36TH

ANNUAL REPORT 2017-18

WAGEND INFRA VENTURE LIMITED

BOARD OF DIRECTORS

Mr. Sanjay Minda
Mr. Pratik Jain
Mr. Pramod Bhelose
Ms. Priyanka Jain

BANKERS

HDFC Bank Ltd.

AUDITORS

M/s Gupta Saharia & Co.
(Chartered Accountant)
(Statutory Auditor)

Jain Rahul & Associates
(Company Secretaries)
(Secretarial Auditor)

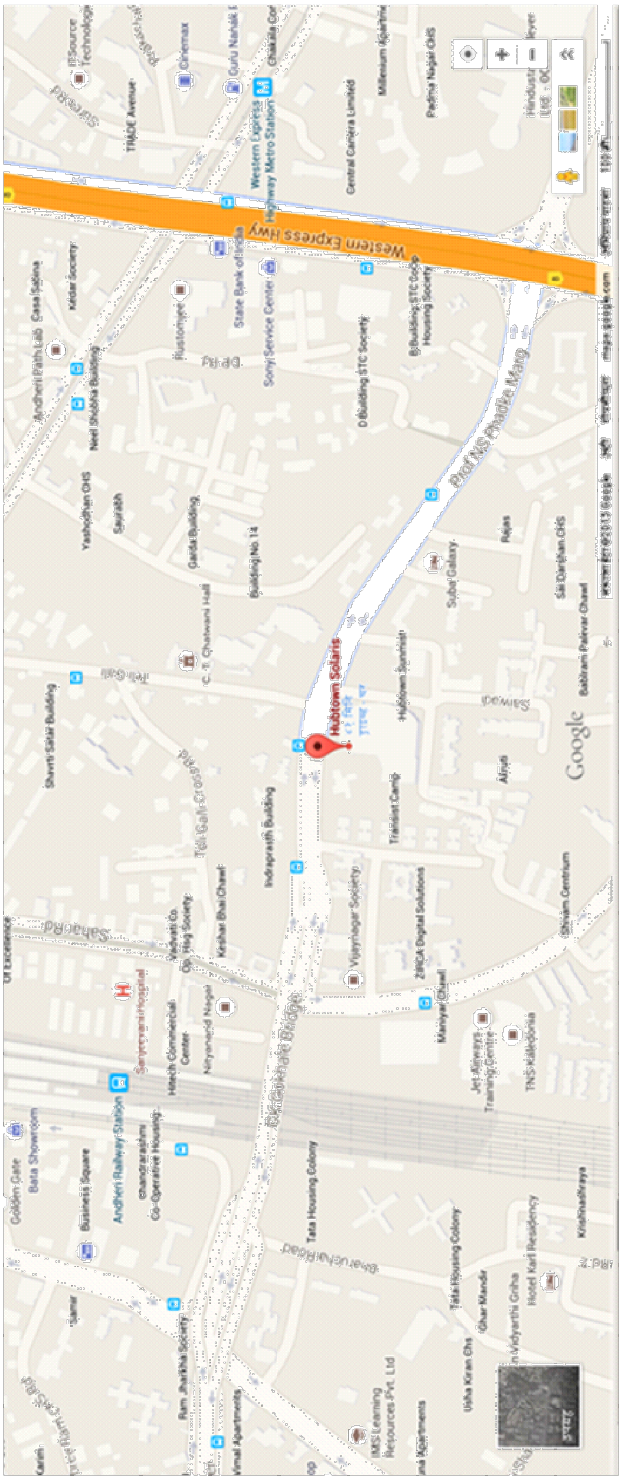
REGISTERED OFFICE

Office No. 117, First Floor, Hubtown Solaris,
N. S. Phadke Marg, Nr. East – West Flyover,
Andheri (East), Mumbai – 400 069, Maharashtra
CIN: L67120MH1981PLC025320

SHARE TRANSFER AGENT

Purva Sharegistry India Pvt. Ltd.
9, Shiv Shakti Industrial Estate, J R Boricha Marg,
Lower Parel (E), Mumbai - 400011.

Index	**Page No.**
Route Map	2
Notice	3-8
Directors' Report	9-34
Auditor's	35-41
Financials	42-44
Significant Accounting Policy and Notes to Account	45-57
Attendance Slip	58
Proxy Form	59



Registered Office
Office No. 117, First Floor, Hubtown Solaris,
N. S. Phadke Marg, Nr. East – West Flyover, Andheri (East),
Mumbai – 400 069, Maharashtra

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 36TH ANNUAL GENERAL MEETING ("AGM") OF THE SHAREHOLDERS OF WAGEND INFRA VENTURE LIMITED WILL BE HELD ON SATURDAY, SEPTEMBER 29, 2018 AT 12.30 P.M. AT REGISTERED OFFICE OF THE COMPANY AT OFFICE NO. 117, FIRST FLOOR, HUBTOWN SOLARIS, N. S. PHADKE MARG, NEAR EAST WEST FLYOVER, ANDHERI (E), MUMBAI – 400 069, MAHARASHTRA TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 and reports of the Board of Directors and the Auditors thereon.

2. To appoint a Director in place of Mr. Sanjay Minda (DIN 00034029), who retires by rotation and being eligible, offers him for reappointment.

3. To ratify the appointment of Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Gupta Saharia & Co., Chartered Accountants, Mumbai (Firm Reg. no. 103446W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 37th Annual General Meeting on such remuneration as shall be fixed by the Board of Directors of the Company."

By order of the Board of Directors
For **Wagend Infra Venture Limited**

Sd/-
Sanjay Minda
Chairman
DIN: 00034029

Place : Mumbai
Date : 14.08.2018

Registered Office:
Office No. 117, First Floor, Hubtown Solaris,
N. S. Phadke Marg, Nr. East – West Flyover,
Andheri (East), Mumbai – 400 069, Maharashtra
CIN: L67120MH1981PLC025320
E-mail : agarwalholdings@gmail.com

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 SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxies to be effective should be deposited at the registered office of the company not less than forty eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution / authority, as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights.

2. The details under regulation 36(3) of SEBI (LODR) Regulations 2015 in respect of Director seeking reappointment at the Annual General Meeting, is annexed hereto.

3. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 28, 2018 to Saturday September 29, 2018.

4. The business set out in the notice will be transacted *interalia* through remote electronic voting system and the Company is providing facility *interalia* for remote e-voting by electronic means and ballot papers will be made available at the AGM. Instructions and other information relating to remote e-voting are given in this notice under note no.10 the communication relating to remote e-voting which *interalia* would contain details about user id and password is sent alongwith the annual report.

5. Corporate members intending to send their representatives are requested to send a duly certified copy of the resolution authorizing their representatives to attend and vote on their behalf at the meeting.

6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.

7. **SEBI DIRECTIONS ON KYC:** The Securities and Exchange Board of India (SEBI) vide Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018 has mandated submission of Permanent Account Number (PAN) and Bank Account details of all securities holders holding securities in physical form to the RTA / Company, therefore members are, requested to submit following documents immediately; Self certified copy of PAN; Copy of address proof of First Holder (Preferably Aadhar Card) and copy of cancelled cheque of First Holder.

8. All members are requested to intimate changes, if any, in their registered address, immediately to the Registrar & Transfer Agents, **Purva Sharegistry India Pvt. Ltd.** or to their depository participants in case shares are held in depository form.

9. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

10. REMOTE E–VOTING (E-voting) INSTRUCTIONS:

i. In terms of the provisions of Section 108 of Companies, Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (LODR) Regulations, 2015 the Company is providing the facility to its members holding shares as on cut-off date, being Saturday, 22nd September, 2018 to exercise their right to vote by electronic means on any or all of the businesses specified in the accompanying Notice. Details of the process and manner of e-voting along with the details of User ID and Password are being sent to all the Members alongwith the notice.

ii. The members who have cast their vote by e-voting may also attend the meeting but shall not be entitled to cast their vote again. The facility for voting through e-voting / poll / ballot paper voting system shall be also made available at the venue of the Meeting.

iii. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the agency to provide e-voting facility.

iv. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting.

v. The Board of director of the Company has appointed CA Vinod Jain, Practicing Chartered Accountant, Mumbai as Scrutinizer to scrutinize the e – voting process in a fair and transparent manner and he has communicated his consent to be appointed as Scrutinizer.

The instructions for shareholders voting electronically are as under:

(i) The voting period begins on 26/09/2018 at 9.00 a.m. to 28/09/2018 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 22/09/2018 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.

If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • 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.
Dividend Bank Details OR Date of Birth (DOB)	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. • 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: 180824019 for **WAGEND INFRA VENTURE LIMITED** 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 "RESOLUTIONS FILE LINK" 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 changed 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) Shareholders can also cast their vote using CDSL's mobile app *m-Voting* available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) 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 Corporate.
- 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.

(xxi) 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.

11. The Scrutinizer shall immediately after the conclusion of AGM verify and count the votes casted at AGM and unblock the votes of e-voting in the presence of at least two (2) witnesses who are 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.

12. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be available for inspection and also placed on the website of the Company, www.evotingindia.com i.e. service provider within prescribed period and submitted to the Stock Exchange.

By order of the Board of Director
For **Wagend Infra Venture Limited**

Sd/-
Sanjay Minda
Chairman
DIN: 00034029

Place : Mumbai
Date : 14.08.2018

Details of Director seeking re-appointment at the 36th Annual General Meeting (Pursuant to Regulation 36(3) (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges)

PARTICULARS	**Mr. Sanjay Minda**
Director Identification Number	00034029
Date of Birth and Nationality	15/08/1967 and Indian
Relationship with other Directors *Interse*	Nil
Date of Appointment	21/01/2011
Expertise in specific functional area	Income Tax, Corporate Restructuring, Capital Market, Acquisition and Takeovers and related matters
Qualification	B.Com, FCA
No. of Equity Shares held in the Company	63,38,400
Directorship in other Listed Companies as on 31.03.2018	01
Chairmanship / Membership of Committees in other Listed Companies as on 31.03.2018	01

DIRECTORS' REPORT

To the Shareholders,

Your Directors take pleasure in presenting the 36th Annual Report and the audited financial statements of the Company for the year ended 31st March 2018.

