Further, the Company disseminates to the Stock exchanges (ie BSE Ltd. , PSE Ltd., ASE Ltd.), wherein its equity shares are listed, all mandatory information and price sensitive information, which in its opinion, wherever necessary for the information of the public at large.

COMPLIANCE CERTIFICATE OF THE PRACTISING COMPANY SECRETARY:

The Company has complied with the mandatory requirements of the Code of Corporate Governance as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges. The Practicing Company Secretary have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreements with the Stock Exchanges and the same is annexed to the Directors’ Report. The Certificate from the Practicing Company Secretary will be sent to the Listed Stock Exchange along with the Annual Return of the Company.

MD / CFO CERTIFICATION:

In accordance with Clause 49(IX) of the Listing Agreement, the Managing Director and Chief Financial Officer has given their certificate to the Board and it forms part of this report.

THE MANAGING DIRECTOR (M.D) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

To,
The Members,
Hazoor Multi Projects Limited,

We, Mr. V.I. Garg Managing Director with Mr. Vineet Garg, Chief Financial Officer of Hazoor Multi Projects Limited (“the Company”), to the best of our knowledge and belief certify that:

(a) We have reviewed the financial statements and the cash flow statement for the financial year ended 31st March, 2015 and based on our knowledge and belief, We state that:

(i) these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading.

(ii) these statements together present a true and fair view of the Company’s affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

(b) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company’s code of conduct.

(c) We hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.

(d) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(e) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:

(i) significant changes, if any, in the internal control over financial reporting during the year;

(ii) significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and

(iii) no instances of significant fraud of which we have become aware and there is no involvement of the management or an employee having significant role in the Company’s internal control system over financial reporting.

Vineet Garg
Chief Financial Officer

V. I. Garg
Managing Director

Mumbai: 18th May, 2015

AUDITORS' CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To the Members of
Hazoor Multi Projects Ltd.,

We have examined the compliance of the conditions of Corporate Governance by Hazoor Multi Projects Limited for the year ended 31st March, 2015, as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges in India.

The compliance of the conditions of Corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance (as stipulated in Clause 49 of the Listing Agreement), issued by the Institute of Chartered Accountants of India and was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For G. R. MODI & CO.,
Firm Registration No.112617W
Chartered Accountants

G. R. MODI
Partner
Membership No.15240

Place: Mumbai
Date: 18th May, 2015

GENERAL SHAREHOLDERS INFORMATION

Registered office	403, Kane Plaza, Mind Space, Off Link Road, Malad (West), Mumbai – 400064.
Date & Time of Annual General Meeting:	Monday, September 21 st , 2015 at 10.30 A.M.
Venue of Annual General Meeting:	Landmark Building, Link Road, Mith Chowki, Malad(West), Mumbai-400064.
Book closure:	From Saturday, 05 th September, 2015 to Monday, 21 st September, 2015.
Financial Year:	01.04.2014 to 31.03.2015.
ISIN Code	INE550F01023
CIN No.	L99999PN1992PLC137757
Listing of shares with Stock Exchanges:	
<p>BSE Ltd. --- BSE Scrip Code :- 532467</p> <p>The company's share is actively traded on BSE. BSE had permitted trading of the company's shares under "B" group.</p> <p>*Pune Stock Exchange Ltd. and Ahmedabad Stock Exchange Ltd.</p> <p><i>*Pune Stock Exchange has voluntarily derecognized as Stock Exchange vide order of SEBI dated 13th April, 2015.</i></p>	
The company has paid the listing fees for the year 2015-16 to the stock exchanges in which the company's shares are listed.	
Registrars and share transfer agent:	<p>Link Intime India Private Limited</p> <p>C – 13, Pannalal Silk Mill Compound, L.B.S Marg, Bhandup (West), Mumbai – 400 078.</p> <p>Time: 10:00AM to 5:00PM (Monday - Friday)</p> <p>Phone: 0091 – 22 – 2596 3838</p> <p>Email id: Mumbai@linkintime.co.in</p> <p>Website: www.linkintime.co.in</p>

DIVIDEND:

In order to conserve resources for future growth, your Directors do not recommend any dividend for the year under review.

MARKET PRICE DATA:

The market price of the Company's Shares traded on the BSE during the year 2014-15 were as under:

(Amount in Rupees)

Month	April	May	June	July	Aug	September
High	0.48	0.57	1.17	1.46	1.61	1.84
Low	0.41	0.41	0.58	1.19	1.19	1.15

Month	October	November	December	January	February	March
High	1.65	1.62	2.08	1.78	1.74	1.73
Low	1.07	1.22	1.50	1.54	1.66	1.36

DISTRIBUTION OF SHAREHOLDING AS ON 31st MARCH, 2015:

Shareholding (range)	No. of holders	% of holders	No. of Shares	% of Shares
Upto --- 500	3532	57.50	8,45,527	3.33
501 – 1,000	1145	18.64	10,13,196	3.99
1,001 – 2,000	622	10.13	10,36,459	4.08
2,001 – 3,000	218	3.55	5,77,264	2.27
3,001 – 4,000	131	2.13	4,75,988	1.88
4,001 – 5,000	140	2.28	6,72,647	2.65
5,001 -- 10,000	172	2.80	13,10,392	5.16
10,001 and above	183	2.98	1,94,43,527	76.62
TOTAL	6143	100.00	2,53,75,000	100.00

SHAREHOLDING PATTERN AS ON 31st MARCH, 2015:

CATEGORY	No. of shares	% of Capital
Promoter's & Promoters Group	1,18,55,000	46.72
Private Corporate Bodies	14,40,097	5.68
Public (In India)	1,16,47,524	45.90
NRIs/ OCBs	3,81,744	1.50
Clearing Member	50,632	0.20
TOTAL...	2,53,75,000	100.00

SHARE TRANSFER SYSTEM:

The applications for transfers, transmission and transposition are received by the Company at its Registered Office address or at M/s. Link Intime India Pvt. Ltd., Registrar and Transfer Agents of the Company. As the Company's shares are currently traded in demat form, the transfers are processed and approved by NSDL/CDSL in the electronic form through its Depository Participants having ISIN No: INE550F01023. The Registrar & Share Transfer Agent on a regular basis processes the physical transfers and the share certificates are being sent to the respective transferees.

OUTSTANDING GDRS / ADRS AND THEIR IMPACT ON EQUITY:

The Company has not issued any GDRs, ADRs.

INVESTORS RELATION SECTION:

Investors grievances/queries may be addressed to the:

Share Department,

403, Kane Plaza, Off Link Road, Mindspace

Malad (West), Mumbai – 400064. E-mail address: info@hazoormultiproject.com

Tel: 91- 022 – 28711090 Fax: 91 – 022 – 40033979

NOMINATION FACILITY:

Section 72 of the Companies Act, 2013 facilitates shareholders to make nominations in respect of shares held by them. Shareholders holding shares in physical form who are desirous of making a nomination are requested to send their requests in Form No. SH -13 to the Company's Registrar and Share Transfer Agent. Shareholders holding shares in electronic form are requested to give their nomination request to their respective Depository Participants directly.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT:

As stipulated by SEBI, a qualified practising Company Secretary carries out reconciliation of share capital audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit is carried out every quarter and the report hereon is submitted to the Listed Stock Exchanges where the securities of the company are listed within 30 days of the end of each quarter and the certificate is also placed before the Board of Directors of the Company. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and the total number of shares in physical form.

GROUP:

Persons constituting group within the definition of 'Group' as defined in the Monopolies and Restrictive Trade practices Act, 1969, for the purpose of Regulation 3(1)(e)(i) of the Securities and exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 1997, include the following:

Sr. No. Name of Entity

1. M/s Eaugu Udyog Ltd.
2. M/s Mantra Day Traders Pvt. Ltd. along with their individuals promoter
Shareholder
3. M/s Fortune Point Exports Pvt. Ltd. along with their individuals promoter
Shareholder

Independent Auditor's Report on the Standalone Financial Statements

To the Members of HAZOOR MULTI PROJECs LIMITED

We have audited the accompanying standalone financial statements of **HAZOOR MULTI PROJECTS LIMITED ('the company')** which comprise the Balance Sheet as at 31st March 2015 the Profit and Loss statement, the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters state in Section 134(5) of the companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and others irregularities; selection and applications of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementations and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under the sections 143 (10) of the Act. Those Standards requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls systems over financial reporting and the operating effectiveness of such controls. 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 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flows Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section (11) of section 143 of the Companies Act, 2013 we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 examinations of those books.
 - c. the Balance Sheet, the Profit and Loss statement, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid standalone financial statements comply with the Accounting standards specified under section 133 of the Act, read with Rule 7 of the companies (Accounts) Rules, 2014;
 - e. On the basis of the written representations received from the directors as on March 31, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Sections 164 (2) of the Act.
 - f. With respect to the other matters to be included in the Auditors Report in accordance with Rules 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us
 - i) The Company has disclosed the impact, if any, of pending litigations as at 31 March 2015, on its financial position in its standalone financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts as at 31 March 2015.
 - iii) There were no amounts which were required to be transferred, to the investor Education and Protection Fund by the Company.

For G. R. MODI & CO.,
Chartered Accountants
Firm Registration No.112617W

G. R. MODI
Partner
Membership No.15240

Place: Mumbai,
Date: 18th May, 2015

ANNEXURE TO THE INDEPENDENT AUDITORS REPORT OF EVEN DATE OF THE MEMBERS OF HAZOOR MULTI PROJECTS LIMITED, ON THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2015.

