

Ladam Affordable Housing Limited

**41st
Annual Report
2019-2020**

Company Information**Board of Director****DIN**

Mr. Sumesh Aggarwal	00325063
Mr. Jayaprasad Pillai	01560300
Mr. Ashwin Sharma	05143846
Ms. Yamini Sejpal	07262106

Company Secretary

Ms. Mohini Budhwani

CFO

Mr. Rajesh Mukane (w.e.f. 27th May, 2019)

CEO

Mr. Sumesh Aggarwal

Banker

HDFC Bank Limited

Auditors

D.P. Sarda & Co.
Chartered Accountants

Registrar & Share Transfer Agents

Purva Share registry India Private Limited.
Address: Unit no. 9 Shiv Shakti Ind. Estt.
J.R. Boricha marg, Lower Parel (E)
Mumbai 400 011
Tel No: 91-22-2301 6761 / 8261
Email: busicomp@gmail.com

Registered Office

Plot No., C-33, Road No. 28,
Wagle Industrial Estate,
Thane (W) – 400 604.
CIN: L65990MH1979PLC021923
Tel: 71191000/001
Email: compliances@ladam.in
Info@ladamaffordablehousing.com
Website: www.ladamaffordablehousing.com

Index		
Contents		Page No.
Notice		1
Directors' Report		15
Secretarial Audit Report (Annexure A)		25
Subsidiary/ Associates Details – AOC 1 (Annexure B)		29
Particulars of Loan & Guarantee (Annexure C)		32
Related Party Transaction – AOC- 2 (Annexure D)		32
Declaration by WTD regarding compliance of code of conduct		34
Certificate by WTD and Senior Management		35
Management Discussion & Analysis Report		36
Corporate Governance Report		38
Certificate on Corporate Governance		51
Certificate of Non- Disqualification of Directors		52
Standalone Financials	Auditors Report	54
	Balance Sheet	63
	Profit & Loss Account	64
	Change in Equity	65
	Cash Flow	66
	Notes to accounts	67
Certificate from Directors on Financials		
Consolidated Financials	Auditors Report	76
	Balance Sheet	84
	Profit & Loss Account	85
	Change in Equity	86
	Cash Flow	87
	Notes to accounts	88
KYC		106

NOTICE

Notice is hereby given that the **Forty- First Annual General Meeting** of the **Ladam Affordable Housing Limited** will be held on Saturday, 26th September, 2020 at 05.30 pm through video conferencing or other Audio Visual Means, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Profit and Loss Account for the year ended 31st March, 2020 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To Appoint a Director in place of Mr. Sumesh Bharat Aggarwal (DIN: 00325063), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

3. To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Ladam Steels Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 1 Crore for the F.Y 2020-21.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

4. To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Ladam Flora Private Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 1 Crore for the F.Y 2020-21.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

5. To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Ladam Foods Private Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 1 Crore for the F.Y 2020-21.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

6. To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Spearhead Metals & Alloys Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 1 Crore for the F.Y 2020-21.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.”

7. To consider and if thought fit, to pass with or without modifications, the following resolutions as an ordinary resolution:

“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act 2013 and all other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, and pursuant to Regulation

23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendations of the Audit Committee, approval of Board of Directors of the Company be and is hereby accorded for granting unsecured Loans to Lacon India Limited, a related party within the meaning of Section 2(76) of the Act on such terms and conditions as the Board of Directors may deem fit upto maximum value of Rs. 1 Crore for the F.Y 2020-21.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution."

8. To Consider and if thought fit, to pass the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149,150, 152 and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modifications(s) or re-enactment thereof for the time being in force), approvals and recommendations of the nomination and remuneration committee, and that of the Board, Mr. Jayaprasad Pillai (DIN 1560300) Independent Director whose term expires at this AGM, be and is hereby appointed as an Independent Director, not liable to retire by rotation for consecutive second term of five years to hold office for a period up to 25th September, 2025.

RESOLVED FURTHER THAT any Director of the Company be and are hereby authorised to sign and file Form DIR-12 with the Registrar of Companies and to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

For Ladam Affordable Housing Limited

**Sd/-
Sumesh Aggarwal
Director
00325063**

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400 604.

Date: **31th July, 2020**

Place: **Thane**

Annexure to Notice:

Explanatory Statement pursuant to the provisions of the Section 102 of the Companies Act, 2013.

Item No. 3:

The Board recommends the Related Party Transaction between in the Company and Ladam Steels Limited.

Ladam Steels Limited, Associate Company of the Company requires unsecured loans for its working as it is a non profit making Company. To revive the Company and help its associate company, Ladam Affordable Housing Limited needs to grant unsecured Loans to Ladam Steels Limited. In this transaction, Mr. Sumesh Aggarwal & Mr. Jayaprasad Pillai are interested Director as both the directors are the Directors of Ladam Steels Ltd.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions needs approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity.

Since the proposed transaction will exceed the above mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2020-21 is Rs. 1 Crore.

The Audit Committee has granted its approval for this related party transaction.

The Board of Directors recommends passing of the resolution as set out in item No. 3 of this Notice as Ordinary Resolution.

Item No. 4:

The Board recommends the Related Party Transaction between in the Company and Ladam Flora Private Limited.

Ladam Flora Private Limited, Associate Company of the Company requires unsecured loans for its working as it is a non profit making Company. To revive the Company and help its associate company, Ladam Affordable Housing Limited needs to grant unsecured Loans to Ladam Flora Private Limited.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions needs approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity.

Since the proposed transaction will exceed the above mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2020-21 is Rs. 1 Crore.