FINANCIAL PERFORMANCE:

The financial performance of the Company for the financial year ended 31st March, 2018 is summarized below:

(**Rs. in Lakh)**

Particulars	**2017-2018**	**2016-2017**
Sales and other Income	32.54	16.06
Profit / (Loss) before Depreciation and Tax	7.86	4.04
Less: Depreciation	0.90	1.40
Profit / (Loss) Before Tax	6.96	2.64
Less: Provision for Tax	0.36	4.55
Less: Provision for Deferred Tax	(0.04)	(0.04)
Profit / (Loss) After Tax	**6.55**	**(1.87)**
Add: Profit brought forward from previous year	332.31	334.18
Balance Carried to Balance Sheet	**338.86**	**332.31**

BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR:

During the year your Company was not able to obtain any infrastructure project contracts and the income earned during the financial year consists only of interest received on the Loans and advances made by the Company and from investments in securities. Your management from time to time evaluates the opportunities in the infrastructure and real estate field and is optimistic about the future prospectus for organized players with emergence of Real Estate (Regulation and Development) Act, 2016.

DIVIDEND:

In order to conserve the reserves to meet the needs of business operation, the Board of Directors has decided not to recommend any dividend for the financial year.

TRANSFERRED TO RESERVES:

During the financial year the Company has not transferred any amount to the reserves maintained by the Company.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION:

There are no material changes and commitments, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

SUBSIDIARY COMPANY:

As on 31st March, 2018 the Company does not have any Subsidiary or Associate Company.

DETAILS OF DEPOSITS COVERED UNDER CHAPTER V OF COMPANIES ACT, 2013:
Your Company has not accepted any fixed deposits from the public under Chapter V (Acceptance of Deposits by Companies) of the Companies Act, 2013 and is therefore not required to furnish information in respect of outstanding deposits under and Companies (Acceptance of Deposits) Rules, 2014.

EXTRACT OF THE ANNUAL RETURN:
Pursuant to Section 92(3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in form MGT – 9 as required attached herewith as **Annexure - A.**

BOARD OF DIRECTORS

COMPOSITION:
The Board comprises of 4 (Four) Directors, of which 2 (Two) are Independent Directors.

CHANGES IN DIRECTORS AND KEY MANAGERIAL PERSONNEL:
Pursuant to Section 152(6) of the Companies Act, 2013, and provisions of Articles of Association of the Company, Mr. Sanjay Minda retire by rotation and being eligible, offer himself for reappointment. Your Directors recommend the same at the ensuing Annual General Meeting.

During the year consequent to disqualification under section 164(2) and 167 of the Companies Act, 2013, Mr. Manoj Bhikhalal Modi, Independent Director's office got vacated w.e.f. 14.12.2017.

INDEPENDENT DIRECTORS:
The Company has received the declaration of Independence as provided under section 149(6) of the Act, 2013 confirming that they meet the criteria of Independence as prescribed thereunder as well as Regulation 16(1)(b) SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

NUMBER OF MEETINGS OF THE BOARD:
The Board of Directors of the Company met at regular intervals during the year to discuss on the past and prospective business of the Company. The Board met 4 (Four) times during the financial years on 30th May, 2017; 21st August, 2017; 14th December, 2017; and 14th February, 2018. Additionally, several committees' meetings were held including Audit Committee, which met 4 (four) times during the year.

The names of the Directors and their attendance at Board Meeting / Committee meeting during the year are set out in detail in the Corporate Governance Report which forms part of the Annual Report.

POLICY OF DIRECTORS' APPOINTMENT AND REMUNERATION:
The Company strives to maintain an appropriate combination of executive, non-executive and Independent Directors. In terms of provisions of Section 178 of the Companies Act, 2013 the Nomination and Remuneration Committee constituted is *interalia* consider and recommends the Board on appointment and remuneration of Director and Key Managerial Personnel and the Company's Nomination and Remuneration Policy is attached as **Annexure - B**.

FORMAL ANNUAL EVALUATION OF BOARD, COMMITTEE AND INDIVIDUAL DIRECTORS:
The Company with the approval of its Nomination and Remuneration Committee has put in place an evaluation framework for formal evaluation of performance of the Board, its Committees and the

individual Directors. The evaluation was done through questionnaires, receipt of regular inputs and information, functioning, performance and structure of Board Committees, ethics and values, skill set, knowledge and expertise of Directors, leadership etc. The evaluation criteria for the Director's was based on their participation, contribution and offering guidance to and understanding of the areas which are relevant to them in their capacity as members of the Board.

STATUTORY AUDITOR AND AUDIT REPORT:
M/s. Gupta Saharia & Co., Chartered Accountants, as Statutory Auditors of the Company, were appointed at 32nd AGM until the conclusion of 37th AGM. (subject to ratification of the appointment by the members at every AGM held after this AGM) in terms of the provisions of Section 139 of the Companies Act, 2013.

The Company has received confirmation from M/s. Gupta Saharia & Co., to the effect that they fulfill the eligibility criteria as prescribed under Section 139 and 141 of the Companies Act, 2013. Your Directors recommends ratification of their appointment as the Statutory Auditors at the ensuing Annual General Meeting.

However, In view of the amendment effective from 07.05.2018 the requirements of ratification of appointment of Statutory Auditor's at the Annual General Meeting is omitted.

There are no qualifications, reservation or adverse remarks made by the statutory auditors in the audit report.

SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT:
Pursuant to Section 204 of the Companies Act, 2013, the Company has appointed M/s Jain Rahul & Associates, Practicing Company Secretaries as its Secretarial Auditors to conduct the Secretarial Audit of the Company for the Financial Year 2017 – 18. The Company has provided all the assistance and facilities to the Secretarial Auditor for conducting their audit. The report of Secretarial Auditor for the FY 2017 – 18 is annexed to this report as **Annexure - C.**

With respect to the observations of the Secretarial Auditor in their report regarding non appointment of Key Managerial Personnel the Board wish to inform that in view of poor financial performance of the Company it's not able to appoint suitable candidate and the Company is working under the guidance of the Board. Further the Board is on lookout for suitable candidates for the whole time managerial personnel for better performance of the Company. In view of poor financial performance the listing fees is not paid to the stock exchange and will be paid in the due course.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:
The Company has such internal financial controls commensurate with the size of Company to provide a true and fair view of the financial statements and has laid down such standards and processes which ensures that the same are adequate and operating efficiently.

DIRECTORS' RESPONSIBILITY STATEMENT:
Your Directors in terms of Section 134(5) of the Company's Act, 2013 confirm that:

a) All applicable Accounting Standards have been followed in the preparations of the annual accounts with proper explanation relating to material departures;

b) they have selected such Accounting Policies and applied them consistently, made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the statement of affairs of the Company as of 31.03.2018 and of the profit of the Company for that period;

c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The Annual Accounts have been prepared on a going concern basis as stated in the notes on accounts;

e) The Company follows stringent internal financial controls and that such internal controls are adequate and are operating adequately;

f) There are proper system devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DISCLOSURES AS PER SECTION 134 (3)(m) OF THE COMPANIES ACT, 2013 FOR CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Considering the nature of the Business of your Company there are no particulars which are required to be furnished in this report pertaining to conservation of energy and technology absorption.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year the Foreign Exchange earnings and outgo of the Company are amounted to Rs. Nil.

AUDIT COMMITTEE:

The Audit Committee of Directors was constituted pursuant to the provision of Section 177(1) of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015. The composition of the Committee and other details as required to be disclosed have been mentioned in the Report of Corporate Governance, which is forming a part of this report.

VIGIL MECHANISM:

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise and report genuine concerns relating to reportable matters such as breach of code of conduct, fraud, employee misconduct, misappropriation of funds, health and safety matters etc. the mechanism provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and provides for direct access to the chairman of the Audit Committee. The functioning of the Whistle Blower policy is being reviewed by the Audit Committee from time to time. None of the Whistle Blower has been denied access to the Audit Committee of the Board. During the year no such instance took place.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Your Company does not met any of the criteria laid down in Section 135 of Companies Act, 2013 and therefore is not required to comply with the requirements mentioned therein.

RISK MANAGEMENT:

The Board of Directors is overall responsible for identifying, evaluating, mitigating and managing all significant kinds of risks faced by the Company. The Board approved Risk Management policy, which acts as an overarching statement of intent and establishes the guiding principles by which key risks are managed in the Company. The Board itself monitors and reviews the risks which have potential bearing on the performance of the Company and in the opinion of the Board there is no risk faced by the Company which threatens its existence.

CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of regulation 15 (2) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 the compliance with Corporate Governance provisions as specified is not applicable as the Company's Paid up Equity Share Capital is not exceeding Rs.10 Crores and net worth is not exceeding Rs.25 Crores as on 31st March 2017.

However the Board of Directors of the Company has decided to continue to comply with the requirements of Corporate Governance as stipulated under the SEBI (LODR) Regulations and accordingly, the Report on Corporate Governance forms part of the Annual Report except the Management Discussions and Analysis report.

The requisite Certificate from the Statutory Auditors of Company M/s. Gupta Saharia & Co., regarding compliance with the conditions of Corporate Governance as stipulated in Regulations of the SEBI (LODR) Regulation is annexed to this Report.