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking in to consideration the information an explanation given to us and the books of account and other records examined by us in the normal course of audit, we report that;

- 1) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets on the basis of available information.
(b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion, reasonable, having regard to size of the company and nature of its assets. No materials discrepancies were noticed on such verifications.
- 2) (a) As explained to us that the inventory has been physically verified during the year by the management,. In our opinion the frequency of verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business.
(c) In our opinion and according to the information and explanations given to us, the company has maintained proper records of its inventories and no materials discrepancies were noticed on physical verifications.
- 3) The company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- 4) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of our audit we have not observed any major weakness in such internal control system.
- 5) In our opinion and according to the information and explanations given to us the company has not accepted deposits from the public during the year. Therefore, the provisions of clauses 3 (v) of the order are not applicable to the company.
- 6) According to the information and explanations given to us, in our opinion, the company does not fall under the category of manufacturing company, therefore, the provisions of clauses 3 (vi) of the order are not applicable to the company.
- 7) According to the information and explanations given to us in respect of statutory dues.
(a) The undisputed statutory dues have been regularly deposited with appropriate authorities. And we are informed that no amount were outstanding as at 31st March, 2015 towards undisputed statutory dues in respects of income tax, sales-tax, wealth-tax, customs duty, excise duty, cess for a period of more than six months from the date they become payable.
(b) The Company does not have any disputed statutory dues that have not been deposited on account of matters pending before appropriate authorities.
(c) We are informed that no amounts is required to be transferred by the Investor Education and Protection Fund in accordance with relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.

- 8) In our opinion, there were no accumulated losses of the company at the end of the financial year and it has not incurred cash losses in the current year and in the immediately preceding financial year.
- 9) In our opinion and according to the information and explanations given to us, the company has not defaulted in the repayment of dues to the financial institutions and banks.
- 10) According to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institution.
- 11) In our opinion and according to the information and explanations given to us, the company has not taken term loans during the year.
- 12) According to the information and explanations given to us, no fraud by the company and no material fraud on the company has been noticed or reported during the year.

For G. R. MODI & CO.,
Chartered Accountants
Firm Registration No.112617W

G. R. MODI
Partner
Membership No.15240

Place: Mumbai
Date: 18th May, 2015

Balance Sheet As at 31st March, 2015			
(Figures in Rupees)			
Particulars	Note No.	As at 31st March 2015	As at 31st March 2014
<u>EQUITY AND LIABILITIES</u>			
<u>SHARE HOLDER'S FUNDS</u>			
Share Capital	2	101,500,000	101,500,000
Reserves & Surplus	3	119,355,423	121,473,331
<u>NON-CURRENT LIABILITIES</u>			
Deferred Tax Liabilities (Net)	4	123,840	1,215,807
<u>CURRENT LIABILITIES</u>			
Trade payables	5	153,573	124,809
Other current liabilities	6	1,604	208,550
Short-term provisions	7	678,000	707,000
TOTAL		221,812,440	225,229,498
<u>ASSETS</u>			
<u>NON-CURRENT ASSETS</u>			
Fixed Assets	8		
Tangible Assets		91,292,718	94,923,064
Non-Current Investments	9	13,800,000	13,800,000
Long-term Loans and Advances	10	59,476,662	59,376,662
<u>CURRENT ASSETS</u>			
Trade Receivables	11	55,637,375	55,127,375
Cash and Bank Balance	12	1,603,436	1,958,178
Short-term Loans and Advances	13	2,250	44,219
TOTAL		221,812,440	225,229,498
Notes are integral part of the Financial Statement			
Significant Accounting Policies	1		
Notes to Accounts	2 to 19		
Other Additional Disclosures	20 to 36		
As per our attached reports of even date			
For G. R. Modi & Co.,		For and on behalf of the Board	
Chartered Accountants			
Firm Registration No.112617W			
G. R. Modi		Paresh Sampat	V. I. Garg
Partner		Non Executive Chairman	Managing Director
Membership No. 15240			
		Vineet Garg	Ravi Shelke
		Chief Financial Officer	Company Secretary
Place : Mumbai		Place : Mumbai	
Date: 18th May, 2015		Date: 18th May, 2015	

Statement of Profit & Loss			
For the year ended 31st March, 2015			
(Figures in Rupees)			
Particulars	Note	2014-2015	2013-2014
Revenue from operations	14	1,893,464	2,826,500
Other income	15	-	122,454
Total Revenue		1,893,464	2,948,954
Expenses:			
Employee benefits expense	16	270,800	144,800
Finance costs	17	15,474	45,290
Depreciation and Amortization Expense	8	380,328	1,739,006
Other expenses	18	1,142,719	878,297
Total expenses		1,809,321	2,807,393
Profit Before Tax		84,144	141,561
Tax expense:	19		
- Current tax		44,000	65,000
- Deferred tax		(1,091,967)	(502,252)
		(1,047,967)	(437,252)
Profit for the year		1,132,111	578,812
Earnings per Equity Share (Basic & Diluted)			
Equity share of par value of Rs. 4/- each		0.04	0.02
Notes are integral part of the Financial Statement			
Significant Accounting Policies	1		
Notes to Accounts	2 to 19		
Other Additional Disclosures	20 to 36		
As per our attached reports of even date			
For G R Modi & Co.,		For and on behalf of the Board	
Chartered Accountants			
Firm Registration No.112617W			
		Paresh Sampat	V. I. Garg
		Non Executive Chairman	Managing Director
G R Modi			
Partner		Vineet Garg	Ravi Shelke
Membership No. 15240		Chief Financial Officer	Company Secretary
Place : Mumbai		Place : Mumbai	
Date: 18th May, 2015		Date: 18th May, 2015	

Cash Flow Statement			
For the year ended 31st March, 2015			
	Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
A.	<u>Cash Flow From Operating Activities</u>		
	Profit / (Loss) Before Tax as per Profit & Loss Account	84,144	141,561
	Add / (Deduct):		
	Interest & Finance Charges	15,474	45,290
	Loss on Discard of Building Material	-	151,498
	Depreciation	380,328	1,739,006
	Operating Profit before Working Capital changes	479,945	2,077,355
	(Increase) / Decrease in Trade and Other receivables	(510,000)	553,500
	(Increase) / Decrease in Inventories	-	1,051,498
	(Increase) / Decrease in Long Term Loan and Advances	(100,000)	(28,500,000)
	(Increase) / Decrease in Short Term Loan and Advances	41,969	4,725,781
	Increase / (Decrease) in Trade Payables	28,764	(976,411)
	Net Cash Flow in the Course of Operating Activities	(59,322)	(21,068,277)
	Tax Paid	(73,000)	-
	Net Cash from Operating Changes	(132,322)	(21,068,277)
B.	<u>CASH FLOW ARISING FROM INVESTING ACTIVITIES</u>		
	Inflow/ (Out Flow) on Account of :		
	(Purchase) /Sale of Non Current Investments (Net)	-	33,273,500
	Net Cash Flow in the Course of Investing Activities	-	33,273,500
C.	<u>CASH FLOW ARISING FROM FINANCING ACTIVITIES</u>		
	Inflow/ (Out Flow) on Account of :		
	Increase/(Decrease) in Long term Borrowings	-	(10,009,378)
	Increase/(Decrease) in Other Current Liabilities	(206,946)	(89,833)
	Loss on Discard of Building Material	-	(151,498)
	Interest & Finance Charges	(15,474)	(45,290)
	Net Cash Flow in the Course of Financing Activities	(222,420)	(10,295,999)
	Net Increase/(Decrease) in Cash & Cash Equivalents (I+II+III)	(354,742)	1,909,224
	Add: Balance at the beginning of the year	1,958,178	48,953
	Cash and Cash Equivalent at the Close of the Year	1,603,436	1,958,177
	Reconciliation of Cash and Bank Balances:		
	Cash and Bank Balances	1,603,436	1,958,178
	Cash and Cash Equivalent at the Close of the Year	1,603,436	1,958,177
Notes: 1. Previous Years figures have been regrouped, recast wherever necessary. 2. The above cash flow statement has been prepared under the indirect method as set out in Accounting Standard -3, "Cash Flow Statements" issued by the Institute of Chartered Accountants of India. As per our Report of even date For G. R. Modi & Co., Chartered Accountants Firm Registration No. 112617W G. R. Modi Partner Membership No. 15240 Place : Mumbai Date: 18th May, 2015			
For and on behalf of the Board Paresh Sampat Non Executive Chairman Vineet Garg Chief Financial Officer Place: Mumbai Date: 18th May, 2015			
V. I. Garg Managing Director Ravi Shelke Company Secretary			

Notes on Financial Statements
For the year ended 31st March, 2015
1 Significant Accounting Policies & Notes to Accounts:
A Significant Accounting Policies:
a Basis of Preparation of financial statement:

The financial statements are prepared in accordance with Indian GAAP under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards prescribed by the Companies (Accounting Standards) Rules, 2006 and guidelines issued by SEBI. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b Use of Estimates:

The preparation of financial statements is in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

c Revenue Recognition:
Income

- i Revenue from sale of finished properties / buildings / Land are recognized on transfer of property and once significant risks and rewards of ownership have been transferred to the buyer. Similarly, revenue from sale of Transferable Development Rights (TDR) is recognized on transfer of the rights to the buyer. Revenue recognition is postponed to the extent of significant uncertainty.
- ii Revenue from sale of incomplete properties is recognized on the basis of percentage of completion method, determined on the basis of physical proportion of the work completed, as certified by the Company's technical personnel, in relation to a contract or a group of contracts within a project, only after the work has progressed to the extent of 40% of the total work involved. Variations in estimates are updated periodically by technical certification. Further, revenue recognized in the aforesaid manner and related cost are both restricted to 90% until the construction activity and related formalities are substantially completed. Costs relating to construction / development are charged to the Profit and Loss Account in proportion with the revenue recognized during the period. The balance costs are carried as part of 'Incomplete Projects' under inventories. Amounts receivable / payable are reflected as Debtors / Advances from Customers, respectively, after considering income recognized in the aforesaid manner. Recognition of revenue relating to agreements entered into with the buyers, which are subject to fulfilment of obligations / conditions imposed by statutory authorities.
- iii Interest income is recognised on time proportion basis.
- iv Dividend income is recognized when the right to receive dividend is established and/ or receipt.