The Audit Committee has granted its approval for this related party transaction.

The Board of Directors recommends passing of the resolution as set out in item No. 8 of this Notice as Ordinary Resolution.

Item No. 5:

The Board recommends the Related Party Transaction between in the Company and Ladam Foods Private Limited.

Ladam Foods Private Limited, Associate Company of the Company requires unsecured loans for its working as it is a non profit making Company. To revive the Company and help its associate company, Ladam Affordable Housing Limited needs to grant unsecured Loans to Ladam Foods Private Limited.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions needs approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity.

Since the proposed transaction will exceed the above mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2020-21 is Rs. 1 Crore.

The Audit Committee has granted its approval for this related party transaction.

The Board of Directors recommends passing of the resolution as set out in item No. 7 of this Notice as Ordinary Resolution.

Item No.6:

The Board recommends the Related Party Transaction between in the Company and Spearhead Metals & Alloys Limited.

Spearhead Metals & Alloys Limited, Associate Company of the Company requires unsecured loans for its working as it is a nonprofit making Company. To revive the Company and help its associate company, Ladam Affordable Housing Limited needs to grant unsecured Loans to Spearhead Metals & Alloys Limited. In this transaction, Mr. Ashwin Kumar Sharma & Mr. Jayaprasad Pillai are interested Director as both the directors are the Directors of Spearhead Metals & Alloys Ltd.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions needs approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity.

Since the proposed transaction will exceed the above-mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2019-20 is Rs. 1 Crore.

The Audit Committee has granted its approval for this related party transaction.

The Board of Directors recommends passing of the resolution as set out in item No. 5 of this Notice as Ordinary Resolution.

Item No. 7:

The Board recommends the Related Party Transaction between in the Company and Lacon India Limited.

Lacon India Limited, Associate Company of the Company requires unsecured loans for its working as it is a non profit making Company. To revive the Company and help its associate company, Ladam Affordable Housing Limited needs to grant unsecured Loans to Lacon India Limited.

As per Regulation 23 of SEBI (LODR) Regulation, 2015, all material related party transactions needs approval of shareholders and the transaction is material if the transaction(s) to be entered individually or taken together with previous transactions during F.Y exceeds 10% of Annual Consolidated turnover of the listed entity as per last audited financial statements of listed entity.

Since the proposed transaction will exceed the above mentioned limit, therefore approval of members is required to be taken.

The Proposed Estimated Amount of Unsecured Loan for the F.Y 2019-20 is Rs. 1 Crore.

The Audit Committee has granted its approval for this related party transaction.

The Board of Directors recommends passing of the resolution as set out in item No. 6 of this Notice as Ordinary Resolution.

Item No. 8:

The Board recommends the re-appointment of Mr. Jayaprasad Pillai (DIN 1560300) as Independent Director of the Company.

On recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 31st July, 2020, has appointed Mr. Jayaprasad Pillai (DIN 1560300) whose term expires at this AGM as an Independent Director, not liable to retire by rotation for consecutive second term of five years to hold office for a period up to 25th September, 2025 subject to the consent by the Members at the ensuing Annual General Meeting.

The Company has received a declaration from Mr. Jayaprasad Pillai confirming that he meets the criteria of Independence as prescribed under the Act and the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015. Mr. Jayaprasad Pillai is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as the Director of the Company.

In the opinion of the Board, Mr. Jayaprasad Pillai fulfills the conditions for his appointment as an Independent Director as specified in the Act and SEBI (LODR) Regulations and he is Independent of the Management.

A Copy of the draft letter of Appointment for Independent Director, setting out the terms and conditions for the appointment of Independent Director is available for inspection by the Members at the registered office of the Company during business hours on any working day upto the Annual General Meeting and is also available on the website of the Company.

Mr. Jayaprasad Pillai and his relatives are not related to any other Director and Key Managerial Personnel of the Company.

The Board is of the opinion that it will be beneficial to the Company to avail of the services as an Independent of the Company and recommends the Ordinary Resolution as set out in the Notice for approval of Shareholders.

Notes:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and pursuant to the Circular Nos. 14/2020, 17/2020 and

20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively, (“the Circulars”) issued by the Ministry of Corporate Affairs and Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India, physical attendance of the Members at the Annual General Meeting (AGM) is not required and the AGM can be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) wherein the facility to appoint proxy to attend and cast vote for the members will not be available at the AGM. Accordingly, considering the safety of the members of the Company, the AGM of your Company is being scheduled through audio visual means in compliance with the applicable provisions of the Companies Act, 2013 along with rules framed thereunder and the aforementioned circulars. Hence, Members have to attend and participate in the ensuing AGM through audio visual means.

2. A Member entitled to attend and vote at the meeting is entitled to Appoint Proxy / Proxies to attend and vote instead of himself/herself and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the Circulars through VC, the facility for appointment of proxies by the members will not be available.
3. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 (“the Act”).
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Corporate Members intending to authorise representatives to attend the AGM are requested to send a duly certified copy of their Board Resolution/ authorization letter to the Company or upload on the VC portal/ e-voting portal.
5. Members who are holding shares in identical order or names in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
6. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services (India) Limited. The instructions for e-voting are annexed to the Notice.
7. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September, 2020 to 27th September, 2020 (both days inclusive).
8. Members holding shares in physical form are requested to notify the change, if any, in their address and blank mandate details to the Registrar and Share Transfer Agent, Purva Share Registry (India) Private Limited Unit No. 9 Shiv Shakti Ind. Estt. J.R. Boricha Marg, Lower Parel (E) Mumbai 400 011.
9. Members holding shares in dematerialized mode are requested to intimate the same to their respective Depository Participants.
10. 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, and Circulars etc. from the Company electronically by visiting RTA’s Weblink <http://www.purvashare.com/email-and-phone-updation/>. For registering email id and bank details Members holding shares in physical form shall send a request to the RTA providing folio number, name of shareholder, scanned copies of share certificates (both front & back), self-attested PAN, Aadhar and

cancelled cheque bearing name of first member, name & branch of bank, account number, account type, MICR code & IFSC.

11. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risks associated with physical shares.
12. All documents referred to in the accompanying Notice and the Explanatory Statement, the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 and other Statutory registers & records as stipulated under the Act shall be open for inspection at the Registered Office of the Company during (3.00 pm to 5.00 pm) on all working days, upto and including the date of the Annual General Meeting of the Company.
13. Additional information, pursuant to Regulation 36 of the Listing Regulations, in respect of the directors seeking appointment / reappointment at the AGM, forms part of this Notice.
14. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

**Sd/-
Sumesh Aggarwal
Director
00325063**

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400 604.

Date: **31st July 2020**

Place: **Thane**

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING AGM THROUGH VC/ OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliances@ladam.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at compliances@ladam.in. The queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Note for Non – Individual Shareholders and Custodians

1. Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
2. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.

3. After receiving the login details, they have to create a user who would be able to link the account(s) which they wish to vote on.
4. 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.
5. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
6. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorised signatory who are authorized to vote, to the Scrutiniser and to the Company at the email address viz; k.pratik88@hotmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutiniser to verify the same. 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 or call 1800225533.

OTHER INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:

1. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis. Members who need assistance before or during the AGM, can contact CDSL helpdesk.evoting@cdslindia.com or call 1800225533.
2. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.
3. The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated scrutiniser's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
4. The result declared along with the Scrutiniser's Report shall be placed on the Company's website and on the website of CDSL www.evotingindia.com immediately. The Company shall simultaneously forward the results to BSE Limited, where the shares of the Company are listed.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

**Sd/-
Sumesh Aggarwal
Director
00325063**

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400 604.

Date: 31st July 2020

Place: Thane

PROFILE OF DIRECTORS

(Seeking Appointment / Re-appointment)

As per Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)

Regulation, 2015 and SS-2

Mr. Sumesh Bharat Aggarwal (DIN: 00325063)

Date of Birth	November 7, 1971
Age	49 years
Date of appointment on the Board	April 1, 1992
Qualification	Bachelor of Commerce
Expertise in specific functional areas	Finance, Accounts and Taxation
Terms and conditions of appointment	As per the terms of HR Policy
Remuneration sought to be paid	No remuneration is paid
Remuneration last drawn	
Brief Biography	Sumesh B Aggarwal, has done his B Com from the Mumbai University and has been involved in the business since 1992. He has been involved in the construction business since 1995. Mr Sumesh Aggarwal has brought in various new products to improve the intrinsic quality of the construction such as expanded metal reinforcement for brickwork and plaster in the new projects and buildings under construction. He is also known for his customer friendly approach and looks for inclusive growth.
List of other Companies in which he holds Directorship as on March 31, 2020	<ul style="list-style-type: none"> • Ladam Steels Limited • Ladam Homes Private Limited
Chairmanship / Membership of the Committee as on March 31, 2020	<ul style="list-style-type: none"> • Chairmanship: NIL • Membership: NIL (Committees considered are Audit Committee and Stakeholder's Relationship Committee, in public limited companies other than Ladam Affordable Housing Limited)
No. of Meetings attended during FY 2019-20	4
Relationship with other Director/s, Manager and Key Managerial Personnel	None
Number of Shares held on March 31, 2020	4,472,729

SHAREHOLDER INSTRUCTIONS FOR E-VOTING

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility to the members to cast their votes electronically on all resolutions set forth in the Notice convening the 41st Annual General Meeting to be held on Saturday, September 26, 2020, at 5.30 p.m. IST. The Company has engaged the services of the Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link, <https://www.evotingindia.com>

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on September 22, 2020 at 09.00 a.m. and ends on, September 25, 2020 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, September 19, 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) 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.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) 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) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.

Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If 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 (iv)
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- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant “Ladam Affordable Housing Limited” on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts 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.

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

Other Instructions

1. The Voting rights of members shall be in proportion to their share of the paid-up share capital of the Company as on September 19, 2020.
2. Mr Pratik Kalsariya has been appointed as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
3. 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.

DIRECTOR'S REPORT

**To
The Members,
Ladam Affordable Housing Limited,
Thane**

Your Directors have pleasure in submitting their 41st Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2020.

FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures are given hereunder:

Particulars	Standalone		Consolidated	
	For the Year ended 31 st March, 2020	For the Year ended 31 st March, 2019	For the Year ended 31 st March, 2020	For the Year ended 31 st March, 2019
Net Sales / Income from Business Operations	-	-	75,85,44,569	53,80,000
Other Income	10,61,095	5,81,765	57,08,977	43,42,747
Total Income	10,61,095	5,81,765	76,42,53,546	97,22,747
Less: Interest	-	-	-	-
Profit before Depreciation	(15,87,919)	(18,73,889)	2,04,83,042	(7,27,203)
Less: Depreciation	-	-	-	-
Profit after depreciation and Interest	(15,87,919)	(18,73,889)	1,98,95,907	(7,27,203)
Less: Current Income Tax	-	-	58,04,471	3,95,000
Less: Previous year adjustment of Income Tax,	-	-	-	-
Less: Deferred Tax	-	-	-	-
Net Profit after Tax	(15,87,919)	(18,73,889)	1,40,91,436	(11,22,203)
Dividend (including Interim if any and final)	-	-	-	-
Net Profit after dividend and Tax	(15,87,919)	(18,73,889)	1,40,91,436	(11,22,203)
Amount transferred to General Reserve	-	-	-	-
Balance carried to Balance Sheet	(15,87,919)	(18,73,889)	1,40,91,436	(11,22,203)
Total Comprehensive Income for the year	(2,26,98,007)	(1,01,50,187)	(70,18,652)	(93,98,502)
Earnings per share (Basic)	(0.09)	(0.10)	0.77	0.06
Earnings per Share(Diluted)	(0.09)	(0.10)	0.77	0.06

BUSINESS RESULTS

During the year under review, your Company has registered revenue as per Standalone & Consolidated financials of Rs 10.61 Lacs & Rs.7,642.54 Lacs as against Rs 5.82 Lacs & Rs 97.23 Lacs respectively in the previous year. The Profit/(Loss) before taxes as per Standalone & Consolidated financials in the current year is Rs (15.88) Lacs & Rs. 198.96 Lacs as against Loss of Rs (18.74) Lacs & Rs (7.27) Lacs respectively in the previous year and Profit/(Loss) after taxes as per Standalone & Consolidated financials are Rs (15.88) Lacs & Rs 140.91 Lacs as against Rs (18.74) Lacs & Rs (11.22) Lacs respectively in the previous year.

FINANCE

Cash and cash equivalents as per standalone and consolidated financials as on March 31, 2020 was Rs. 1.31 Lacs and Rs. 787.05 Lacs, respectively. The company continues to focus on judicious management of its working capital. Receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring.

DIVIDEND

The Board does not recommend any Dividend for the current financial year due to no profit earned by the Company.

TRANSFER TO RESERVES:

The Company has not transferred any amount to General Reserve.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no amount of unpaid/unclaimed Dividend, the Company is not required to transfer any amount to the Investor Education & Protection Fund as per provisions of Section 125 of the Companies Act, 2013.

DEPOSITS

The Company has not accepted any deposits which would be covered under Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS

Pursuant to change of its name and Main objects in the year 2015-16, the Company intends to monetize its real estate portfolio by getting into construction of mass housing project considering affordable housing project scheme.

MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT

There are no material changes and commitment affecting the financial position of the Company occurred from 31st March, 2020 till date of this report which are required to be reported.

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement: —

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors, in the case of a listed company, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS

In pursuant to the provisions of the Companies Act, 2013 and the Articles of Associations of the Company, Mr. Sumesh Bharat Aggarwal retires by rotation and being eligible, offer himself for re-appointment.

Name	Designation	Qualification	Age & Experience (Years)	Date of Commencement of Employment
Mr. Sumesh Bharat Aggarwal	Director	B. Com	49/29	01/04/1992

KEY MANAGERIAL PERSONNEL:

The following persons have been designated as key managerial personnel of the Company pursuant to section 2(51) of the Companies Act, 2013 read with rules framed thereunder:

1. Mr. Sumesh Aggarwal - Chief Executive Officer (CEO)
2. Ms. Mohini Budhwani - Company Secretary
3. Mr. Rajesh Mukane- Chief Financial Officer (CFO) w.e.f. 27th May 2019.

MEETINGS

A calendar of Board Meetings, Annual General Meeting and Committee Meetings is prepared and circulated in advance to the Directors of your Company.

The Board of Directors of your Company met 4 times during 2019-20 i.e. on 28th May, 2019, 14th August, 2019, 14th November, 2019, 13th February, 2020. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days.

The Company has complied with the applicable Secretarial Standards in respect of all the above-Board meetings.

All the directors were present in the above-mentioned Board meetings.

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014
(i) The ratio of remuneration of each Director to the Median remuneration of the employees of the Company for the F.Y. 2019-20

Name of Director	Median	Remuneration	Ratio
Mr. Ashwin Kumar Sharma	Nil	Nil	Nil

(ii) The Percentage increase in remuneration of each Director, CFO, CEO, CS, if any, in the Financial year.

Name of KMP	Designation	FY 2018-19	FY 2019-20	% Increased
Mr. Rajesh Mukane	CFO	-	406400 pa	-
Ms. Mohini Budhwani	CS	23000 pm	310165 pa	15%
Mr. Sumesh Aggarwal	Executive Director	-	-	-

Note: Mr. Sumesh Aggarwal, CEO & Executive Director of the Company did not draw any remuneration during the F.Y. 2019-20 from the Company.

(iii) The Percentage increase in the median remuneration of the Employees in the Financial Year.

The Percentage increase in the median remuneration of the employees in the Financial year 2019-20 is 15%

(iv) The Number of Permanent employees on the rolls of the Company

Permanent employees on the rolls of the Company as on March 31, 2020 were 7.

(v) Average percentile increase already made in the salaries of the 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

Average percentile increase for the employees for the F.Y. 2019-20 is 15%. The increment given to each individual employee was based on the employees potential, experience, performance and contribution to the Company's performance targets over a period of time and also benchmarked against Industry Standard.