PARTICULARS OF EMPLOYEES:

In terms of the provisions of Section 197 (12) of the Companies Act, 2013 read with the Rule 5(2) of the Companies (Appointment and Remuneration) Rules, 2014, as amended from time to time, the Company is required to disclose the ratio of the remuneration of each director to the median employee's remuneration and such other details are given as **Annexure - D**.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF ACT:

Details of the loans made by the Company to other body corporate or entities are given in notes to financial statements.

INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company believes in creating an environment for its employees which is free from discrimination. The Company culture embraces treating everyone with dignity and respect and believes in equality irrespective of the gender of an employee. The Company is committed to take progressive measures to increase representation of women particularly at leadership level. During the year there are no such complaints and therefore not required to be reported.

ACKNOWLEDGEMENTS:

The Directors thank the Company's customers, vendors, investors, business associates and bankers for the support to the Company as also thank the Government, Statutory and Regulatory authorities. The Directors also appreciate and value the contributions made by every employee of the Company.

For and on behalf of the Company

Sd/-
Sanjay Minda
Chairman

Place : Mumbai
Date : 30.05.2018

ANNEXURE - A

FormNo. MGT - 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31ST March, 2018

[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:

i.	CIN	L67120MH1981PLC025320
ii.	Registration Date	29th September, 1981
iii.	Name of the Company	Wagend Infra Venture Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares /Indian Non-Government Company
v.	Address of the Registered office and contact details	Office no. 117, First Floor, Hubtown Solaris, N.S. Phadke Marg, Nr. East-West Flyover, Andheri (E), Mumbai,Maharashtra Tel : 022 - 26844497 / 95 Email: agarwalholdings@gmail.com
vi.	Whether listed Company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Purva Sharegistry (India) Pvt. Ltd. 9, Shiv Shakti Industrial Estate,J R Boricha Marg, Opp Kasturba Hosp.,Lower Parel East, Mumbai – 400 011 Tel: 022 – 23018261 / 23016761 Fax: 022 – 23012517

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Construction roads and railways	421	-
2.	Other non-specialised wholesale trade	46909	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	Applicable Section
Not Applicable				

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 % Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual / HUF	63,38,400	-	63,38,400	13.45	63,38,400	-	63,38,400	13.45	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	-	-	-	-	-	-	-	-
Sub-total A(1)	**63,38,400**	**-**	**63,38,400**	**13.45**	**63,38,400**	**-**	**63,38,400**	**13.45**	**-**
2) Foreign	-	-	-	-	-	-	-	-	-
Sub-total A(2)	**0**	**-**	**0**	**0**	**0**	**-**	**0**	**0**	**-**
Total Shareholding of Promoter (A) = A(1) + A(2)	**63,38,400**	**-**	**63,38,400**	**13.45**	**63,38,400**	**-**	**63,38,400**	**13.45**	**-**
B. Public Shareholding									
1) Institutions	**NIL**								
Sub-total B(1)	**NIL**								
2. Non-Institutions									
a) Bodies Corp.									
i. Indian	106,48,255	0	106,48,255	22.60	144,34,068	0	144,34,068	30.63	8.03
ii. Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i. Individual Shareholders holding nominal share capital upto Rs. 1 Lac	25,48,776	7,250	25,56,026	5.42	25,44,892	7,250	25,52,142	5.42	(0.00)
ii. Individual shareholders holding nominal share capital in excess of Rs. 1 Lac	248,81,725	0	248,81,725	52.80	228,70,720	0	228,70,720	48.54	(4.26)
c) Others specify	0	0	0	0	0	0	0	0	0
Clearing Members	2,55,857	0	2,55,857	0.55	181,032	0	181,032	0.39	(0.16)
Non Resident Indians (REPAT & NON REPAT)	365	0	365	0.00	365	0	365	0	0
HUF	24,44,372	0	24,44,372	5.19	744,272	0	744,272	1.58	(3.61)
Sub-total B(2)	**4,07,79,350**	**7250**	**4,07,86,600**	**86.55**	**4,07,79,350**	**7,250**	**4,07,86,600**	**86.55**	**0.00**
Total Public Shareholding (B)=B(1)+B(2)	**4,07,79,350**	**7250**	**4,07,86,600**	**86.55**	**4,07,79,350**	**7,250**	**4,07,86,600**	**86.55**	**0.00**
Grand Total (A+B+C)	**471,17,750**	**7250**	**4,71,25,000**	**100**	**4,71,17,750**	**7,250**	**4,71,25,000**	**100**	**0.00**

(ii) Shareholding of Promoters

Sr. No.	Shareholder's 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 / encumb-ered to total shares	No. of Shares	% of total shares of the Company	% of shares pledged / encumb-ered to total shares	
1.	Sanjay Kumar Minda	63,38,400	13.45	-	63,38,400	13.45	-	-
	Total	**63,38,400**	**13.45**	**-**	**63,38,400**	**13.45**	**-**	**-**

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

Particulars	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 TOOK PLACE DURING THE YEAR				

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

Sr. No.	Particulars	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.	**Shilpa Rakeshbhai Sheth**				
	At the beginning of the year	49,58,577	10.52	49,58,577	10.52
	Changes during the year	0	0	49,58,577	10.52
	At the end of the year	-	-	49,58,577	10.52
2.	**Rahil Rakeshkumar Sheth**				
	At the beginning of the year	26,48,841	5.62	26,48,841	5.62
	Changes during the year	0	0	26,48,841	5.62
	At the end of the year	-	-	26,48,841	5.62
3.	**Ajay Surendrabhai Patel**				
	At the beginning of the year	18,24,563	3.87	18,24,563	3.87
	Changes during the year	0	0	18,24,563	3.87
	At the end of the year	-	-	18,24,563	3.87
4.	**Vaishali A. Patel**				
	At the beginning of the year	18,24,414	3.87	18,24,414	3.87
	Changes during the year	0	0	18,24,414	3.87
	At the end of the year	-	-	18,24,414	3.87
5.	**Limestone Properties Pvt. Ltd.**				
	At the beginning of the year	18,09,652	3.84	18,09,652	3.84
	Changes during the year	0	0	18,09,652	3.84
	At the end of the year	-	-	18,09,652	3.84

Sr. No.	Particulars	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
6.	**EL Dorado Biotech Pvt. Ltd.**				
	At the beginning of the year	17,20,498	3.65	17,20,498	3.65
	Changes during the year	0	0	17,20,498	3.65
	At the end of the year	-	-	17,20,498	3.65
7.	**Pragnesh R. Patel**				
	At the beginning of the year	14,15,193	3.00	14,15,193	3.00
	Changes during the year	0	0	14,15,193	3.00
	At the end of the year	-	-	14,15,193	3.00
8.	**Fortune Gilts Pvt. Ltd.**				
	At the beginning of the year	13,17,251	2.79	13,17,251	2.79
	Changes during the year	0	0	13,17,251	2.79
	At the end of the year	-	-	13,17,251	2.79
9.	**Neha N. Agrawal**				
	At the beginning of the year	13,00,000	2.75	13,00,000	2.75
	Sell on 02.06.2017	(13,00,000)	(2.75)	0.00	0.00
	At the end of the year	-	-	0.00	0.00
10.	**Ujala Share and Stock Pvt. Ltd.**				
	At the beginning of the year	0.00	0.00	0.00	0.00
	Purchase on 02.06.2017	13,00,000	2.75	13,00,000	2.75
	At the end of the year	-	-	13,00,000	2.75
11.	**Nandlal J. Agarwal**				
	At the beginning of the year	12,00,000	2.54	12,00,000	2.54
	Sell on 01.09.2017	(12,00,000)	(2.54)	0.00	0.00
	At the end of the year	-	-	0.00	0.00
12.	**Ujala Fintrade Pvt. Ltd.**				
	At the beginning of the year	0.00	0.00	0.00	0.00
	Purchase on 16.06.2017	15,00,000	3.18	15,00,000	3.18
	At the end of the year	-	-	15,00,000	3.18

(v) Shareholding of Directors and Key Managerial Personnel :

Sr. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1.	**Sanjay Kumar Minda**				
	At the beginning of the year	63,38,400	13.45	63,38,400	13.45
	Changes during the year	0	0	63,38,400	13.45
	At the end of the year	-	-	63,38,400	13.45
2.	**Manojbhai Modi**				
	At the beginning of the year	1,68,840	0.35	1,68,840	0.35
	Changes during the year	0	0	1,68,840	0.35
	At the end of the year	-	-	1,68,840	0.35

*vacated due to disqualification w.e.f. 14.12.2017

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				
Additions	-	-	-	-
Reductions	-	-	-	-
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: Not Applicable

B. Remuneration to other directors:

Sr.No.	Particulars of Remuneration	Name of Directors		Total Amount
		Mr. Pramod Bhelose	Ms. Priyanka Jain	
1.	**Independent Directors**			
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	Total (1)	-	-	-
2.	**Other Non-Executive Directors**	**Mr. Sanjay Minda**	**Mr. Pratik Jain**	
	• Fee for attending board committee meetings	-	-	-
	• Commission	-	-	-
	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 / WTD: During the year the Company has no such Key Managerial Personnel.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: During the year no such instances of Penalty / Punishment / Compounding fees Imposed by any authorities on Company and / or Directors and / or Other Officers in Default.

ANNEXURE B

NOMINATION AND REMUNERATION POLICY OF WAGEND INFRA VENTURE LIMITED

Policy Title	**Nomination and Remuneration Policy**
Authorised by	Board of Directors

The Nomination and Remuneration Committee and this Policy shall be in compliance with provisions of Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the SEBI (LODR) Regulations, 2015. The Key Objectives of the Committee would be:

1. OBJECTIVE

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management;
- To evaluate performance of Board members and provide necessary report to Board for further evaluation of the Board;
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management;
- To provide to Key Managerial Personnel and Senior Management rewards linked directly to their efforts, performance, dedication and achievement relating to the Company's operations;
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial personnel's and create competitive advantage;
- To devise a policy on Board diversity;
- To develop a succession plan for the Board and to regularly review the plan;

2. DEFINITIONS

- "**Act**" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- "**Board**" means Board of Directors of the Company.
- "**Directors**" mean Directors of the Company.