Expenses

All revenue expenses are accounted on accrual basis except, expenses pertaining to specific projects, which are considered as paid towards work in progress until the specific project is completed.

d Fixed Assets and Depreciation:

- i Assets are stated at actual cost less accumulated depreciation, less impairment if any. The actual cost capitalised includes material cost, freight, installation cost, duties and taxes, finance charges and other incidental expenses incurred during the construction/installation stage.
- ii Depreciation on fixed assets is provided on the straight-line method based on useful lives of assets as estimated by the Management. Depreciation for assets purchased / sold during the period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available for its use. Leasehold improvements are written off over the lower of the remaining primary Period of lease or the life of the asset. Depreciation methods, useful lives and residual values are reviewed at each reporting date.
- iii The cost of and the accumulated depreciation of fixed assets sold, retired or otherwise or disposed off are removed from the stated values and the resulting gains and losses are included in the profit and loss Accounts.

e Investments:

Investments are classified into current and long term investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.

Notes on Financial Statements**For the year ended 31st March, 2015 (Contd.)****f Inventories**

Items of inventories are measured at lower of cost or net realisable value. Cost of inventories comprises of all cost of purchase, cost of conversion and other costs incurred in bringing them to their respective present location and condition. Cost of stores and spares, trading and other products is determined on weighted average basis. Work in Progress of Real Estate Projects is valued at cost.

g Borrowing Costs:

Interests and other borrowing costs attributable to qualifying assets (including projects undertaken for sale by the Company directly or through its Subsidiaries, Joint Ventures, Associates etc.) are allocated as part of the cost of construction/development of such assets. The borrowing costs incurred during the period in which activities, necessary to prepare the assets for their intended use or sale, are in progress, are allocated as aforesaid. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. All other borrowing costs are charged to the Profit and Loss Account.

h Taxation

- i Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income-tax Act.
- ii Deferred tax resulting from "timing differences" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the Balance Sheet date. The deferred tax asset is recognised and carried forward only to the extent that there is a reasonable /virtual certainty that the asset will be realised in future. At each balance sheet date, the carrying amount of deferred tax assets, if any, are reviewed to reassess realization.

i Provision, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

j Impairment of Assets:

Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's fixed assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased. However, the increase in carrying amount of an asset due to reversal of an impairment loss is recognised to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised for the assets in prior years.

k Earning Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilative potential equity shares.

l Dues to Small Scale industrial undertaking:

There are no Micro and Small Enterprises to whom the company owes dues, for more than 45 days as at March 31st, 2015. This information as required to be disclosed under the micro, Small and Medium Enterprises development Act, 2006 has been determined to the extent such parties have been identified on the basis of Information available to the company.

Notes on Financial Statements**For the year ended 31st March, 2015 (Contd.)****2 SHARE CAPITAL**

Particulars	as at 31-03-2015	as at 31-03-2014
Authorised :		
4,75,00,000 Equity Shares & 25,00,000 Un-Classified Shares of Rs.4/- each	200,000,000	200,000,000
(P.Y. 4,75,00,000 Equity Shares & 25,00,000 Un-Classified Shares of Rs. 4/- each)		
Issued, Subscribed and Paid up :	101,500,000	101,500,000
2,53,75,000 Equity Shares (Previous year: 2,53,75,000) of Rs.4/- each fully paid up		
Notes:		
I) Out of above Equity Shares :		
a). 1,07,50,000 Equity Shares of Rs.4/- each were allotted as fully paid Bonus Shares by way of capitalisation of Profit & Loss Reserves Account.		
b). 38,75,000 Equity shares of Rs.4/- each at premium of Rs. 12/- per share were issued on preferential allotment basis against the conversion of equivalent number of share warrants.		
	101,500,000	101,500,000

a. Terms / rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of Rs. 4/-. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. Details of shareholder holding more than 5% shares as at March 31, 2015 and March 31, 2014 is set out below :

<u>Name of the shareholder</u>	<u>31/03/2015</u> Number of Shares	<u>31/03/2014</u> Number of Shares
Eaagu Udyog Ltd.	11,850,000	11,850,000
% held	46.70%	46.70%

c. The reconciliation of the shares outstanding as at March 31, 2015 and March 31, 2014 is set out below:

Particulars	As at 31.03.2015 No. of Shares	As at 31.03.2014 No. of Shares
Number of shares at the beginning	25,375,000	25,375,000
Number of shares at the end	25,375,000	25,375,000

d. Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:

Years	Equity Shares
31.03.2015	-
31.03.2014	-
31.03.2013	-
31.03.2012	-
31.03.2011	-

Notes on Financial Statements		
For the year ended 31st March, 2015 (Contd.)		
3 <u>RESERVES AND SURPLUS</u>	as at 31-03-2015	as at 31-03-2014
Particulars		
Securities Premium :		
As per last Account	68,500,000	68,500,000
Share Warrant Forfeiture Reserve :		
As per last Account	7,400,000	7,400,000
General reserve :		
As per last Account	48,448,644	48,448,644
Less: Depreciation as per transitional provision specified in Sch II of Companies Act, 2013	3,250,019	-
	<u>45,198,625</u>	<u>48,448,644</u>
Surplus - Opening balance	(2,875,313)	(3,454,125)
Add : Profit transferred form Statement of Profit and Loss	1,132,111	578,812
	<u>(1,743,202)</u>	<u>(2,875,313)</u>
TOTAL	<u>119,355,423</u>	<u>121,473,331</u>
4 <u>DEFERRED TAX LIABILITY (NET)</u>		
Difference between book and tax depreciation	1,215,807	1,718,059
Less: Defferred Assets	(1,091,967)	(502,252)
TOTAL	<u>123,840</u>	<u>1,215,807</u>
5 <u>TRADE PAYABLES:</u>		
Outstanding for more than 1 years	-	-
Micro, Small and Medium Enterprises (refer note 5.1)	-	-
Others (refer note 5.2)	153,573	124,809
TOTAL	<u>153,573</u>	<u>124,809</u>
5.1 There are no Micro, Small and Medium Enterprises in respect of whom the Company dues are outstanding for more than 45 days at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identifiable on the basis of information available with the Company and relied upon by the auditors.		
5.2 Trade payables are subject to confirmation from certain parties.		
6 <u>OTHER CURRENT LIABILITIES:</u>		
Current Maturity of Long Term borrowings		
From bank	-	201,878
Withholding and other Taxes payable	1,604	6,672
TOTAL	<u>1,604</u>	<u>208,550</u>
7 <u>SHORT TERM PROVISIONS:</u>		
Provision for Tax	678,000	707,000
TOTAL	<u>678,000</u>	<u>707,000</u>

Notes on Financial Statements										
For the year ended 31st March, 2015 (Contd.)										
8. FIXED ASSETS										
	ORIGINAL COST				DEPRECIATION AND IMPAIRMENT				NET BLOCK VALUE	
Particulars	As at	Additions	Deductions	As at	As at	For the	Deductions	As at	As at	As at
	01.04.2014			31.03.2015	01.04.2014	Year		31.03.2015	31.03.2015	31.03.2014
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<u>Tangible Assets:</u>										
Hazoor Hill Grand- Land	197,406,195	-	-	197,406,195	107,060,546	-	-	107,060,546	90,345,649	90,345,649
Vehicles	4,659,486	-	38,032	4,621,454	3,773,285	380,328	-	4,153,613	467,841	1,328,852
Equipments	2,815,112	-	1,176,852	1,638,260	1,497,505	-	-	1,497,505	140,755	1,516,636
Computer	6,769,443	-	2,035,135	4,734,308	4,395,835	-	-	4,395,835	338,473	3,470,934
Total	211,650,236	-	3,250,019	208,400,217	116,727,171	380,328	-	117,107,499	91,292,718	96,662,071
Previous Year Rupees	211,650,236	-	-	211,650,236	114,988,165	1,739,006	-	116,727,172	94,923,064	

Notes on Financial Statements		
For the year ended 31st March, 2015 (Contd.)		
	as at 31-03-2015	as at 31-03-2014
9 NON CURRENT INVESTMENTS:		
Long Term Investment- Non Trade (un-quoted & at lower cost of fair value)		
In Subsidiary:		
<u>Ambey Valley Mountains Pvt. Ltd.</u>		
2,00,000 shares (P.Y. 2,00,000) of Rs.10/- each (Extent of holding 100%)	13,800,000	13,800,000
TOTAL	13,800,000	13,800,000
10 LONG TERM LOANS AND ADVANCES:		
(Un-secured, considered good)		
Capital Advance	57,285,005	57,285,005
Deposits	250,000	150,000
Other Loans and advances:		
Advances	1,941,657	1,941,657
TOTAL	59,476,662	59,376,662
11 TRADE RECEIVABLE		
(Un-secured, considered good)		
Debts outstanding for a period exceeding six months		
Due from Subsidiary Company		
Ambey Valley Mountains Pvt. Ltd.	53,150,875	52,350,875
Others (refer note 11.1)	2,486,500	2,776,500
TOTAL	55,637,375	55,127,375
11.1 Trade receivable are subject to confirmation from certain parties.		
12 CASH AND BANK BALANCES		
<u>Cash & Cash Equivalents</u>		
Cash on Hand	164,642	455,956
<u>Other Bank Balances</u>		
In current Account	1,438,794	1,502,222
TOTAL	1,603,436	1,958,178
13 SHORT TERM LOANS AND ADVANCES:		
(Un-secured, considered good)		
Others	2,250	44,219
TOTAL	2,250	44,219