REMUNERATION / COMMISSION DRAWN FROM HOLDING / SUBSIDIARY COMPANY:

The details of remuneration / commission received by the directors of the Company from the holding Company / subsidiary Company are as follows:-

Name of Director	Nature (Remuneration / Commission)	Amount	Company from which this amount is drawn
Sumesh B. Agarwal	Remuneration	6,00,000/-	Ladam Homes Pvt Ltd

BOARD & COMMITTEE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and under Regulation 25 of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

POLICY ON DIRECTORS APPOINTMENT AND THEIR REMUNERATION

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The policy is available on the Company's website at www.ladamaffordablehousing.com

SEPARATE INDEPENDENT DIRECTORS' MEETINGS

The Independent Directors meet at least once in a year, without the presence of Executive Directors or Management representatives.

The Independent Directors met on 30th November, 2019 during the Financial Year.

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The Company proactively keeps its Directors informed of the activities of the Company, its management and operations and provides an overall industry perspective as well as issues being faced by the industry. The details of the same are available on the website of the Company.

DECLARATION OF INDEPENDENCE

Your Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Schedules and Rules issued there under and under

Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

STATUTORY AUDITORS

M/s D.P Sarda & Company, Chartered Accountants, (Firm's Registration No. 117227W) were appointed as Auditor of the Company for a term of five (5) consecutive years at the AGM held on 30th Sept, 2019. The Auditors have confirmed that they are not disqualified from continuing as Auditors of the Company.

STATUTORY AUDITORS' REPORT

The statutory auditors report contains the qualification that "Corporate Guarantee given on behalf of Ladam Homes Pvt. Ltd. (Subsidiary Company) enhanced by Rs. 3.50 Crores. LHPL, a subsidiary of LAHL, which had taken a loan of Rs. 15 Crores from AU Small Finance Bank Ltd. had taken a further top-up of Rs. 3.50 Crores. For the Said top-up loan, LAHL had given an additional Corporate Guarantee of Rs. 3.50 Crores to the said bank. However, LHPL had also fully repaid the loan as on 31.03.2020 but still the charge is still showing "Open" in ROC records.

Reply by the Company on the said Matter: The Company is in the process of further discussion with AU Small Finance Bank Ltd. for additional Top-up of 5 Crores Rs.

REPORTING OF FRAUDS BY STATUTORY AUDITORS UNDER SECTION 143(12):

There were no incidences of reporting of frauds by Statutory Auditors of the Company under Section 143(12) of the Act read with Companies (Accounts) Rules, 2014.

SECRETARIAL AUDITOR

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s. A G Ranade & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company.

SECRETARIAL AUDIT REPORT

The Secretarial Audit Report contains qualifications, reservations & explanations which are self-explanatory. The report is furnished in **Annexure A** attached to this report.

ANNUAL RETURN

As required under Section 134(3)(a) of the Act, the Extract of Annual Return in form MGT-9 is put up on the Company's website and can be accessed at www.ladaaffordablehousingltd.com.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The details of financial performance of Subsidiary/ Joint Venture/Associate Company is furnished in **Annexure B** and attached to this report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of Loans, guarantees or investments made under Section 186 are furnished in **Annexure C** and are attached to this report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The particulars of Contracts or Arrangements made with related parties made pursuant to Section 186 are furnished in **Annexure D** and are attached to this report.

CORPORATE GOVERNANCE AND COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the Corporate Governance requirements under Companies Act 2013 and as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A Separate Section on Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Certificate from Practicing Company Secretary confirming the Compliance, is annexed and forms part of the Annual Report.

The Company has complied with the Secretarial Standards issued by Institute of Company Secretaries of India on Meeting of the Board of Directors and General Meetings.

INTERNAL AUDIT SYSTEM

The Company's internal Auditors had conducted periodic audit to provide reasonable assurance that the Company's established policies and procedure have been followed.

INTERNAL CONTROL SYSTEM AND ITS ADEQUACY

The Company has a proper and adequate internal control system for all its activities including safeguarding and protecting its assets against any loss from its unauthorized use or disposition. All transactions are properly documented, authorized, recorded and reported correctly. The Company has well defined Management Reports on key performance indicators. The systems are reviewed continuously and its improvement and effectiveness is enhanced based on the reports from various fields. Normal foreseeable risks to the company's assets are adequately covered by comprehensive insurance.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company is not engaged in any manufacturing activities and therefore, no particulars are required to be disclosed under the Rule 8(3) of the Companies (Accounts) Rules, 2014, in respect of conservation of energy and technology absorption.

Further, there were no foreign exchange earnings and outgo during the year under review.

DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

SHARES**a. BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.

b. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c. BONUS SHARES

No Bonus Shares were issued during the year under review.

d. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code. All the Directors and the designated employees have confirmed compliance with the Code.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In compliance with various Regulations of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015 entered in with the Stock Exchange, a separate section on Management Discussion and Analysis that includes details on the state of affairs of the Company as required to be disclosed in the Directors Report forms part of this Annual Report.

COMMITTEES OF THE BOARD

The Board has constituted various committees which are constituted in compliance with the applicable provisions of Act and Listing Regulations. Detailed Composition of all the Committees held during the year under review is provided in Corporate Governance Report of the Company.

a. AUDIT COMMITTEE

The Company has duly constituted Audit Committee comprising of Mr. Jayaprasad Pillai, Independent Director (Chairperson), Mr. Sumesh Aggarwal, Executive Director and Mrs. Yamini Sejal, Independent Director. The terms of reference, Scope and powers of Audit Committee are in line with the applicable provisions of the Act & Listing Regulations. Company Secretary acted as secretary to the committee.

b. NOMINATION AND REMUNERATION COMMITTEE

The Company has duly constituted Nomination & Remuneration Committee comprising of Mr. Jayaprasad Pillai, Independent Director (Chairperson), Mr. Ashwin Kumar Sharma,

Executive Director, Mrs. Yamini Sejpal, Independent Director. The Remuneration Policy is available on the Company's website at www.ladamaffordablehousing.com

c. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has duly constituted Stakeholders Relationship Committee comprising of Mr. Jayaprasad Pillai, Independent Director (Chairperson), Mr. Ashwin Kumar Sharma, Non- Executive Director and Mr. Sumesh Aggarwal, Executive Director. The terms of reference, Scope and powers of SRC are in line with the applicable provisions of the Act and Listing Regulations.