"**Key Managerial Personnel**" means –

a) Chief Executive Officer or the Managing Director or the Manager or Whole-time director or Chief Financial Officer or Company Secretary.

b) "**Senior Management**" means Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

3. COMPOSITION

- The Committee shall consist of a minimum three non-executive directors, majority of them being independent.
- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.
- Chairperson of the Committee shall be an Independent Director.
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- Chairperson of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

4. ROLE OF COMMITTEE : Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

- 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 to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- 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 based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.
- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).
- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.
- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.

JAIN RAHUL & ASSOCIATES

COMPANY SECRETARIES

ANNEXURE C

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2018

[Pursuant to section 204(1) of the Companies Act, 2013 and

Rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,

The Shareholders,

Wagend Infra Venture Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **WAGEND INFRA VENTURE LIMITED** CIN:L67120MH1981PLC025320 (hereinafter called "the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of 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, 2018 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, 2018 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) 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, 2015;

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 (Share Based Employee Benefits) Regulations, 2014 (Not Applicable to the Company during the Audit period);

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 (Buy back of Securities) Regulations, 1998 (Not Applicable to the Company during the Audit Period);

(vi) All the relevant laws as are applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) The Listing Agreements entered into by the Company with BSE Limited under The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except and subject to observation *(i). that the Company during the Audit Period has not appointed Whole Time Key Managerial Personnel as specified in clause (i), (ii) & (iii) of sub-section (1) of Section 203 of the Companies*

Act, 2013 read with rule 8 of the Companies (Appointment & Remuneration) Rules, 2014 and (ii). There being no Company secretary in whole time employment the Director is designated as Compliance officer (iii). The Company has not made payment of listing fees to the stock exchange as required.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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.

All the decision were carried through while there were no dissenting views as part of the minutes.

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.

For Jain Rahul & Associates
Company Secretaries
Sd/-
Rahul Jain
(Proprietor)
ACS 41518
C.P. No. 15504

Place : Mumbai
Date : 30.05.2018

JAIN RAHUL & ASSOCIATES

COMPANY SECRETARIES

Annexure 1: to the Secretarial Audit Report for the year 31st March, 2018

To

The Members,
Wagend Infra Venture Limited

Our Secretarial Audit Report of even date is to be read along with this letter.

1. It is the responsibility of the management of Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.

3. We believe that audit evidence and information obtained from the Company's management are adequate and appropriate for us to provide a basis for our opinion.

4. Where ever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Jain Rahul & Associates**

Sd/-
Rahul Jain
(Proprietor)
ACS No. 41518
C.P. No. 15504

Place: Mumbai
Date: 30.05.2018

ANNEXURE - D

DETAILS OF REMUNERATION PURSUANT TO SUB - SECTION (12) OF SECTION 197 OF THE COMPANIES ACT, 2013

No.	Requirement	Information	
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	**Director**	**Ratio**
		Mr. Sanjay Minda	0:1
		Mr. Pratik Jain	0:1
		Mr. Pramod Bhelose	0:1
		Ms. Priyanka Jain	0:1

(ii)	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	**Director**	**% Change**
		Mr. Sanjay Minda	Nil
		Mr. Pratik Jain	Nil
		Mr. Pramod Bhelose	Nil
		Ms. Priyanka Jain	Nil

(iii)	The percentage increase in the median remuneration of employees in the financial year	Nil

(iv)	The number of permanent employees on the rolls of company	2 Employees during 2017 - 2018

(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	During the year remuneration of Employees (Non - Managerial) remained unchanged in over the previous year.
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company	We hereby affirm that the remuneration is as per the Remuneration Policy of the Company

REPORT ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018

{In accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.}

1. COMPANY'S PHILOSOPHY:

The Company is committed to good corporate governance, envisages Commitment of the Company towards the attainment of high level of transparency, accountability and business propriety with the ultimate objective of increasing long terms shareholders value, keeping in view the needs and interest of all the stakeholders.

The Company is in compliance with the requirements stipulated under regulation 17 to 27 of SEBI (LODR) Regulations, as applicable, with regard to corporate governance.

2. BOARD OF DIRECTORS:

2.1 Composition:

The composition of the Board is in conformity with Regulation 17 of the SEBI (LODR) Regulations, 2015 read with Section 149 of the Act. As on 31st March, 2018 the Board comprises of (4) Four Directors, who brings in a wide range of skills and experience to the Board. The Chairman is Non-Executive and the number of Independent Directors is (2) Two. None of the Directors of the Company are related to each other.

During the year (4) Four Board Meetings were held and the gap between two meetings did not exceed 120 days. The dates were: 30th May, 2017; 21st August, 2017; 14th December, 2017; and 14th February, 2018.

None of the Directors on the Board is a Member on more than ten Committees and Chairman of more than five Committees across all the companies in which he is a Director. The necessary disclosures regarding Committee positions have been made by the Directors.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI (LODR) Regulations read with Section 149(6) of the Act. The maximum tenure of independent directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria as Mentioned under Regulation 16(1)(b) of the SEBI (LODR) Regulations read with Section 149(6) of the Act.

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other Listed companies as on March 31, 2018 are given herein below.

2.2 Composition of Board and attendance record:

Name of Director	Category of Directorship	Attendance at		No. of other Directorships and other Committee Memberships / Chairmanship in Limited Co.		
		Board Meetings	Last AGM	Other Directorships #	Committee Memberships##	Committee Chairmanships
Mr. Sanjay Minda	Chairman Non- Executive	4	Yes	2	2	-
Mr. Pratik Jain	Professional Director	4	No	-	-	-
Mr. Pramod Bhelose	Non-Executive Independent	4	Yes	-	-	-
Mr. Manojbhai B. Modi*	Non- Executive Independent	2	No	-	-	-
Ms. Priyanka Jan	Non- Executive Independent	4	Yes	-	-	-

*Vacation of Directorship w.e.f. 14.12.2017

Alternate Directorships and directorships in private companies, foreign companies and Section 8 Companies are excluded.

Represents Memberships / Chairmanships of Audit Committee, Nomination and Shareholders' / Investors' Grievance Committee.

The Company does not pay any fees / compensation to any Non – Executive. Also, no sitting fee has been paid to any Non – Executive Director during the year.

3. AUDIT COMMITTEE:

The Audit Committee is constituted in line with the Provision of Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177of the Act.

The Audit Committee met 4 times on 30th May, 2017; 21st August, 2017; 14th December, 2017; and 14th February, 2018 and statutory auditors also attended the meeting and attendance of the members was as under;

Name of Directors	Meetings Held	No. of Meetings Attended
Mr. Pramod Bhelose	4	4
Mr. Manojbhai B. Modi	3	2
Ms. Priyanka Jain	4	4
Mr. Pratik Jain**	2	2

*Vacation of Directorship w.e.f. 14.12.2017

** Consequent to reconstitution of Audit Committee

The members possess adequate knowledge of Accounts, Audit and Finance. The broad terms and reference of Audit Committee are to review the financial statements before submission to Board, to review reports of the Auditors and Internal Audit department and to review the weaknesses in internal controls, if any, reported by Internal and Statutory Auditors etc.

The Audit Committee invites such of the executives, as it considers appropriate (and particularly the person responsible for the finance and accounts function) to be present at its meetings.

4. NOMINATION AND REMUNERATION COMMITTEE:

The Remuneration Committee met once during the year on 14th December, 2017. The nomination and remuneration committee of the Company is constituted in line with the provisions of Regulation

19 of SEBI (LODR) Regulations, read with Section 178 of the Act. The constitution of the committee and the attendance of each member during the year are as given below:

Name of Directors	Meetings Held	No. of Meetings Attended
Mr. Pramod Bhelose	1	1
Mr. Manojbhai B. Modi*	1	0
Ms. Priyanka Jain	1	1
Mr. Pratik Jain**	NA	NA

* Vacation of Directorship w.e.f. 14.12.2017
** Consequent to reconstitution of Audit Committee

The terms of reference of the 'Remuneration Committee' are as follows:

i. To determine on behalf of the Board and on behalf of the Shareholders the Company's policy on specific remuneration packages for Executive Directors including pension rights and any compensation payment.
ii. Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such committee.
iii. To carry out the evaluation of every Director.
iv. To evaluate the criteria for evaluation of Independent Directors and the Board.

During the year no remuneration paid to executive director and there is no sitting fees paid to Non – Executive Directors for attending Board and Committee Meetings.

DETAILS OF SHARES HELD:

The shares held by the Directors of the Company as on 31st March, 2018 are given below:

Name of Director	No. of Equity Shares held (Rs.2/-)
Mr. Sanjay Minda	63,38,400

5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The stakeholders' relationship committee is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations read with section 178 of the Act.

The Stakeholders Relationship Committee met once on 14th December, 2017 during the financial year. The details of the meeting attended by the Directors are as given below:

Name of Directors	No. of Meetings attended
Ms. Priyanka Jain	1
Mr. Pramod Bhelose	1
Mr. Sanjay Minda	1

The terms of reference of the committee are *interalia* as follows:

(a) Review the reports submitted by the Registrars and Share Transfer Agents of the Company at half yearly intervals.

(b) Investor relations and redressal of shareholders grievances including relating to non-receipt of dividend, Annual Report, non – receipt of shares etc.

(c) Oversee the performance of the Registrars and Share Transfer Agents of the Company.