Notes on Financial Statements		
For the year ended 31st March, 2015 (Contd.)		
	Year Ended 31.03.2015	Year Ended 31.03.2014
<u>14 REVENUE FROM OPERATION</u>		
Other Operative Income	1,893,464	2,826,500
TOTAL	1,893,464	2,826,500
<u>15 OTHER INCOME:</u>		
Miscellaneous Income	-	122,454
TOTAL	-	122,454
<u>16 EMPLOYEE BENEFITS EXPENSE:</u>		
Salaries and Bonus (refer note 16.1)	270,800	144,800
TOTAL	270,800	144,800
Note:		
16.1 Salaries and Bonus include Directors' remuneration Rs.NIL (P.Y. Rs.NIL) & Mr. Shrikan Behra, Compliance Officer Rs. 84,000/-(P.Y. NIL) & Ms. Raina Shah, Company Secretary & Compliance Officer Rs. 1,00,000/-(PY. 28,800/-)		
<u>17 FINANCE COSTS:</u>		
Interest to Bank	15,474	34,586
Interest to Others	-	10,704
TOTAL	15,474	45,290
<u>18 OTHER EXPENSES:</u>		
Advertisements	200,465	157,236
Auditor's Remuneration:		
- Internal Audit Fee	25,000	-
- Secretarial Audit Fee	25,000	-
- Statutory Audit Fee	30,338	25,000
Depository Charges	67,416	69,160
Insurance	80,279	14,224
Legal and Professional Charges	96,744	133,879
Listing Fees	112,360	108,664
Loss on discard of Inventories	-	151,498
Other Expnses	59,961	91,265
Registrar Charges	30,157	15,371
Rent	90,000	-
Security, Watch & Ward Expenses	325,000	112,000
TOTAL	1,142,719	878,297
<u>19 TAX EXPENSES:</u>		
Current Tax	44,000	65,000
Deferred Taxes	(1,091,967)	(502,252)
TOTAL	(1,047,967)	(437,252)

Notes on Financial Statements**For the year ended 31st March, 2015 (Contd.)****B. OTHER ADDITION DISCLOSURE**

20 Amount Paid / Payable to Statutory Auditors (including Service Tax):

Particulars	31.03.2015	31.03.2014
- Statutory Audit	30,338	25,000

21 Income Taxes:

Provisions for current tax is made in view of the Profit for the year, in terms of the provisions of the Income Tax Act, 1961.

22 Deferred Taxation for the year ended 31st March, 2015.

Particulars	As at 01.04.2014	Charge/(Credit) during the year	As at 31.03.2015
Deferred Tax Liability/ (Asset) on account of :			
i. Depreciation	1,215,807	(1,091,967)	123,840
ii. Expenses allowable for Tax purpose in subsequent year(s)	-	-	-
Net Deferred Tax Liability /(Asset)	1,215,807	(1,091,967)	123,840
Previous Year.	1,718,059	(502,252)	1,215,807

23 Remuneration Paid/Payable to Directors and other Chief Managerial Personnel as per Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 as amended, the number of employees employed for the whole year drawing salary of Rs. 60,00,000/- per annum or more is NIL and the number of employees employed for part of the year drawing salary of Rs. 5,00,000/- per month or more is also NIL.

24 In the Opinion of Board of Directors, all the Current Assets, Loans and Advances have a value on realization in the ordinary course of Business at least equal to the amount at which they are stated and all the known liabilities as at the end of year have been provided for.

25 The Project Land situated at Hazoor Hill Grand, Village Peth Shahpur, Dist. Pune was notified as "Private Forest" land by Forest Department and therefore the said Land has been categorised as No- Development Zone. Accordingly the impairment loss of Rs. 10.71 Crore was charged to the P&L A/c in the earlier years. As on the date of Balance Sheet, 31st March 2015, there is no improvement in the impairment conditions, therefore the reversal of the impairment loss has not been recognized during the year under report. Hence there is no increase or decrease in the carrying amount of the impaired asset.

26 Earnings per Share (EPS):

Particulars	2014-2015	2013-2014
Profit / (Loss) Accounts	1,132,111	578,812
Number of shares outstanding	25,375,000	25,375,000
Basic and Diluted EPS (Face Value Rs. 4/- per shares)	0.04	0.02

27 Segment Reporting:

The Company and its subsidiary operates in a single business segment in the Real Estate & Infrastructure Development.

28 Related Party Disclosures:

As per Accounting Standard (AS) - 18 of The Companies (Accounting Standards) Rules, 2006, the list of related parties where control exists and related parties with whom transactions have taken place and relationships are as under:

a List of Related Parties and Description of Relationships

i Subsidiary

M/s. Aambey Valley Mountains Pvt. Ltd. (100%) (formerly known as Hazoor Aambey Valley Developers Pvt. Ltd.)
(Aambey Valley Mountains Private Limited ceased to be Subsidiary of the Company w.e.f 30th June, 2015)

ii Companies in which promoters have significant influence

M/s. Eaugu Udyog Ltd.*
M/s. Mantra Day Traders Pvt. Ltd.*
M/s. Fortune Point Exports Pvt. Ltd.*
M/s. Parle Software Ltd.
M/s. Optilum Business Enterprises Pvt. Ltd.

iii Key Management Personnel

Mr. V.I.GargManaging Director
Mr. Vineet GargExecutive Director, Chief Financial Officer,
Ms. Raina ShahCompany Secretary & Compliance Officer (resigned w.e.f. 30.09.2014)
Mr. Shrikant BeheraCompliance Officer (resigned w.e.f. 31.03.2015)
Mr. Pradeep VyasCompany Secretary & Compliance Officer (appointed w.e.f. 01.04.2015)

iv Others

Mrs. Chanda V. Garg Woman Director (appointed w.e.f. 31.03.2015)

Note: Related party relationships are identified by the Company and relied upon by the Auditors.

Notes on Financial Statements**For the year ended 31st March, 2015 (Contd.)**

b Transactions with related parties as required by the AS-18

(Rs. in Lacs)

Nature of Transactions	Subsidiary Companies /	Group Companies	Director / Key
Investment contribution to Equity	-(332.74)	-	-
Advance Received	7.00 (96.00)	-	-
Advance Paid	15.00 (15.00)	-(90.75)	-
Salary	-	-	1.84 (0.29)
Outstanding			
Investment in Equity	138.00 (138.00)	-	-
Sundry Debtor	531.51(523.51)	-	-
Salary	-	-	-

29 Quantitative Information: The provisions of clause are not applicable to the company and hence no Quantitative details are given.

30 Retirement Benefits: The provisions of payment of Gratuity Act, 1972 are not applicable to the company.

31 There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

32 Details of Loans given, Investment made and Guarantee given covered under section 186(4) of the Companies Act, 2013:

(i) The Company has not given any loans or guarantees.

(ii) No Investment made by the Company as at 31st March, 2015.

33 The provisions of PF / ESIC Act are not applicable to the company.

34 During the year, pursuant to the notification of Schedule II to the Companies Act, 2013 with effect from April 01, 2014, the Company

35 Figures have been rounded off to nearest rupee wherever applicable. The figures in brackets are those in respect of the previous

36 Figures for the previous year have been regrouped wherever necessary to conform to the current year / period's classification.

As per our attached reports of even date

For G. R. Modi & Co.,

Chartered Accountants

Firm Registration No.112617W

G. R. Modi

Partner

Membership No. 15240

Place : Mumbai

Date: 18th May, 2015

For and on behalf of the Board

Paresh Sampat

Non Executive Chairman

V. I. Garg

Managing Director

Vineet Garg

Chief Financial Officer

Ravi Shelke

Company Secretary

Place : Mumbai

Date: 18th May, 2015

Independent Auditors' Report on the Consolidated Financial Statements

To the Members of Hazoor Multi Projects Ltd.,

We have audited the accompanying consolidated financial statements of Hazoor Multi Projects Ltd. ('hereinafter referred to as the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group') (refer Note 1 to the attached consolidated financial statements), comprising of the consolidated Balance Sheet as at 31 March 2015, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as 'the Consolidated Financial Statements').

Management's responsibility for the consolidated financial statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as 'the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associate of subsidiary in accordance with accounting principles generally accepted in India including the Accounting Standards specified under section 133 of the Act read with rule 7 of the Companies (Accounts) Rules, 2014 and Accounting Standard 30, Financial Instruments: Recognition and Measurement issued by the Institute of Chartered Accountants of India to the extent it does not contradict any other Accounting Standard referred to in section 133 of the Act read with rule 7 of Companies (Accounts) Rules, 2014. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated financial statements. The respective Board of Directors of the companies included in the Group and of its associate of subsidiary are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group for preventing and detecting frauds and other irregularities; the 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 controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made thereunder including the Accounting Standards and matters which are required to be included in the audit report.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment,

including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 8 of the Other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group and associate of its subsidiary as at 31 March 2015, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other matter

We audited the financial statements of a subsidiary in the consolidated financial statements, which constitute total assets of Rs. 700.13 Lacs and net assets of Rs 138.22 Lacs as at 31 March 2015, total revenue of Rs 0.50 Lacs, net profit of Rs 0.22 Lacs and net cash flows amounting to Rs 0.31 Lacs for the year then ended. These financial statements and other financial information have been audited by us and our opinion on the consolidated financial statements to the extent they have been derived from such financial statements is based solely on the report.