WHISTLE BLOWER POLICY

As required under Regulation 22 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has an effective Whistle Blower Policy to deal with the instances of fraud and mismanagement. The policy is available on the Company's website at www.ladamaffordablehousing.com. The policy provides for adequate safeguard against the victimization of the employees.

RISK MANAGEMENT POLICY

Your Company has framed a Risk Management Policy to monitor the risk and manage uncertainty and changes in internal and external environment to limit negative impacts and capitalize on opportunities.

PARTICULARS OF EMPLOYEES

The applicable information required pursuant to section 197 of the Companies Act, 2013 read with rule (5) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 in respect of employees are as under:

Sr. No.	Name	Designation	Median remuneration of Employees in Rs.	Ratio	% increase
1	Ms. Mohini Budhwani	Company Secretary	26500		15%
2	Mr. Rajesh Mukane	Chief Financial Officer	40000		-
3	Mr. Sachin Jain	Chief Financial Officer			-

DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaints Committee has been set up to redress the complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. There were no cases reported during the financial year ended March 31, 2020.

SAFETY

The Management is committed to ensure safety of its employees, plant and community at all its operations. The safety Management system has been established, communication, involvement, motivation, skill development, training and health have been identified as the key drivers for safe working environment. These initiatives have resulted in reducing the injuries and lost time significantly.

ENVIRONMENT PROTECTION AND POLLUTION CONTROL

The Company has always been socially conscious corporate and has always carried forward all its operations and procedures following environment friendly norms with all necessary clearances.

ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Sd/-
Mr. Sumesh Aggarwal
Director
00325063

Sd/-
Mr. Jayaprasad Pillai
Director
01560300

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400 604.

Date: 31 July 2020

Place: Thane

**Annexure A
Form No. MR-3****SECRETARIAL AUDIT REPORT**

For the Financial Year ended 31st March, 2020

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

To,
The Members,
Ladam Affordable Housing Limited,
Plot No. C-33, Road No. 28,
Wagle Industrial Estate,
Thane 400604

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ladam Affordable Housing Limited** (hereinafter called the Company). The 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. Part of Secretarial Audit is conducted during the unprecedented situation emerged with Lockdown due to Covid-19 pandemic. We have used appropriate Information Technology tools to access the relevant documents and records to complete the assignment. Based on our verification of the 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, 2020 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Ladam Affordable Housing Limited** ("**The Company**") for the financial year ended on 31st March, 2020 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company:-

- a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - g. 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;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- VI. Any other applicable laws like Factories Act, 1948, the Payment of Gratuity Act, 1972

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

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

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

- 1) *Some shareholders of the Company have not dematerialised their shares in compliance with the provisions of the Depositories Act, 1996 and the Byelaws framed there under by the Depositories.*
- 2) *The company has not filed forms for recording 'satisfaction of charge' with Register of Companies in respect of Corporate Guarantee given by it, though the loan is fully repaid by the borrower company as on 31-03-2020.*

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 as on 31st March, 2020. 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 at least seven days 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.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- 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.

Signature	:	Sd/-
Name of the Company Secretary	:	Ajay Ranade
Address	:	A G Ranade & Associates Company Secretaries, 2, Gr Fl, B Wing, Om Sai Prasad Bldg, Shivaji Nagar, Thane (W) – 400 602.
Membership No.	:	FCS 6199
C. P. No.	:	6231
ICSI UDIN	:	F006199B000532648

Place: Thane

Date: 31st July, 2020

Note: Please refer specific non compliances / observations / audit qualification, reservation or adverse remarks as stated in this report.

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

Annexure of Secretarial Audit Report

The Members,
Ladam Affordable Housing Limited,
Plot No. C-33, Road No. 28,
Wagle Industrial Estate,
Thane 400604

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. Some part of Secretarial Audit was conducted during the Lockdown situation due to Covid-19 pandemic. We have used appropriate Information Technology tools to access the relevant documents and records to complete the assignment. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Signature	:	Sd/-
Name of the Company Secretary	:	Ajay Ranade
Address	:	A G Ranade & Associates Company Secretaries, 2, Gr Fl, B Wing, Om Sai Prasad Bldg, Shivaji Nagar, Thane (W) – 400 602.
Membership No.	:	FCS 6199
C. P. No.	:	6231
ICSI UDIN	:	F006199B000532648

Place: Thane
Date: 31st July, 2020

Annexure-B**FORM NO. AOC.1****Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures*****(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)*****Part "A": Subsidiaries****(Information in respect of each subsidiary to be presented with amounts in Rs)**

Name of the subsidiary	Ladam Homes Private Limited
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 01, 2019 to March 31, 2020
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Rs.
Share capital	95,18,650
Reserves & surplus	8,41,49,117
Total assets	24,38,34,482
Total Liabilities	24,38,34,482
Investments	-
Turnover	76,31,92,451
Profit before taxation	2,17,63,455
Provision for taxation	58,04,471
Profit after taxation	1,59,58,984
Proposed Dividend	-
% of shareholding	52.53