There are no Shareholder's complaints pending with the Company. Mr. Sanjay Minda is the Compliance Officer. His address and contact details are as given below:

Address: 117, Hubtown Solaris, N.S. Phadke Marg, Nr. East-West Flyover, Andheri East, Mumbai – 400 069 **Phone:** 022 – 26844495 / 97; **Email:** agarwalholdings@gmail.com

6. ANNUAL GENERAL MEETINGS:

The details of date, time and location of Annual General Meetings (AGM) / Extra Ordinary General Meetings (EGM) held in previous three years are as under:

AGM / EGM	DATE	TIME	VENUE
35th AGM	30.09.2017	12.30 PM	117, 1st Floor, Hubtown Solaris, N.S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069.
34th AGM	30.09.2016	12.30 PM	117, 1st Floor, Hubtown Solaris, N.S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069.
33rd AGM	30.09.2015	12.30 PM	117, 1st Floor, Hubtown Solaris, N.S. Phadke Marg, Near East West Flyover, Andheri (East), Mumbai – 400 069.

There are no Special Resolutions passed in the previous three Annual General Meetings or any of the Extra Ordinary General Meeting held during the previous three years. During the year no Special Resolutions were passed through postal ballot and No Court-convened Meetings were held during the last three years.

7. DISCLOSURES:

1.1 There were no materially significant related party transactions i.e. transaction of the Company of material nature with its Promoters, Directors or the Management or their relatives etc. that would conflict with the interests of the Company.

1.2 No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

1.3 The Company has Whistle Blower Policy (WBP) in line with Regulation 22 of the SEBI (LODR) Regulations, 2015. The Company affirms that no employee has been denied access to the Audit Committee.

1.4 All mandatory requirements as per SEBI (LODR) Regulations, 2015 have been complied with by the Company, even though it is not mandatory to the Company.

1.5 The Company follows Accounting Standards issued by The Institute of Chartered Accountants of India and there are no statutory audit qualifications in this regard.

1.6 In terms of SEBI (LODR) Regulations, 2015 the person heading the finance function has made a certification i.e. (CEO / CFO Certificate) to the Board of Directors in the prescribed format for the year under review which has been reviewed by the Audit Committee and taken on record by the Board.

8. MEANS OF COMMUNICATION:

a) The quarterly un-audited financial results are published in English and Vernacular newspapers. The half yearly report is not sent separately to the Shareholders. Annual Reports are sent to the shareholders at their registered e-mails or address with the Company.

b) The quarterly financial results are displayed at the website of the Company http://www.wagendinfra.com/.

c) The Management Discussion and Analysis Report, in compliance with the requirements as per Clause B of Schedule 5 of SEBI (LODR) Regulations, 2015 is annexed to the Directors' Report and forms part of this Annual Report being sent to all the members of the Company.

9. GENERAL SHAREHOLDERS INFORMATION:

a. Annual General Meeting

Date and Time	:	Saturday, 29th September, 2018 at 12.30 PM
Venue	:	117, Hubtown Solaris, N.S. Phadke Marg, Nr. East-West Flyover, Andheri East, Mumbai – 400 069
Dates of Book Closure	:	Friday, 28-09-2018 to 29-09-2018

b. Financial Calendar 2018-2019 (Tentative):

First quarterly results	:	August, 2018
Second quarterly results	:	November, 2018
Third quarterly results	:	February, 2019
Annual results for the year ending on 31.03.2019	:	May, 2019
Annual General Meeting for the year 2018	:	Around September, 2019

c. Listing on Stock Exchanges and Stock Codes:

The Company's Equity Shares are listed on the BSE Limited (BSE), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 and the Company has paid Annual Listing Fees as applicable, to the BSE for the financial year 2017 - 18.

Script Code Equity :	503675
ISIN Equity :	INE786K01023
Face Value :	Rs.2 per share

d. Market Price Data:

The monthly high / low market price of the Equity Shares of Rs. 2 each during the year 2017 - 2018 at the BSE Limited is as under:

Month	BSE Limited (BSE)	
	High (in Rs. per share)	Low (in Rs. per share)
April 2017	4.93	4.50
May 2017	4.50	4.50
June 2017	4.59	4.50
July 2017	4.56	4.50
August 2017	0.00	0.00
September 2017	0.00	0.00
October 2017	4.65	4.56
November 2017	4.65	4.65
December 2017	0.00	0.00
January 2018	4.56	4.56
February 2018	0.00	0.00
March 2018	0.00	0.00

e. Registrar & Share Transfer Agents:

Purva Sharegistry (India) Pvt Ltd (Unit: Wagend Infra Venture Limited)
Unit no. 9, Shiv Shakti Ind. Estate, J. R. Boricha Marg,
Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400 011

Tel: 91-22-2301 6761 / 8261; Fax : 91-22-2301 2517
E-mail: busicmp@vsnl.com; Website: www.purvashare.com

f. Distribution of Shareholding:

The distribution of shareholding as on 31st March, 2018 is given below:

Sr. No.	No of Equity Shares	No. of Shareholders	No. of Shares	% of Total shares
1.	1 - 5000	310	1,01,627	0.22
2.	5001 - 10000	55	2,28,627	0.48
3.	10001 - 20000	104	8,94,790	1.90
4.	20001 - 30000	26	3,53,122	0.75
5.	30001 - 40000	18	3,26,327	0.69
6.	40001 - 50000	15	3,48,994	0.74
7.	50001 - 100000	35	12,28,865	2.61
8.	1,00,001 & Above	78	4,36,42,648	92.61
	TOTAL	641	47,125,000	100.00

g. Dematerialisation of Shares and Liquidity: The Company's shares are compulsorily traded in dematerialised form and are available for trading on both the Depositories in India – National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Particulars of shares	Equity Shares of Rs. 2 /- each	
	Number	% of Total Share held
Dematerialised form		
NSDL	2,34,61,555	49.78
CDSL	2,36,56,195	50.20
Sub Total	**4,71,17,750**	**99.98**
Physical form	7,250	0.02
Total	**47,125,000**	**100.00**

h. **Registered Office:** 117, Hubtown Solaris, N. S. Phadke Marg, Near East – West Flyover, Andheri (East), Mumbai – 400 069
Tel: 022 – 2684 4495 / 97;
Designated exclusive e-mail id for Investor servicing: agarwalholdings@gmail.com
Website: www.wagendinfra.com

10. **CORPORATE ETHICS:** The Company adheres to the best standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. A Code of Conduct for Board Members and a Code of Conduct for Prevention of Insider Trading as detailed below has been adopted pursuant to Regulation of SEBI (LODR) Regulations, 2015 & The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time), respectively:

a. **Code of Conduct for Board Members and Senior Management:** The Company has adopted the Code of Conduct for its Board members and Senior Management. The Code best Corporate Governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association.

b. **Declaration affirming compliance of Code of Conduct:** The Company has received confirmations from the Directors regarding compliance of the Code of Conduct during the year under review.

A declaration by Director affirming compliance of Board members to the Code is also annexed herewith.

c. **Code of Conduct for Prevention of Insider Trading:** The Company has adopted the Code of Conduct for Prevention of Insider Trading for its Management and Directors. The Code lays down guidelines and procedures to be followed and disclosures to be made by directors, top level executives and staff whilst dealing in shares. The Compliance Officer has been appointed as the Chief Investor Relation officer and is responsible for adherence to the Code.

d. **Compliance Certificate by Auditors:** The Company has obtained a certificate from the Statutory Auditors regarding compliance of conditions of corporate governance is annexed herewith.

11. **DECLARATION AFFIRMING COMPLIANCE OF CODE OF CONDUCT:** As provided under Regulation of SEBI (LODR) Regulations, 2015 the Board members have affirmed compliance with the code of conduct for the year ended 31.03.2018.

By order of the Board of Directors
For Wagend Infra Venture Limited
Sd/-
Sanjay Minda
Chairman

Place : Mumbai
Date : 30.05.2018

DECLARATION BY THE MANAGING DIRECTOR / CHIEF FINANCIAL OFFICER

We hereby certify that:

A. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31st March, 2018 and to the best of our knowledge and belief:

i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. These statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

B. To the best of our knowledge 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 and no instances of fraud took place;

C. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of the internal control systems 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 have taken steps to rectify the same, wherever found;

D. We have indicated to the Auditors and the Audit Committee;

i. Significant changes in internal control over financial reporting during the year;

ii. Significant changes in accounting policies, if any, have been disclosed in the notes to the financial statements;

iii. instances of significant fraud and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

By order of the Board of Directors
For Wagend Infra Venture Limited

Sd/-
Sanjay Minda
Chairman

Sd/-
Pratik Jain
Director

Place : Mumbai
Date : 30.05.2018

AUDITOR'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

We have examined the compliance of the conditions of Corporate Governance by Wagend Infra Venture Limited for the year ended 31st March, 2018, as stipulated in regulations of SEBI (LODR) Regulations relating to the Corporate Governance of the said Company.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination 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 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 Regulations.

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 M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: **73373**
Firm Reg. No**. 103446W**

Place : Mumbai
Date : 30.05.2018

GUPTA SAHARIA & CO.
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Members of,
Wagend Infra Venture Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Wagend Infra Venture Limited ("the Company")**, which comprises of Balance Sheet as at 31st March, 2018, the statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date annexed thereto and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in **Section 134(5) of the Companies Act, 2013 ("the Act")** with respect to the preparation of these Standalone Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act.

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 other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 Standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these Standalone Ind AS financial statements based on our audit.

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

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

GUPTA SAHARIA & CO.
Chartered Accountants

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Standalone Ind AS financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the Standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the 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 Standalone Ind AS financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Ind AS, of the state of affairs (financial position) of the Company as at March 31, 2018, and its profit (financial performance including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by 'the Companies (Auditor's Report) Order, 2016' issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act ("the order"), and on the basis of such checks of the books and records of the Company as we consider appropriate and according to the information and explanation given to us, we enclose in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the said order.

Further as required by Section 143(3) of the Act, we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Standalone Ind AS financial statements comply with the Ind AS prescribed under section 133 of the Act.