Report on other legal and regulatory requirements

As required by the Companies (Auditors' Report) Order, 2015 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, based on the comments in the auditors' report of the Holding Company Aambey Valley Mountains Pvt. Ltd. (formerly known as Hazoor Aambey Valley Developers Pvt. Ltd.) subsidiary of the Holding Company (Refer Note 1 to the consolidated financial statements), we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by section 143(3) of the Act, we report, to the extent applicable, that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law maintained by the Holding Company and a subsidiary of the Holding Company including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and records of the Holding Company.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the

relevant books of account maintained by the Holding Company and a subsidiary of the Holding Company including relevant records relating to the preparation of the consolidated financial statements.

- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company and Aambey Valley Mountains Pvt. Ltd. a subsidiary of the Holding Company as on 31 March 2015 taken on record by the Board of Directors of the Holding Company, none of the directors is disqualified as on 31 March 2015 from being appointed as a director in terms of section 164 (2) of the Act.
- (f) With respect to the other matters to be included in the Auditors' Report in accordance with rule 11 of the Companies (Audit and Auditors') Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. In case of Aambey Valley Mountains Pvt. Ltd. a subsidiary of the Holding Company audited by other auditor, there were no pending litigations as at 31 March 2015 which would impact the consolidated financial position of the Group.
 - ii. In case of Aambey Valley Mountains Pvt. Ltd. a subsidiary of the Holding Company did not have any material foreseeable losses on long-term contracts including derivative contracts as at 31 March 2015.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2015.

For G. R. MODI & CO.,
Chartered Accountants
Firm Registration No.112617W

G. R. MODI
Partner
Membership No.15240

Place: Mumbai
Date: 18th May, 2015

Annexure to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Hazoor Multi Projects Limited on the consolidated financial statements for the year ended 31 March 2015.

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

(b) The fixed assets are physically verified by the Managements of the Holding Company according to a phased programme 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 aforesaid Holding Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the respective Managements of the aforesaid Holding Company during the year and no material discrepancies have been noticed on such verification.

2. (a) The inventory excluding stocks with third parties has been physically verified by the respective Managements of the Holding Company. In respect of inventory of the aforesaid Holding Company lying with third parties, these have substantially been confirmed by them. In our opinion, the frequency of verification is reasonable.

(b) In our opinion, the procedures of physical verification of inventory followed by the Management of the Holding Company are reasonable and adequate in relation to the size of the aforesaid Holding Company and the nature of their business.

(c) On the basis of our examination of the inventory records and the reports of the other auditors, in our opinion, the Holding Company is maintaining proper records of inventory. The discrepancies noticed on physical verification of inventory of the aforesaid Holding Company as compared to the respective book records were not material.

3. The Holding Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Act. Therefore, the provisions of clause 3(iii), (iii)(a) and (iii)(b) of the said Order are not applicable to the aforesaid Holding Company.

4. In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Holding Company, for the purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books and records of the aforesaid Holding Company as furnished to us, and according to the information and explanations given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system.

5. The Holding Company has not accepted any deposits from the public within the meaning of sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

6. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the products of the Holding Company.

7. (a) In our opinion, and according to the information and explanations given to us and the records of the Holding Company examined by us, the Holding Company is regular in depositing the undisputed

statutory dues, including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) According to the information and explanations given to us and the records of the Holding Company examined by us, the particulars of dues of income tax, sales tax, wealth tax, service tax, duty of customs and duty of excise, value added tax or cess as at 31 March 2015 which have not been deposited on account of a dispute, are as follows:

(c) We are informed that no amounts is required to be transferred by the Investor Education and Protection Fund in accordance with relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.

8. The Holding Company, has no accumulated losses as at the end of the financial year and they have not incurred any cash losses in the financial year ended on that date or in the immediately preceding financial year.

9. As the Holding Company does not have any borrowings from any financial institution or bank nor have they issued any debentures as at the Balance Sheet date, the provisions of clause 3(ix) of the Order are not applicable to the aforesaid Holding Company.

10. In our opinion, and according to the information and explanations given to us and based on the reports of the other auditors furnished to us, the Holding Company have not given any guarantee for loans taken by others from banks or financial institutions during the year. Accordingly, the provisions of clause 3(x) of the Order are not applicable to the aforesaid Holding Company.

11. The Holding Company has not raised any term loans. Accordingly, the provisions of clause 3(xi) of the Order are not applicable to the aforesaid Holding Company.

12. During the course of our examination of the books and records of the Holding Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us and based on the reports of the other auditors, we have neither come across any instance of material fraud on or by the Holding Company noticed or reported during the year, nor have we been informed of any such case by the respective Managements of the aforesaid Holding Company.

For G. R. MODI & CO.,
Chartered Accountants
Firm Registration No.112617W

G. R. MODI
Partner
Membership No.15240

Place: Mumbai
Date: 18th May, 2015

Consolidated Balance Sheet			
As at 31st March, 2015			
(Figures in Rupees)			
Particulars	Note	As at 31st March, 2015	As at 31st March, 2014
<u>EQUITY AND LIABILITIES</u>			
<u>SHARE HOLDER'S FUNDS</u>			
Share Capital	2	101,500,000	101,500,000
Reserves & Surplus	3	87,943,058	90,039,437
<u>SHARE APPLICATION MONEY PENDING ALLOTMENT</u>		-	-
<u>MINORITY INTEREST</u>		-	-
<u>NON-CURRENT LIABILITIES</u>			
Deferred Tax Liabilities (Net)	4	123,840	1,215,807
<u>CURRENT LIABILITIES</u>			
Trade Payables	5	153,573	124,809
Other Current Liabilities	6	3,032,606	5,952,457
Short-Term Provisions	7	687,600	707,000
TOTAL		193,440,677	199,539,510
<u>ASSETS</u>			
<u>NON-CURRENT ASSETS</u>			
Fixed Assets	8		
Tangible Assets		129,791,844	130,489,169
Non-Current Investments	9	-	2,900,000
Long-Term Loans and Advances	10	59,476,662	59,376,662
<u>CURRENT ASSETS</u>			
Trade Receivables	11	2,536,612	2,776,500
Cash and Bank Balances	12	1,633,310	1,995,135
Short-Term Loans and Advances	13	2,250	44,219
Other Current Assets	14	-	1,957,826
TOTAL		193,440,677	199,539,510
Notes are integral part of the Financial Statement			
Significant Accounting Policies	1		
Notes to Accounts	2 to 20		
Other Additional Disclosures	21 to 37		
As per our attached reports of even date			
For G. R. Modi & Co.,		For and on behalf of the Board	
Chartered Accountants			
Firm Registration No.112617W			
G. R. Modi		Paresh Sampat	V. I. Garg
Partner		Non Executive Chairman	Managing Director
Membership No. 15240			
		Vineet Garg	Ravi Shelke
		Chief Financial Officer	Company Secretary
Place : Mumbai		Place : Mumbai	
Date: 18th May, 2015		Date: 18th May, 2015	

Consolidated Statement of Profit & Loss			
For the year ended 31st March, 2015			
(Figures in Rupees)			
Particulars	Note	2014-2015	2013-2014
Revenue From Operations	15	1,943,576	2,826,500
Other Income	16	-	122,454
Total Revenue		1,943,576	2,948,954
Expenses:			
Employee Benefits Expense	17	275,300	144,800
Finance Costs	18	15,474	45,290
Depreciation and Amortization Expense	8	380,328	1,739,006
Other Expenses	19	1,157,201	878,297
Total Expenses		1,828,303	2,807,393
Profit Before Tax		115,273	141,561
Tax Expense:	20		
Current Tax		53,600	65,000
Deferred Tax		(1,091,967)	(502,252)
		(1,038,367)	(437,252)
Profit / (Loss) for the year		1,153,640	578,813
Earnings per Equity Share (Basic & Diluted)			
Equity share of par value of Rs. 4/- each		0.05	0.02
Notes are integral part of the Financial Statement			
Significant Accounting Policies	1		
Notes to Accounts	2 to 20		
Other Additional Disclosures	21 to 37		
As per our attached reports of even date			
For G. R. Modi & Co.,		For and on behalf of the Board	
Chartered Accountants			
Firm Registration No.112617W			
G. R. Modi		Paresh Sampat	V. I. Garg
Partner		Non Executive Chairman	Managing Director
Membership No. 15240		Vineet Garg	Ravi Shelke
		Chief Financial Officer	Company Secretary
Place : Mumbai		Place : Mumbai	
Date: 18th May, 2015		Date: 18th May, 2015	