Notes: The following information shall be furnished at the end of the statement:

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

Part "B": Associates and Joint Ventures
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Lacon India Ltd	Ladam Steels Ltd	Ladam Foods Pvt. Ltd	Ladam Flora Pvt. Ltd	Spearhead Metals & Alloys
1. Latest audited Balance Sheet Date	March 31, 2020	March 31, 2020	March 31, 2020	March 31, 2020	March 31, 2020
2. Shares of Associate/Joint Ventures held by the company on the year end					
No. of shares	3,00,000	18,08,400	2,50,000	50,000	19,62,100
Amount of Investment in Associates/Joint Venture	30,00,000	1,80,84,000	25,00,000	5,00,000	1,96,21,000
Extend of Holding %	38.36%	24.50%	49.88%	30.81%	20.42%
3. Description of how there is significant influence					
4. Reason why the associate is not consolidated					
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	-2,76,637	-4,84,43,994	-2,36,91,999	1,33,93,874	-20,71,264
6. Profit / Loss for the year	-77,548	-28,22,593	-70,007	-2,09,622	-6,43,918
i. Considered in Consolidation	Yes	Yes	Yes	Yes	Yes
i. Not Considered in Consolidation					

- Names of associates or joint ventures which are yet to commence operations. - NIL
- Names of associates or joint ventures which have been liquidated or sold during the year. - NIL

Note : This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For Ladam Affordable Housing Limited

Sd/-
Sumesh B Aggarwal
Director
00325063

Sd/-
Jayaprasad Pillai
Director
01560300

DATE: July 31, 2020

PLACE: Thane

List of Subsidiaries, Joint Ventures and Associate Companies as on 31st March, 2019

Sr. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of Shares Held	Applicable Section
1	Ladam Homes Pvt. Ltd Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604.	U45200MH1995PTC089247	Subsidiary	52.53 %	2(87)
2	Lacon India Ltd Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604.	U99999MH1993PLC071265	Associate	38.36%	2(6)
3	Ladam Steels Ltd Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604.	U27100MH1983PLC030119	Associate	24.50%	2(6)
4	Ladam Foods Pvt. Ltd. Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604	U99999MH1994PTC082597	Associate	49.88%	2(6)
5	Ladam Flora Pvt. Ltd. Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604	U99999MH1994PTC083456	Associate	30.81 %	2(6)
6	Spearhead Metals & Alloys Ltd. Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604	U27109MH1990PLC056088	Associate	20.42%	2(6)

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

Date: July 31, 2020
Place: Thane

Sd/-
Mr. Sumesh Aggarwal
Director
00325063

Sd/-
Mr. Jayaprasad Pillai
Director
01560300

Annexure -C
Particulars of Loans, Guarantees or Investments Made Under Section 186 of The Companies Act, 2013

Name of Party	Amt (Rs.)	Nature of Transaction	Date
Ladam Homes Pvt. Ltd.	Rs. 15 Cr.	At the request of Ladam Homes Pvt. Ltd., the Company has given Corporate Guarantee in favor of AU Small Finance Bank Ltd. to avail the total credit facilities amounting to Rs. 15 Cr. Extended by said Bank.	30/11/2018
Ladam Homes Pvt. Ltd.	Rs. 3.5 Cr	Modification of Earlier Charge of Rs. 15 Cr.	30/03/2019

Annexure - D
Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: Loan Given to its associate Companies.

(a) Name(s) of the related party and nature of relationship:

Ladam Steels Ltd	Associate Company
Lacon India Ltd.	Associate Company
Ladam Flora Pvt. Ltd.	Associate Company
Ladam Foods Pvt. Ltd.	Associate Company

(b) Nature of contracts/arrangements/transactions: Loan Given/ Guarantee given for the Loan of Subsidiary Company.

(c) Duration of the contracts / arrangements/transactions: N/A

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

(e) Justification for entering into such contracts or arrangements or transactions: Loan given to Associate company in ordinary course of business

(f) date(s) of approval by the Board: 14th August, 2019

(g) Amount paid as advances, if any: N/A

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: 30th September, 2019

2. Details of material contracts or arrangement or transactions at arm's length basis

(a) Name(s) of the related party and nature of relationship: N/A

(b) Nature of contracts/arrangements/transactions: N/A

(c) Duration of the contracts / arrangements/transactions: N/A

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

(e) Justification for entering into such contracts or arrangements or transactions: N/A

(f) date(s) of approval by the Board: N/A

Declaration by the Whole-Time Director regarding compliance with Code of Conduct as provided under SEBI (Listing Obligations and Disclosure requirement) Regulations, 2015

As provided under SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended 31st March, 2020.

For Ladam Affordable Housing Ltd.

**Sd/-
Sumesh Aggarwal
Director
00325063**

**Date: July 31, 2020
Place: Thane**

Certification by Wholetime Director and Senior Management

I, Mr. Sumesh Aggarwal, Whole time Director & Chief Executive Officer in our capacity as Senior Management Executive of the Company hereby certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March 2020 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable Laws and Regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for the financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the Auditor's and the Audit committee:

- a) significant changes in internal control over financial reporting during the year;
- b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- c) Instances of significant fraud of which we have become aware 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.

For Ladam Affordable Housing Ltd.

**Sd/-
Sumesh Aggarwal
Director
00325063**

**Date: July 31, 2020
Place: Thane**

Management Discussions and Analysis forming part of Directors' Report for the year ended 31st March 2020.**Industry Structure and Development**

The Company is in real estate business. The primary focus of the Company in real estate is on affordable housing for masses. The Company's focus is to construct more than 5000 affordable homes by utilizing its existing land. The approvals will take longer than expected time due to the COVID-19 pandemic and consequent Lock down and this will delay the launch of the project.