GUPTA SAHARIA & CO.
Chartered Accountants

e) On the basis of the written representations received from the Directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a Director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.

g) With respect to the other matters to be included in the Auditor's 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. The Company does not have any pending litigations which would impact its financial position.

ii. The Company has not entered into any long-term contracts including derivative contracts.

iii. There has been no amount required to be transferred to the Investor Education and Protection Fund by the Company.

For M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: 073373
Firm Reg. No. 103446W

Place : Mumbai
Date : 30th May, 2018

GUPTA SAHARIA & CO.
Chartered Accountants

ANNEXURE-'A' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the financial statements of the Company for the year ended 31ST March, 2018)

i. In respect of its Fixed Assets:

(a) The Company has maintained proper records showing full particulars including quantitative details and situation of 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 is reasonable, having regard to the size of the company and the nature of its assets.

(c) The Company does not hold any immovable properties and as such the sub clause c of clause (i) of para 3 of the said Order is not applicable.

ii. The nature of inventory held by the Company does not demand for physical verification and hence clause (ii) of para 3 of the Order is not applicable.

iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of clause (iii) (a), (b) and (c) of para (3) of the Order are not applicable to the Company.

iv. In our opinion, the Company has not given loan to any of its Directors including entities in which they are interested and is not required to comply with the provision of Section 185 and the Company in respect of loans, investments, guarantees, and security has complied with the provisions of section 186 of the Act.

v. No deposits have been accepted by the Company within the meaning of directives issued by RBI (Reserve Bank of India) and Sections 73 to 76 or any other relevant provisions of the Act and rules framed there under.

vi. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

vii. a) According to the information given to us and the records of the Company examined by us, the Company is regular in depositing the undisputed statutory dues including provident fund, employee's state insurance, Income Tax, Sales Tax, Wealth Tax, Customs Duty, Excise Duty, Service Tax, Investor Education and Protection Fund and any other statutory dues as at 31st March 2018.

b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

GUPTA SAHARIA & CO.
Chartered Accountants

viii. The Company has not taken any loan either from financial institutions, Banks or from the government and has not issued any debentures, therefore Clause (viii) of the said Order is not applicable to the Company.

ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.

x. Based upon the audit procedures performed and the information given by the management, we report that no fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the year.

xi. There being no managerial personnel in the Company and therefore no managerial remuneration was required to be paid as per the provision of section of the Companies Act, 2013. Therefore Clause (xi) of the Order is not applicable.

xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) para 3 of the Order is not applicable to the Company.

xiii. Based upon the Examination and explanations given by the management there were no related party transactions entered into by the Company.

xiv. Based upon the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause (xiv) of para 3 of the Order is not applicable to the Company.

xv. The Company has not entered into any non - cash transactions with directors or persons connected with him accordingly the provision of clause (xv) of the said Order is not applicable.

xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: 073373
Firm Reg. No. 103446W

Place : Mumbai
Date : 30th May, 2018

ANNEXURE - 'B' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of the independent auditors' report of even date on the standalone financial statements of the Company for the year ended 31st March, 2018)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Wagend Infra Ventures Limited ("the Company") as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Ind AS financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: 073373
Firm Reg. No. 103446W

Place : Mumbai
Date : 30th May, 2018

BALANCE SHEET AS AT 31st MARCH , 2018

(Amount in Rs.)

	Particulars	Note No.	As at 31.03.2018	As at 31.03.2018	As at 31.03.2018
A	**ASSETS**				
1	**Non-current assets**				
	(a) Property, Plant and Equipment	**2.1**	177,936	268,052	408,500
	(b) Non - Current Financial Assets		-	-	-
	(c) Deferred tax assets (net)	**2.2**	123,581	128,057	123,902
	(d) Other non-current assets		-	-	-
	Total - Non-current assets		**301,517**	**396,109**	**532,402**
2	**Current assets**				
	(a) Inventories	**2.3**	6,504,772	6,856,308	6,533,470
	(b) Financial Assets				
	(i) Current Investments	**2.4**	2,507,822	2,580,682	2,580,682
	(ii) Current Trade receivables	**2.5**	81,551,753	81,551,753	81,791,753
	(iii) Cash and cash equivalents	**2.6**	35,033	47,539	210,744
	(v) Loans	**2.7**	85,265,138	83,956,959	83,514,457
	(c) Current Tax Assets (Net)	**2.8**	8,996,471	10,432,604	13,686,141
	(d) Other current assets		-	-	-
	Total - Current assets		**184,860,990**	**185,425,844**	**188,317,247**
	TOTAL ASSETS (1 + 2)		**185,162,507**	**185,821,954**	**188,849,650**
B	**EQUITY AND LIABILITIES**				
1	**Equity**				
	(a) Equity Share capital	**2.9**	94,250,000	94,250,000	94,250,000
	(b) Other Equity	**2.10**	51,936,493	51,281,270	51,468,466
	Total - Equity		**146,186,493**	**145,531,270**	**145,718,466**
2	**LIABILITIES**				
I.	Non-current liabilities		-	-	-
	Total - Non-current liabilities		**-**	**-**	**-**
II.	**Current liabilities**				
	(a) Current Financial Liabilities				
	(ii) Trade payables	**2.11**	31,464,546	31,177,046	31,178,846
	(b) Other current liabilities	**2.12**	44,760	42,994	49,150
	(c) Provisions	**2.13**	7,466,708	9,070,644	11,903,188
	Total - Current liabilities		38,976,014	40,290,684	43,131,184
	Total Liabilities		**38,976,014**	**40,290,684**	**43,131,184**
	TOTAL EQUITY AND LIABILITIES (1 + 2)		**185,162,507**	**185,821,954**	**188,849,650**

See accompanying notes forming part of the financial statements as under

Significant Accounting Policies and	**1**
Notes to Financial Statement	**2**

The Notes referred to above form and integral part of Statement of Balance Sheet
As per our report of even date
In terms of our report attached.
For M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: 73373
Firm Reg. No. 103446W
Place : Mumbai
Date : 30.05.2018

For and on behalf of Board of Directors

Sd/-
Sanjay Minda
Chairman
DIN 00034029

Sd/-
Pratik Jain
Director
DIN: 03387613

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in Rs.)

	Particulars	Note No.	For the year ended 31st March 2018	For the year ended 31st March 2017
1	**TOTAL INCOME**			
	Revenue from operations	2.14	692,393	-
	Other Income	2.15	2,562,193	1,606,141
	Total Income		**3,254,586**	**1,606,141**
2	**Expenses**			
	(a) Purchases of Stock in Trade	2.16	287,950	322,838
	(b) Changes in Inventories of Finished Goods	2.17	351,535	(322,838)
	(c) Employee benefits expenses	2.18	442,000	147,500
	(d) Depreciation and amortisation expenses	2.19	90,116	140,448
	(e) Other Expenses	2.20	1,386,478	1,054,544
	Total Expenses		**2,558,080**	**1,342,492**
3	**Total Profit / (Loss) before Exceptional items (1 - 2)**		**696,506**	**263,649**
	Exceptional items		-	-
4	**Net Profit / (Loss) before tax (3 - 4)**		**696,506**	**263,649**
5	**Tax expenses :**			
	(a) Provision for Income Tax		35,653	-
	(b) Prior years Income Tax		1,154	455,000
	(c) Deferred Tax		(4,476)	(4,155)
6	**Net Profit/(Loss) for the period (4 - 5)**		**655,223**	**(187,196)**
7	**Earnings per share (FV of Rs. 2/-):**			
	(a) Basic		0.01	(0.00)
	(b) Diluted		0.01	(0.00)

See accompanying notes forming part of the financial statements as under
Significant Accounting Policies and 1
Notes to Financial Statement 2

In terms of our report attached.
For M/s Gupta Saharia & Co.
Chartered Accountants

Sd/-
(S.S. Rathi)
Partner
Membership No.: 73373
Firm Reg. No. 103446W

Place : Mumbai
Date : 30.05.2018

For and on behalf of Board of Directors

Sd/-
Sanjay Minda
Chairman
DIN 00034029

Sd/-
Pratik Jain
Director
DIN: 03387613

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

(Amount in Rs.)

	Particulars	For the year ended 31st March 2018	For the year ended 31st March 2017
A.	**Cash flow from operating activities**		
	Net Profit / (Loss) before extraordinary items and tax	696,506	263,649
	Adjustments for:		
	Depreciation and amortisation	90,116	140,448
	Taxes	(32,331)	(450,845)
	Operating profit / (loss) before working capital changes	**754,291**	**(46,748)**
	Changes in working capital:		
	Increase/(Decrease) in Trade receivables and other Current Assets	547,873	2,724,042
	Increase/(Decrease) in Trade payables and others Current Liablities	(1,314,670)	(2,840,500)
	Net cash flow from / (used in) Operating activities (A)	**(12,505)**	**(163,206)**
B.	**Cash flow from investing activities**		
	Purchase of Fixed Assets	-	-
	Net cash flow from/(used in) Investing Activities (B)	**-**	**-**
C.	**Cash flow from financing activities (C)**	**-**	**-**
	Net increase / (decrease) in Cash and cash equivalents (A+B+C)	**(12,505)**	**(163,206)**
	Cash and cash equivalents at the beginning of the year	**47,539**	**210,744**
	Cash and cash equivalents at the end of the year comprises:	**35,033**	**47,539**
	(a) Cash on hand	5,430	38,337
	(b) Balances with banks - In current accounts	29,603	9,202
		35,033	**47,539**

Notes:

(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations

In terms of our report attached.
For M/s. Gupta Saharia & Co.
Chartered Accountants

Sd/-
S.S. Rathi
Partner
Membership No. : 073373
Firm's Registration No. : 103446W

Place : Mumbai
Date : 30.05.2018

For and on behalf of Board of Directors

Sd/-
Sanjay Minda
Chairman
DIN 00034029

Sd/-
Pratik Jain
Director
DIN: 03387613

Note 1:
SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2018

1. Corporate Information:

Wagend Infra Venture Limited ('the Company') was incorporated in India on 29th September, 1981. The equity shares of the Company are listed in India on the Bombay stock exchange (BSE Limited).