Consolidated Cash Flow Statement			
For the year ended 31st March, 2015			
	Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
A.	<u>Cash Flow From Operating Activities</u>		
	Profit / (Loss) Before Tax as per Profit & Loss Account	115,273	141,561
	Add / (Deduct):		
	Interest & Finance Charges	15,474	45,290
	Loss on Discard of Building Material	-	151,498
	Depreciation	380,328	1,739,006
	Operating Profit before Working Capital changes	511,075	2,077,355
	(Increase)/Decrease in Trade and Other receivables	297,417	(884,878)
	(Increase)/Decrease in Inventories	-	1,051,498
	(Increase)/Decrease in Fixed Assets	(2,933,022)	-
	(Increase)/Decrease in Long Term Loan and Advances	(100,000)	45,331,060
	(Increase)/Decrease in Short Term Loan and Advances	41,969	(44,219)
	Increase/(Decrease) in Trade Payables	(28,764)	(955,417)
	Net Cash Flow in the Course of Operating Activities	(2,211,325)	46,575,399
	Taxes	(73,000)	-
	Net Cash from Operating Changes	(2,284,325)	46,575,399
B.	CASH FLOW ARISING FROM INVESTING ACTIVITIES		
	Inflow/ (Out Flow) on Account of :		
	(Purchase) / Sale of Non Current Investments (Net)	2,900,000	4,150,000
	Other Current Assets	1,957,826	(724,117)
	Net Cash Flow in the Course of Investing Activities	4,857,826	3,425,883
C.	<u>CASH FLOW ARISING FROM FINANCING ACTIVITIES</u>		
	Inflow/ (Out Flow) on Account of :		
	Increase/(Decrease) in Long term Borrowings	-	(29,504,606)
	Increase/(Decrease) in Other Current Liabilities	(2,919,851)	3,275,127
	Increase/(Decrease) in Minority Interest	-	(28,896,667)
	Loss on Discard of Building Material	-	(151,498)
	Interest & Finance Charges	(15,474)	(45,290)
	Net Cash Flow in the Course of Financing Activities	(2,935,325)	(55,322,934)
	Net Increase/(Decrease) in Cash & Cash Equivalents (I+II+III)	(361,824)	(5,321,652)
	Add: Balance at the beginning of the year	1,995,135	7,316,786
	Cash and Cash Equivalent at the Close of the Year	1,633,310	1,995,135
	Reconciliation of Cash and Bank Balances:		
	Cash and Bank Balances	1,633,310	1,995,135
	Cash and Cash Equivalent at the Close of the Year	1,633,310	1,995,135
Notes:			
1. Previous Years figures have been regrouped, recast wherever necessary.			
2. The above cash flow statement has been prepared under the indirect method as set out in Accounting Standard -3, "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.			
As per our Report of even date			
For G. R. Modi & Co.,		For and on behalf of the Board	
Chartered Accountants			
(Firm Registration No. 112617W)			
G. R. Modi			
Partner			
(Membership No. 15240)			
		Paresh Sampat	V. I. Garg
		Non Executive Chairman	Managing Director
		Vineet Garg	Ravi Shelke
		Chief Financial Officer	Company Secretary
Place : Mumbai		Place: Mumbai	
Date: 18th May, 2015		Date: 18th May, 2015	

Notes on Consolidated Financial Statements**For the year ended 31st March, 2015****1 Significant Accounting Policies & Notes to Consolidation Accounts****A Principal of Consolidation****a Basis of Preparation of financial statement:**

The Consolidated Financial Statements relate to Hazoor Multi Projects Limited ('the Company') and its Subsidiary Company. The Consolidated Financial Statements have been prepared on the following basis:

- (i) The Financial Statements of the Company and its Subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and unrealized profits or losses as per Accounting Standard AS-21 – Consolidated Financial Statements.
- (ii) The excess of the Company's portion of equity of the Subsidiaries as at the date of its investment over the cost of its investment is treated as Capital Reserve. The excess of cost of investment over the Company's portion of equity as at the date of investment is treated as Goodwill and the same is written off in the year in which it arises. However, where goodwill arising on consolidation of entities acquired by the Group represents value of land / rights held by such entities, the same is considered as cost of construction and accordingly treated as part of cost of inventory of the group.

The difference between the proceeds from disposal of investment in a Subsidiary and the carrying amount of its assets less liabilities as on the date of disposal is recognized in the consolidated statement of Profit and Loss Account as the profit or loss on disposal of investment in Subsidiary.

Intra-group balances and intra-group transactions and resulting unrealized profits have been eliminated.

As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and

other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

(iii) Impairment of Assets:

Consideration is given at each balance sheet date to determine whether there is any indication of impairment of the carrying amount of the Company's fixed assets. If any indication exists, an asset's recoverable amount is estimated. An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount.

Reversal of impairment losses recognised in prior years is recorded when there is an indication that the impairment losses recognised for the asset no longer exist or have decreased. However, the increase in carrying amount of an asset due to reversal of an impairment loss is recognised to the extent it does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised for the assets in prior years.

B Investments other than in Subsidiary have been accounted as per Accounting Standard AS-13 on "Accounting for Investments".**C The list of Subsidiary Company considered for consolidation, and the Company's holdings therein are as under:**

Name of Subsidiaries	C.O.I.	Proportion of ownership Interest
Ambey Valley Mountains Pvt. Ltd. (formerly know as : Hazoor Ambey Valley Developers Pvt. Ltd.)	India	100.00%

The reporting year for the Subsidiary ended on March 31st, 2015. These financial statements are audited by their respective Statutory Auditors.

Notes on Consolidated Financial Statements

For the year ended 31st March, 2015 (Contd.)

2 SHARE CAPITAL

Particulars	as at 31-03-2015	as at 31-03-2014
Authorised :		
4,75,00,000 Equity Shares & 25,00,000 Un-Classified Shares of Rs.4/- each	200,000,000	200,000,000
(P.Y. 4,75,00,000 Equity Shares & 25,00,000 Un-Classified Shares of Rs. 4/- each)		
Issued, Subscribed and Paid up :	101,500,000	101,500,000
2,53,75,000 Equity Shares (Previous year: 2,53,75,000) of Rs.4/- each fully paid up		
Notes:		
I) Out of above Equity Shares :		
a). 1,07,50,000 Equity Shares of Rs.4/- each were allotted as fully paid Bonus Shares by way of capitalisation of Profit & Loss Reserves Account.		
b). 38,75,000 Equity shares of Rs.4/- each at premium of Rs. 12/- per share were issued on preferential allotment basis against the conversion of equivalent number of share warrants.		
	101,500,000	101,500,000

a. **Terms/ rights attached to equity shares**

The Company has only one class of shares referred to as equity shares having a par value of Rs. 4/-. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

b. **Details of shareholder holding more than 5% shares as at March 31, 2015 and March 31, 2014 is set out below :**

Name of the shareholder	31/03/2015 Number of Shares	31/03/2014 Number of Shares
Eaugu Udyog Ltd.	11,850,000	11,850,000
% held	46.70%	46.70%

c. **The reconciliation of the shares outstanding as at March 31, 2015 and March 31, 2014 is set out below:**

Particulars	As at 31.03.2015 No. of Shares	As at 31.03.2014 No. of Shares
Number of shares at the beginning	25,375,000	25,375,000
Number of shares at the end	25,375,000	25,375,000

d. **Aggregate number of bonus shares issued, shares issued for consideration other than cash during the period of five years immediately preceding the reporting date:**

Years	Equity Shares
31.03.2015	-
31.03.2014	
31.03.2013	-
31.03.2012	-
31.03.2011	-

Notes on Consolidated Financial Statements**For the year ended 31st March, 2015 (Contd.)**

3 RESERVES AND SURPLUS	as at 31-03-2015	as at 31-03-2014
Particulars		
Securities Premium :		
As per last Account	68,500,000	68,500,000
Share Warrant Forfeiture Reserve :		
As per last Account	7,400,000	7,400,000
General reserve :		
As per last Account	48,448,644	48,448,644
Less: Depreciation as per transitional provision specified in Sch II of Companies Act, 2013	3,250,019	-
	45,198,625	48,448,644
Surplus - Opening balance	(34,309,207)	(34,888,020)
Add : Profit transferred form Statement of Profit and Loss	1,153,640	578,813
	(33,155,567)	(34,309,207)
TOTAL	87,943,058	90,039,437
4 DEFERRED TAX LIABILITY (NET)		
Difference between book and tax depreciation	1,215,807	1,718,059
Less: Deferred Assets	(1,091,967)	(502,252)
TOTAL	123,840	1,215,807
5 TRADE PAYABLES:		
Outstanding for more than 1 years	-	-
Micro, Small and Medium Enterprises (refer note 5.1)	-	-
Others (refer note 5.2)	153,573	124,809
TOTAL	153,573	124,809
5.1 There are no Micro, Small and Medium Enterprises in respect of whom the Company dues are outstanding for more than 45 days at the Balance Sheet date. The above information regarding Micro, Small and Medium enterprises have been determined to the extent such parties have been identifiable on the basis of information available with the Company and relied upon by the auditors.		
5.2 Trade payables are subject to confirmation from certain parties.		
6 OTHER CURRENT LIABILITIES:		
Current Maturity of Long Term borrowings		
From bank	-	201,878
Withholding and other Taxes payable	1,604	6,672
Add: Share in Subsidiary	3,031,002	5,743,907
TOTAL	3,032,606	5,952,457
7 SHORT TERM PROVISIONS:		
Provision for Income Tax	678,000	707,000
Add: Subsidiary	9,600	-
TOTAL	687,600	707,000