The Company is primarily engaged in the investing activities and the management of the Company is building up the team to improve its investment decisions and increase the value of the stakeholders and also continues to focus on exploring opportunities in the infrastructure sector.

2. Basis of Preparation of Financial Statements:

The Financial Statement of the Company have been prepared in accordance with India Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provision of the Companies Act, 2013 ("the Act"). These are the Company's first Ind AS financial statement and Ind AS 101. 'First - time Adoption of Indian Accounting Standards have been applied. The policies set out below have been consistently applied during the year presented. For all periods up to and including the year ended 31st March, 2018, the Company's prepared its financial statement in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provision of the Act ("Previous GAAP"). These financial statements for the year ended 31st March, 2018 are the first financials statement of the Company prepared in accordance with the Ind AS.

3. Use of Estimates:

In preparing these Standalone financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Accounting estimates could change from period to period. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis and appropriate changes are made as management becomes aware of changes in circumstances surrounding the estimates. Revisions to accounting estimates are reflected in the period in which such changes are made and if material, their effects are disclosed in the financial statements.

4. Revenue Recognition:

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following are specific criteria on which revenue is recognized.

Interest income is recognized on the time proportion basis.

Dividend Income is recognized when the instrument/unit holders' right to receive payment is established by the balance sheet date.

5. Fixed Assets:

a) Tangible Assets:

Tangible Assets are stated at cost of acquisition and includes all direct and indirect cost incurred up to the date of acquisition and / or the asset is put to use, less accumulated

depreciation and impairment losses, if any. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

b) Intangible Assets:

An item is recognized as an intangible asset if it meets the definition of an intangible asset. However the company has not acquired any Intangible Assets.

c) Depreciation / Amortization:

Depreciation on fixed assets is provided on written down value basis over the useful life of the assets estimated by the management, in the manner prescribed in Schedule II of the Companies Act, 2013.

Depreciation on additions/disposals to the fixed assets during the year is provided on pro-rata basis from/to the date of such additions/disposals as the case may be.

The assets costing up to Rs.5,000/- are fully depreciated during the year of addition after retaining 5% as net residual value.

6. Provisions and Contingent Liabilities:

Provisions involving substantial degree of estimation in measurement are recognized at the balance sheet date when

a) there is a present obligation as a result of past events.

b) there is a probability that there will be an outflow of resources.

c) the amount of obligation can be reliably estimated.

Contingent Liabilities are not recognized but are disclosed in the notes in case of:

a) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of obligation cannot be made.

b) a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not within the control of the company.

7. Investments:

Long Term Investments are valued at cost. Diminution in value if any, which is of a temporary nature, is not provided. However, the company has no Long Term Investments.

Investments that are readily realizable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. Current Investments are valued at lower of cost and fair value measurement.

8. Inventories:

Inventories are valued at cost.

9. Impairment of Assets:

The carrying amounts of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal / external factors. Impairment loss, if any, is provided in the Profit and Loss Account to the extent of carrying amount of assets exceeds their estimated recoverable amount.

10. Employee Benefits:

As per management's view none of the current employees shall complete their term of service of five years, hence actuarial valuation of gratuity is not done.

11. Taxes on Income:

Current Tax represents the amount of Income Tax payable in respect of the taxable income for the reporting period as determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax assets and liabilities from timing differences between taxable income and accounting income for the year is accounted for using tax rates and laws that have been substantively enacted as on the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual / reasonable certainty in their realization.

12. Cash Flow Statement:

Cash flow are reported using the indirect method, wherby profit / loss before extraordinary items and tax is adjusted for the effects of transactions of non – cash nature and any defferals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

13. Cash & Cash Equivalent:

Cash and cash equivalent includes cash on hand, and deposits maintained with banks which can be withdrawn by the company at any point of time.

14. Earnings per Share (EPS)

Basic EPS is computed by dividing the net profit for the year attributable to the Equity shareholders by the weighted average number of equity shares outstanding during the period. Diluted EPS is computed by dividing the net profit for the year, adjusted for the effects of dilutive potential equity shares, attributable to the equity shareholders by weighted average number of equity shares and dilutive potential equity shares outstanding during the year – end, except where the results would be anti-dilutive.

Note 2.1 : Property, Plant and Equipment

Tangible Assets	Gross Block				Depreciation				Net Block	
	As at 1, April 2017	Additions	Disposals	As at 1, March 2018	As at 1, April 2017	Depreciation for the year	Other Adjustment	As at 31 March, 2018	As at 31 March, 2018	As at 1 April, 2017
Motor Car	1,526,952	-	-	1,526,952	1,265,280	85,880	-	1,351,160	175,792	261,672
Computer	31,000	-		31,000	24,620	4,236	-	28,856	2,144	6,380
Total Current Year	**1,557,952**	**-**	**-**	**1,557,952**	**1,289,900**	**90,116**	**-**	**1,380,016**	**177,936**	**268,052**
Total Previous year	**1,557,952**	**-**	**-**	**1,557,952**	**1,149,452**	**140,448**	**-**	**1,289,900**	**268,052**	**408,500**

Notes forming part of the financial statements

Note 2.2 : Deferred Tax Assets (Net)

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
DEFERRED TAX ASSET (NET)			
Tax effect of items constituting deferred tax assets			
On difference between book balance and tax balance of fixed assets	123,581	128,057	123,902
	123,581	**128,057**	**123,902**

Note 2.3 : Inventories

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
INVENTORIES			
Shares	6,504,772	6,856,308	6,533,470
	6,504,772	**6,856,308**	**6,533,470**

Note 2.4 : Current investments

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
CURRENT INVESTMENTS			
Other current investments			
Invesment in Quoted Equity Instruments			
Texmo Pipes Products Ltd	1,748,637	1,821,497	1,821,497
Tricom India Ltd	759,186	759,186	759,186
	2,507,822	**2,580,682**	**2,580,682**

Note 2.5 : Trade receivables

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
TRADE RECEIVABLES			
Outstanding for a period exceeding six months			
Unsecured, considered good	81,551,753	81,551,753	81,791,753
	81,551,753	**81,551,753**	**81,791,753**

Note 2.6 : Cash and cash equivalents

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
Cash and Cash Equivalents			
(a) Cash In hand	5,430	38,337	183,656
(b) Balance with Banks			
In Current Accounts	29,603	9,202	27,088
	35,033	**47,539**	**210,744**

Notes forming part of the financial statements

Note 2.7 : Short-term loans and advances

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
Loans & Advances			
(Unsecured & considered good)			
Inter-corporate deposits	85,265,138	83,956,959	83,514,457
	85,265,138	**83,956,959**	**83,514,457**

Note 2.8 : Other Current Assets

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
CURRENT ASSETS (NET)			
MAT Credit A Y 2018-19	97,067	-	-
MAT Credit A Y 2017-18	50,239	50,239	-
T.D.S. for A Y 2018-19	123,300	-	-
T.D.S. for A Y 2017-18	109,400	109,400	-
T.D.S. for A Y 2016-17	3,588	3,588	69,801
T.D.S. for A Y 2015-16	-	-	59,445
T.D.S. for A Y 2014-15	-	-	921,708
T.D.S. for A Y 2013-14	3,176,739	3,176,739	3,176,739
T.D.S. for A Y 2012-13	5,436,138	5,436,138	5,436,138
T.D.S. for A Y 2011-12	-	1,656,500	1,656,500
S A Tax Paid for A Y 2014-15	-	-	2,365,810
	8,996,471	**10,432,604**	**13,686,141**

Note 2.9 : Equity Share capital

Particulars	As at 31 March, 2018		As at 31 March, 2017		As at 31 March, 2016	
	Number of shares	Rs.	Number of shares	Rs.	Number of shares	Rs.
Authorised Capital						
Equity shares of Rs. 2/- each with voting rights	50,000,000	100,000,000	50,000,000	100,000,000	50,000,000	100,000,000
Issued, Subscribed and Paid up Capital						
Equity shares of Rs. 2/- each with voting rights	47,125,000	94,250,000	47,125,000	94,250,000	47,125,000	94,250,000
Total	**47,125,000**	**94,250,000**	**47,125,000**	**94,250,000**	**47,125,000**	**94,250,000**

Notes forming part of the financial statements

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	Opening Balance	Addition	Opening Balance	Addition	Deduction	Closing Balance
Equity shares with voting rights						
Year ended 31 March, 2018						
- Number of shares	47,125,000	-	47,125,000	-	-	47,125,000
- Amount (Rs.)	94,250,000	-	94,250,000	-	-	94,250,000
Year ended 31 March, 2017						
- Number of shares	47,125,000	-	47,125,000	-	-	47,125,000
- Amount (Rs.)	94,250,000	-	94,250,000	-	-	94,250,000
Year ended 31 March, 2016						
- Number of shares	47,125,000	-	47,125,000	-	-	47,125,000
- Amount (Rs.)	94,250,000	-	94,250,000	-	-	94,250,000

(ii) Terms and Rights attached to equity shares:

- The company has only one class of equity shares having a par value of Rs. 2 each. Each holder of equity shares is entitled to one vote per share.
- In the event of liquidation, the euity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amount, in proportion to the shareholding. However, no such preferential amount exist currently.

(iii) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March, 2018		As at 31 March, 2017		As at 31 March, 2016	
Class of shares / Name of shareholder	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights						
a) Sanjay Minda	6,338,400	13.45%	6,338,400	13.45%	6,338,400	13.45%
b) Shilpa R Sheth	4,958,577	10.52%	4,958,577	10.52%	4,958,577	10.52%
c) Rahil R Sheth	2,648,841	5.62%	2,648,841	5.62%	2,648,841	5.62%

Notes forming part of the financial statements

Note. 2.10 : Other Equity

Particulars	Reserves and Surplus			Items of other comprehensive income	Total
	Securities premium reserve	General reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at April 1, 2017	18,050,000	33,231,270		-	51,281,270
Profit for the year		655,223		-	655,223
Other comprehensive income for the year, net of income tax				-	
Balance at March 31, 2018	**18,050,000**	**33,886,493**		**-**	**51,936,493**

Particulars	Reserves and Surplus			Items of other comprehensive income	Total
	Securities premium reserve	General reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at April 1, 2016	18,050,000	33,418,466		-	51,468,466
Profit for the year		(187,196)		-	(187,196)
Other comprehensive income for the year, net of income tax				-	
Balance at March 31, 2017	**18,050,000**	**33,231,270**		**-**	**51,281,270**

Particulars	Reserves and Surplus			Items of other comprehensive income	Total
	Securities premium reserve	General reserve	Retained earnings	Actuarial Gain / (Loss)	
Balance at April 1, 2015	18,050,000	33,836,048		-	51,886,048
Profit for the year		(417,582)		-	(417,582)
Other comprehensive income for the year, net of income tax				-	-
Balance at March 31, 2016	**18,050,000**	**33,418,466**	**-**	**-**	**51,468,466**

Notes forming part of the financial statements

Note 2.11 : Trade payables

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
Current Trade Payables			
Trade Payables	31,464,546	31,177,046	31,178,846
	31,464,546	**31,177,046**	**31,178,846**

Note 2.12 : Other Current Liabilities

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
OTHER CURRENT LIABILITIES			
Other Liability	44,760	42,994	49,150
	44,760	**42,994**	**49,150**

Note 2.13 : Short-term provisions

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.	As at 31 March, 2016 Rs.
PROVISIONS			
Provision for Tax for F Y 2014-15		0	2,832,544
Provision for Tax for F Y 2013-14	2,661,558	2,661,558	2,661,558
Provision for Tax for F Y 2012-13	4,805,150	4,805,150	4,805,150
Provision for Tax for F Y 2011-12	-	1,603,936	1,603,936
	7,466,708	**9,070,644**	**11,903,188**

Note 2.14 : Revenue from Operation

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Revenue from Operation		
Sale of Securities	692,393	0
	692,393	**0**

Note 2.15 : Other income

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Interest income		
Interest on Short term loans and advances	2,560,199	1,596,393
Interest on Income Tax	0	9,748
Dividend Received	500	0
Share Profit	1,494	0
	2,562,193	**1,606,141**

Notes forming part of the financial statements

Note 2.16 : Purchase Stock in Trade

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Shares Purchased	287,950	322,838
	287,950	**322,838**

Note 2.17 : Changes in Inventories

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Stock in Trade	351,535	-322,838
	351,535	**-322,838**

Note 2.18 : Employee benefits expense

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Salaries and wages	442,000	147,500
	442,000	**147,500**

Note 2.19 : Depreciation

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Depreciation for the year on tangible assets as per Note 2.1	90,116	140,448
	90,116	**140,448**

Notes forming part of the financial statements

Note 2.20 : Other expenses

Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
Advertisement Expenses	33,330	44,413
Custody Fees	51,769	51,526
Filing Fees	3,600	3,640
Insurance	17,069	17,901
Legal and professional	19,390	24,335
Telephone Charges	10,625	16,629
Listing Fees	287,500	230,000
E-Voting Charges	11,800	5,750
Office Expenses	98,166	51,150
Rent Paid	240,000	240,000
Payments to auditors	23,600	23,000
Petrol & Diesel Expenses	95,025	92,620
Postage Telgraph	57,225	20,850
Printing and stationery	87,569	24,800
Share Transfer Charges	56,640	47,150
Travelling and conveyance	108,729	91,700
Vehicle Expenses	58,025	21,745
Staff Welfare Expenses	96,843	36,505
Miscellaneous Expenses	8,315	10,830
Long Term Capital Loss	21,259	-
	1,386,478	**1,054,544**

Notes forming part of the financial statements

2.21 Sundry Debtors and Receivables:

Sundry Debtors and Loans and Advances are stated at the value if realized in the ordinary course of business. Irrecoverable amounts, if any are accounted and/or provided for as per management's judgment or only upon final settlement of accounts with the parties.

2.22 In the Opinion of the Directors:

The Current Assets and Loans & Advances are approximately of the value stated in the financial statement, if realized in the ordinary course of business.

The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary.

2.23 Segment Reporting:

As the company operates in only one business and operates only in one geographical segment i.e. domestic, the disclosure requirements under Ind - AS 108 - "Operating Segment" is not required.

2.24 Earnings per Share:

Particulars	For the year end 31st March, 2018	For the year end 31st March, 2017
Net Profit / (Loss) as attributable to Equity Shareholders	6,55,223	(1,87,196)
Number of Equity shares outstanding during the year	4,71,25,000	4,71,25,000
Earnings per share Basic and Diluted	0.01	(0.00)
Nominal Value of an equity share	2	2

2.25 Payment to Auditors

Particulars	For the year end 31st March, 2018	For the year end 31st March, 2017
For Statutory Audit and taxation matters	**23,600**	**23,000**
Total :	**23,600**	**23,000**

2.26 Related Parties Disclosures

During the year there is no Related Party Transaction and therefore no reporting required to be given under Ind AS-24.

2.27 Reporting under Schedule V of SEBI (LODR), 2015, with respect to loan given to subsidiary or Associates is not applicable to the company, as the Company does not have subsidiary or Associates Company as defined under section 186 of the Companies Act, 2013 and no loans and advances are given which is outstanding for a period of more than seven years.

Notes forming part of the financial statements

2.28 **Foreign Currency Exposure:**
Earnings and expenditure in foreign currency during the current and previous financial year – **NIL**

2.29. Disclosure as per IND AS-101 First time adoption of Indian Accounting Standards: The Company has prepared the opening Balance Sheet as per Ind-AS as of 1st April, 2016 (the transaction date) by recognizing all assets and liabilities whose recognition is required by Ind AS and prepared the financial statements accordingly.

2.30 There was no amount due as on 31st March, 2018 as reported to us from/to Micro, small & Medium Enterprises as per MSMED Act, 2006.

2.31 There is no amount due and outstanding to be credited to Investors Education & Protection Fund.

2.32 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For M/s. Gupta Saharia & Co.
Chartered Accountants
Firm's Registration No.: 103446W

Sd/-
S.S. Rathi
Partner
Membership No. : 073373

Place : Mumbai
Date : 30.05.2018

For and on behalf of Board of Directors

Sd/-	**Sd/-**
Sanjay Minda	**Pratik Jain**
Director	**Director**
DIN: 00034029	**DIN: 03387613**

WAGEND INFRA VENTURE LIMITED

CIN: L67120MH1981PLC025320

117, Hubtown Solaris, N.S. Phadke Marg, Nr. East – West Flyover, Andheri (East), Mumbai-400 069.

ATTENDANCE SLIP

36TH ANNUAL GENERAL MEETING – SATURDAY, SEPTEMBER 29, 2018

Name of the attending Member : (In Block Letters)	_____
Folio No. :	_____
Name of the Proxy :	_____
(To be filled in if the Proxy attends instead of the Member)	
No. of Shares Held : _____ (in words) _____(Figures)	

I hereby record my presence at the 36th Annual General Meeting of the Company on Saturday, September 29, 2018 at 117, Hubtown Solaris, N.S. Phadke Marg, Nr. East – West Flyover, Andheri East, Mumbai – 400 069, Maharashtra at 12:30 p.m. and at any adjournment thereof.

_____

Member's/Proxy's Signature

(To be signed at the time of handing over this slip)

NOTE:

[Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and hand over the same at the entrance after the same has been duly signed]

Form No. MGT-11

PROXY FORM

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

WAGEND INFRA VENTURE LIMITED

CIN: L67120MH1981PLC025320

Reg. Off.: 117, Hubtown Solaris, N.S. Phadke Marg, Nr. East – West Flyover, Andheri (E), Mumbai–400 069.
Tel: 022 – 2684 4495 / 97 • Email: agarwalholdings@gmail.com • Website: www.wagendinfra.com

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

I/We, being the Member(s) of ….....shares of Wagend Infra Venture Limited, hereby appoint

1. Name: _____Email Id: _____

Address: _____

Signature: _____or failing him / her

2. Name: _____Email Id: _____

Address: _____

Signature: _____or failing him / her

3. Name: _____Email Id: _____

Address: _____

Signature: _____or failing him / her

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 36th Annual General Meeting of the Company, to be held on Saturday, September 29, 2018 at 117, Hubtown Solaris, N.S. Phadke Marg, Andheri East, Mumbai – 400 069, Maharashtra at 12:30 p.m. and at adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Resolution	For	Against
ORDINARY BUSINESS			
1	Adoption of Financial Statements and reports thereon for the year ended March 31, 2018		
2	Reappointment of Mr. Pratik Jain as Director retire by rotation of the Company		
3	Ratification of appointment of M/s. Gupta Saharia & Co. as Auditors of the Company		

Signed this _____ day of _____2018

Affix Revenue Stamp

…….....…….. Signature of shareholder

…….....…….. Signature of proxy holder(s)

Note:- This form of Proxy in order to be effective should be duly completed and deposited at Registered Office of the Company.

BOOK - POST

If undelivered, return to

WAGEND INFRA VENTURE LIMITED
Registered Office:
117, Hubtown Solaris, N. S. Phadke Marg,
Near East West Flyover, Andheri (E),
Mumbai - 400 069, Maharashtra