Notes on Consolidated Financial Statements										
For the year ended 31st March, 2015 (Contd.)										
8. FIXED ASSETS										
	ORIGINAL COST				DEPRECIATION AND IMPAIRMENT			NET BLOCK VALUE		
Particulars	As at	Additions	Deductions	As at	As at	For the	Deductions	As at	As at	As at
	01.04.2014			31.03.2015	01.04.2014	Period		31.03.2015	31.03.2015	31.03.2014
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
<u>Tangible Assets:</u>										
Hazoor Hill Grand- Land	197,406,195	-	-	197,406,195	107,060,546	-	-	107,060,546	90,345,649	90,345,649
Vehicles	4,659,486	-	38,032	4,621,454	3,773,285	380,328	-	4,153,613	467,841	886,201
Equipments	2,815,112	-	1,176,852	1,638,260	1,497,504	-	-	1,497,504	140,756	1,317,608
Computer	6,769,443	-	2,035,135	4,734,308	4,395,836	-	-	4,395,836	338,472	2,373,607
Add: Share in Subsidiary										
Land	35,566,104	-	-	35,566,104	-	-	-	-	35,566,104	35,566,104
Farm House	-	2,933,022	-	2,933,022	-	-	-	-	2,933,022	-
Total	247,216,340	2,933,022	3,250,019	246,899,343	116,727,171	380,328	-	117,107,499	129,791,844	130,489,169
Previous Year Rupees	247,216,340	-	-	247,216,340	114,988,165	1,739,006	-	116,727,171	130,489,169	

Notes on Consolidated Financial Statements**For the year ended 31st March, 2015 (Contd.)**

	as at 31-03-2015	as at 31-03-2014
9 NON CURRENT INVESTMENTS:		
Long Term Investment- Non Trade (un-quoted & at lower cost of fair value)		
Add: Investment of Subsidiary	-	2,900,000
TOTAL	-	2,900,000
10 LONG TERM LOANS AND ADVANCES:		
(Un-secured, considered good)		
Capital Advance	57,285,005	57,285,005
Deposits	250,000	150,000
Other Loans and advances		
Advances	1,941,657	1,941,657
TOTAL	59,476,662	59,376,662
11 TRADE RECEIVABLE		
(Un-secured, considered good)		
Debts outstanding for a period exceeding six months	-	-
Others (refer note 11.1)	2,486,500	2,776,500
Add: Subsidiary	50,112	-
TOTAL	2,536,612	2,776,500
11.1 Trade receivable are subject to confirmation from certain parties.		
12 CASH AND BANK BALANCES		
Cash & Cash Equivalents		
Cash on Hand	164,642	455,957
Add: Share in subsidiary	26,167	-
Other Bank Balances		
In current and Deposit Account	1,438,794	1,502,222
Add: Share in subsidiary	3,707	36,956
TOTAL	1,633,310	1,995,135
13 SHORT TERM LOANS AND ADVANCES:		
(Un-secured, considered good)		
Share Application:		
Subsidiaries		
Others	2,250	44,219
TOTAL	2,250	44,219
14 OTHER CURRENT ASSETS		
Add: Share in subsidiary	-	1,957,826
TOTAL	-	1,957,826

Notes on Consolidated Financial Statements**For the year ended 31st March, 2015 (Contd.)**

	Year Ended 31.03.2015	Year Ended 31.03.2014
15 REVENUE FROM OPERATIONS		
Other Operative Income	1,893,464	2,826,500
Add: Subsidiary	50,112	-
TOTAL	1,943,576	2,826,500
16 OTHER INCOME:		
Other Income	-	122,454
TOTAL	-	122,454
17 EMPLOYEE BENEFITS EXPENSE:		
Salaries and Bonus (refer note 17.1)	270,800	144,800
Add: Subsidiary	4,500	-
TOTAL	275,300	144,800
Note:		
17.1 Salaries and Bonus include Directors' remuneration Rs.NIL (P.Y. Rs.NIL) & Mr. Shrikan Behra, Compliance Officer Rs. 84,000/-(P.Y. NIL) & Ms. Raina Shah, Company Secretary & Compliance Officer Rs. 1,00,000/-(PY. 28,800/-)		
18 FINANCE COSTS:		
Interest to Bank	15,474	34,586
Interest to Others	-	10,704
TOTAL	15,474	45,290
19 OTHER EXPENSES:		
Advertisements	200,465	157,236
Auditor's Remuneration:		
- Internal Audit Fee	25,000	-
- Secretarial Audit Fee	25,000	-
- Statutory Audit Fee	30,338	25,000
Depository Charges	67,416	69,160
Insurance	80,279	14,224
Legal and Professional Charges	96,744	133,879
Listing Fees	112,360	108,664
Loss on discard of Inventories	-	151,498
Other Expnses	59,961	91,265
Registrar Charges	30,157	15,371
Rent	90,000	-
Security, Watch & Ward Expenses	325,000	112,000
Add: Subsidiary	14,481	-
TOTAL	1,157,201	878,297
20 TAX EXPENSES:		
Current Tax:		
Income Tax	53,600	65,000
Deferred Taxes	(1,091,967)	(502,252)
TOTAL	(1,038,367)	(437,252)

Notes on Consolidated Financial Statements**For the year ended 31st March, 2015 (Contd.)****B. OTHER ADDITION DISCLOSURE**

21 Amount Paid / Payable to Auditors (including Service Tax):

Particulars	31.03.2015	31.03.2014
- Statutory Audit	30,338	25,000

22 Income Taxes:

Provisions for current tax is made in view of the Profit for the year, in terms of the provisions of the Income Tax Act, 1961.

23 Deferred Taxation for the year ended 31st March, 2015.

Particulars	As at 01.04.2014	Charge/(Credit) during the year	As at 31.03.2015
Deferred Tax Liability/ (Asset) on account of :			
i. Depreciation	1,215,807	(1,091,967)	123,840
ii. Expenses allowable for Tax purpose in	-	-	-
Net Deferred Tax Liability /(Asset)	1,215,807	(1,091,967)	123,840
Previous Year.	1,718,059	(502,252)	1,215,807

24 Remuneration Paid/Payable to Directors and other Chief Managerial Personnel as per Section 217(2A) of the Companies Act, 1956 read

25 In the Opinion of Board of Directors, all the Current Assets, Loans and Advances have a value on realization in the ordinary course of

Business at least equal to the amount at which they are stated and all the known liabilities as at the end of year have been provided for.

26 The Project Land situated at Hazoor Hill Grand, Village Peth Shahpur, Dist. Pune was notified as "Private Forest" land by Forest Department and therefore the said Land has been categorised as No- Development Zone. Accordingly the impairment loss of Rs. 10.71 Crore was charged to the P&L A/c in the earlier years. As on the date of Balance Sheet, 31st March 2015, there is no improvement in the impairment conditions, therefore the reversal of the impairment loss has not been recognized during the year under report. Hence there is no increase or decrease in the carrying amount of the impaired asset.

27 Earnings per Share (EPS):

Particulars	2014-2015	2013-2014
Profit / (Loss) Accounts	1,153,640	578,813
Number of shares outstanding	25,375,000	25,375,000
Basic and Diluted EPS (Face Value Rs. 4/- per shares)	0.05	0.02

28 Segment Reporting:

The Company and its subsidiary operates in a single business segment in the Real Estate & Infrastructure Development.

29 Related Party Disclosures:

As per Accounting Standard (AS) - 18 of The Companies (Accounting Standards) Rules, 2006, the list of related parties where control exists and related parties with whom transactions have taken place and relationships are as under:

a List of Related Parties and Description of Relationships

i Subsidiary

M/s. Aambey Valley Mountains Pvt. Ltd. (100%) (formerly known as Hazoor Aambey Valley Developers Pvt. Ltd.)
(Aambey Valley Mountains Private Limited ceased to be Subsidiary of the Company w.e.f 30th June, 2015)

Notes on Consolidated Financial Statements
For the year ended 31st March, 2015 (Contd.)
ii Companies in which promoters have significant influence

M/s. Eaugu Udyog Ltd.*

M/s. Mantra Day Traders Pvt. Ltd.*

M/s. Fortune Point Exports Pvt. Ltd.*

M/s. Parle Software Ltd.

M/s. Optilum Business Enterprises Pvt. Ltd.

iii Key Management Personnel

Mr. V.I.GargManaging Director

Mr. Vineet GargExecutive Director, Chief Financial Officer,

Ms. Raina ShahCompany Secretary & Compliance Officer (resigned w.e.f. 30.09.2014)

Mr. Shrikant Behera Compliance Officer (resigned w.e.f. 31.03.2015)

Mr. Pradeep VyasCompany Secretary & Compliance Officer (appointed w.e.f. 01.04.2015)

iv Others

Mrs. Chanda V. Garg Woman Director (appointed w.e.f. 31.03.2015)

Note: Related party relationships are identified by the Company and relied upon by the Auditors.

b Transactions with related parties as required by the AS-18

(Rs. in Lacs)

Nature of Transactions	Subsidiary Companies / Associates / Promoters	Group Companies	Director / Key management Personnel
Advance Paid	-	-(90.75)	-
Salary	-	-	2.56(0.29)
<u>Outstanding</u>			
Advance Paid	-	-	-
Salary	-	-	-

30 Quantitative Information: The provisions of clause are not applicable to the company and hence no Quantitative details are given.

31 Retirement Benefits: The provisions of payment of Gratuity Act, 1972 are not applicable to the company.

32 There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

33 Details of Loans given, Investment made and Guarantee given covered under section 186(4) of the Companies Act, 2013:

(i) The Company has not given any loans or guarantees.

(ii) No Investment made by the Company as at 31st March, 2015.

34 The provisions of PF / ESIC Act are not applicable to the company.

35 During the year, pursuant to the notification of Schedule II to the Companies Act, 2013 with effect from April 01, 2014, the Company revised the estimated useful life of relevant assets to align the useful life with those specified in Schedule II.

36 Figures for the previous year have been regrouped wherever necessary to conform to the current year / period's classification.

37 Figures have been rounded off to nearest rupee wherever applicable. The figures in brackets are those in respect of the previous accounting year.

As per our attached reports of even date

For G. R. Modi & Co.,

Chartered Accountants

Firm Registration No.112617W

G. R. Modi

Partner

Membership No. 15240

Place : Mumbai

Date: 18th May, 2015

For and on behalf of the Board

Paresh Sampat

Non Executive Chairman

Vineet Garg

Chief Financial Officer

Place : Mumbai

Date: 18th May, 2015

V.I. Garg

Managing Director

Ravi Shelke

Company Secretary

HAZOOR MULTI PROJECTS LIMITED,

CIN: L99999PN1992PLC137757

Regd. Office: 403, Kane Plaza, Off Link Road, Mind Space,
Malad (West), Mumbai - 400064, Maharashtra,**Tel. No.:** 022-28711090; Fax: 022-40033979Email: info@hazoormultiproject.com, Website: hazoormultiproject.comAttendance Slip for 23rd Annual General Meeting
(to be handed over at the Registration Counter)

Registered Folio/ DP ID & Client ID	:	_____
No. of shares	:	_____
Name and Address of the Shareholder(s)	:	_____

Joint Holder(s):		_____

I/We hereby record my / our presence at the 23rd Annual General Meeting of the Company on Monday, 21st September, 2015 at 10.30 a.m. at Landmark Building, Link Road, Mith Chowki, Malad (West), Mumbai – 400 064.

Signature of the Member/Proxy / Authorised Representative

-----Cut here -----

ENTRY PASS

(To be retained throughout the Meeting)

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	USER ID	* Default PAN
150807002		

* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field.

Note: Please read the instructions for e-voting given along with notice of the 23rd Annual General Meeting. The Voting period starts from Friday, September 18, 2015 (9.00 a.m.) and ends on Sunday, September 20, 2015 (5.00 p.m.). The voting module shall be disabled by CSDL for voting thereafter.

[illegible]

HAZOOR MULTI PROJECTS LIMITED,

CIN: L99999PN1992PLC137757

Regd. Office: 403, Kane Plaza, Off Link Road, Mind Space, Malad (West)

Mumbai- 400064, Maharashtra

Tel. No.: 022-28711090; Fax-022-40033979

Email: info@hazoormultiproject.com, Website: hazoormultiproject.com**PROXY FORM**

Form No. MGT-11

[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: _____

Email ID: _____ Folio No./DP ID and Client ID: _____

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

(1) Name : _____ Address : _____

E-mail Id : _____ Signature : _____ or failing him

(2) Name : _____ Address : _____

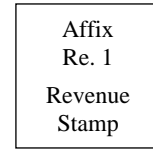
E-mail Id : _____ Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the TWENTY THIRD annual general meeting of the company, to be held on Monday 21st September, 2015 at 10.30 a.m. at Landmark Building, Link Road, Mith Chowki, Malad (West), Mumbai – 400 064, Maharashtra and at any adjournment thereof in respect of such resolutions and in such manner as are indicated below:

No	ORDINARY BUSINESS	No	SPECIAL BUSINESS
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31 March 2015.	4	Appointment of Mrs.Chanda V. Garg (DIN: 00409712) as Director.
2	To appoint Director in place Mr. Vineet Garg (DIN 00397062), who retires by rotation, being eligible offers himself for reappointment.	5	Appointment of Director, Mr. V.I. Garg(00409946), as Managing Director of the Company
3	Ratification of appointment of G. R. Modi & Co.(FRN. 112617W), Chartered Accountants, as Statutory Auditors and fixing their remuneration.	6	Authority to the Board to create Charge/ Mortgage and/ or Charge and/ or Hypothecation and/or Pledge on the Movable and Immovable Properties of the Company and to Sell, Lease or otherwise Dispose off the Whole or Substantially the Whole of the Undertaking of the Company Pursuant to Section 180(1)(a) of the Companies Act ,2013.
		7	Authority to the Board Of Directors for Borrowings in excess of the Paid-Up Share Capital and Free Reserves of the Company Under Section 180(1)(c) of the Companies Act, 2013.
		8	Authority to give loans to any companies and / or give any guarantee or provide security in connection with a loan to any companies and / or acquire by way of subscription, purchase or otherwise, the securities of any companies pursuant to the provisions of Section 186 of the Companies Act, 2013.

Signed this _____ day of _____, 2015.

Signature of Proxy Shareholder



Signature of Shareholder

Notes:

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. Notwithstanding the above, Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.meeting by the shareholders present.

HAZOOR MULTI PROJECTS LIMITED,

CIN: L99999PN1992PLC137757

Regd. Office: 403, Kane Plaza, Off Link Road, Mind Space, Malad (West)
Mumbai- 400064, Maharashtra**Tel. No.:** 022-28711090; Fax-022-40033979Email: info@hazoormultiproject.com, Website: hazoormultiproject.com**BALLOT FORM**
(In lieu of E-voting)

1. Name and Registered Address of the Sole/First named Shareholder/ Member :
2. Name(s) of the Joint Shareholder(s) If any :
3. Registered Folio No. /DP ID No. / Client ID No. :
4. Number of share(s) held :

I/We hereby cast my/our Votes in respect of the following Resolution to be passed through postal Ballot for the Business Stated in the Notice of 23rd Annual General Meeting to be held on Monday 21st September, 2015 at 10.30 a.m. at Landmark Building, Link Road, Mith Chowki, Malad (West), Mumbai – 400 064, Maharashtra by conveying my/our assent / dissent to the said resolution by placing tick () mark in the appropriate box below:

Item No.	Description	No, of Equity Shares	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (Against)
1	Adoption of Financial Statements for the year ended 31 March 2015 and the Directors' and Auditors' Reports thereon.			
2	To appoint Director in place Mr. Vineet Garg (DIN: 00397062), who retires by rotation being eligible offers himself for reappointment.			
3	Ratification of appointment of G. R. Modi & Co(FRN. 112617W), Chartered Accountants, as Statutory Auditors and fixing their remuneration.			
4	Appointment of Mrs.Chanda V. Garg (DIN: 00409712) as Director.			
5	Appointment of Director, Mr. V..I. Garg (00409946) , as Managing Director of the Company.			
6	Authority to the Board to create Charge/ Mortgage and/ or Charge and/ or Hypothecation and/or Pledge on the Movable and Immovable Properties of the Company and to Sell, Lease or otherwise Dispose off the Whole or Substantially the Whole of the Undertaking of the Company Pursuant to Section 180(1)(a) of the Companies Act ,2013.			
7	Authority to the Board Of Directors for Borrowings in excess of the Paid-Up Share Capital and Free Reserves of the Company Under Section 180(1)(c) of the Companies Act, 2013.			

8	Authority to give loans to any companies and / or give any guarantee or provide security in connection with a loan to any companies and / or acquire by way of subscription, purchase or otherwise, the securities of any companies pursuant to the provisions of Section 186 of the Companies Act, 2013.			
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Place:

Date:

(Signature of the Shareholder/Members)

Note: Kindly read the instructions printed overleaf before filling the form. Valid Ballot Forms received by the Scrutinizer by 5.00 p.m. on 20th September, 2015 shall only be considered.

E - VOTING

Users who wish to opt for e-voting may use the following login credentials.

Electronic Voting Sequence Number (EVSN)	USER ID	* Default PAN
150807002		

* Only Members who have not updated their PAN with the Company / Depository Participant shall use default PAN in the PAN field. Please follow steps for e-voting procedure as given in the Notice of AGM by logging on www.evotingindia.com.

INSTRUCTIONS

- Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, Mrs. Manisha Bajaj, Practising Company Secretary, unit: Hazoor Multi Projects Limited. C/o M/s. Link Intime India Pvt. Ltd., C – 13, Pannalal Silk Mill Compound, L.B.S Marg, Bhandup (West), Mumbai – 400 078 or to her email id manishabajaj.cs@gmail.com, so as to reach **by 5.00 p.m. on 20 September 2015. Ballot Form received thereafter will strictly be treated as if not received.**
- The Company will not be responsible if the envelope containing the Ballot Form is lost in transit.
- Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
- In the event member casts his votes through both the processes i.e. E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
- The right of voting by Ballot Form shall not be exercised by a proxy.
- To avoid fraudulent transactions, the identity/signature of the members holding shares in electronic/demat form is verified with the specimen signatures furnished by NSDL/CDSL and that of members holding shares in physical form is verified as per the records of the share transfer agent of the Company (i.e. Linkintime India Pvt. Ltd). Members are requested to keep the same updated.
- There will be only one Ballot Form for every Folio/DP ID Client ID irrespective of the number of joint members.
- In case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot form signed by a joint holder shall be treated valid if signed as per records available with the Company and the Company shall not entertain any objection on such Ballot Form signed by other joint holders.
- Where the Ballot Form has been signed by an authorized representative of the body corporate/Trust/Society, etc. a certified copy of the relevant authorization/Board resolution to vote should accompany the Ballot Form.
- Instructions for e-voting procedure are available in the Notice of annual general meeting and are also placed on the website of the Company.

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HAZOOR MULTI PROJECTS LTD.,
(CIN:L99999PN1992PLC137757)
Regd. Office : 403, Kane Plaza,
Mind Space, Off.Link Road,
Malad (W), Mumbai:400064.

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