Opportunities & threats

India maintained its growth momentum on the foundation of relatively strong fundamentals of the economy. With the enforcement of RERA, we believe there is opportunity for more impactful business development. The Company does not foresee any big threat, but future is not predictable due to various reasons such as changes in government policies, funding problem which may impact profitability & effect the attractiveness of the sector & companies operating within the sector however the Company has strong intellectual manpower to averse the risk & threat.

Outlook

The real estate Industry was already reeling under a cyclical downturn before COVID-19 and the impact of COVID-19 has been severe on the Industry. We are looking to develop an Affordable Housing Project and the impact of COVID-19 in the short to medium term will mean lowered purchasing power in the hands of the people leading to lower demand. In the longer term, 9 to 12 months hence, we see a revival in the demand as now people are more likely to invest in owned homes instead of looking to rent homes. So also, the recent cuts in interest rates will translate into lower cost of borrowing for home buyers making the home purchase option more attractive.

Accounting Treatment

There is no change in Accounting Treatment in preparation of Financial Statements as compared to last financial year.

Risk and Concerns

The Company considers good corporate governance as a pre-requisite for meeting the needs and aspiration of its shareholders. The main risk to the Company which may arise is mainly due to Government policies and decisions, Market Fluctuations in prices of shares & securities, Exchange rate fluctuations, Investment decisions, increased completion from local and global players operating in India, etc.

Segment wise Performance

The Company is presently a real estate company operating in one segment. Therefore, performance of the Company has to be seen in overall manner.

Internal control System and their Adequacy

The Company has developed adequate internal control system commensurate to its size and business. The Company has appointed the Internal Auditors, an outside independent agency to conduct the internal audit to ensure adequacy of internal control system,

compliance of rules and regulations of the country and adherence to the management policies.

Financial Performance with respect to Operational Performance

The Company has registered a turnover of Rs. 5.82 Lacs and incurred Loss before depreciation and tax of Rs. (18.74) Lacs. The depreciation provided during the year was Rs. Nil and the Net Loss for the year after depreciation and tax was Rs. (18.74) Lacs. The above turnover is out of both operational and non-operational activities. Income generated through business operations are Rs. Nil out of Rs. 5.82 lacs during the year. The profitability will be likely to be affected due to COVID- 19 in the short to medium term to the extent of the operating expenses, awaiting the approvals to commence the project.

Human Resources

The company has no workers as the project is yet to start. Most of the employees of the Company belongs to Mumbai; and they are unable to travel to the office at present. To the extent possible, they are doing work from home.

Financial Ratios

As Compared to previous year there were no significant changes of more than 25%. The Debtors turnover ratio stood at 0.91times. There were no Inventory sold out during the year. The Current Ratio stood at 1.05 times. There was approximately 4% decline in the Net worth as compared with previous year figure.

Disclosure by the Senior Management Personnel i.e. one level below the board including all HOD's

None of the senior Management Personnel has financial and commercial transaction with the Company, where they have personal interest that would have a potential conflict with the interest of the Company at large.

Cautionary statement

The statements in this management discussion and analysis describing the outlook may be "forward looking statement" within the meaning of applicable laws and regulations. Actual result might differ substantially or materially from those expected due to the developments that could affect the company's operations. The factors like significant change in political and economic environment, tax laws, litigation, technology, fluctuations in material cost etc. may deviate the outlook and result.

Ladam Affordable Housing Limited

Sd/-

Sumesh Aggarwal

Director

00325063

Registered Office:

Ladam House, C-33,
Opp. ITI, Wagle Industrial Estate,
Thane (W) – 400 604.

Date: **July 31, 2020**

Place: Thane

CORPORATE GOVERNANCE REPORT

OUR COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company believes that good Corporate Governance is an important component in enhancing Stakeholder's value and it emerges from the application of the best and sound management practices and compliance with Law coupled with adherence to the highest standards of transparency and business ethics. The Company is committed in its responsibility towards the community and environment in which it operates, towards its employees and business partners and towards Society in general.

The Company is in compliance with the Corporate Governance requirement as enshrined in the Companies Act, 2013 read with Rules made thereunder, SEBI (LODR) Regulations, 2015 (Listing Regulations) and other applicable Laws. As a Company, We believe in implementing Corporate Governance Practices that go beyond meeting the letter of Law.

Board Of Directors

In terms of the Company's Corporate Governance Policy, all Statutory and other Significant and material information are placed before the Board to enable it to discharge its responsibility of strategic supervision of the Company as trustees of Shareholders.

Independence Directors

All Independence Directors on the Board are Non-Executive Directors. The maximum tenure of the Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of Independence as mentioned under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations.

Familiarisation

In terms of the provisions of Regulation 25 of Listing Regulations, your Company has framed a Familiarisation Programme for Independent Directors of the Company. The Familiarisation Programme aims to enable the Independent Directors to understand their roles, rights, responsibilities in the Company, nature of the Industry in which the Company operates and its business in dept etc. The details of the Familiarisation programmes held for Independent Directors during F.Y. 2019-20 are also available on the website of the Company and can be accessed at <http://www.ladamaffordablehousing.com/code%20of%20conduct/2.%20Familiarization%20Program%20for%20Independent%20Directors.pdf>

Composition of the Board

Composition of the Board of Directors is in conformity with the requirements prescribed under the Act and Listing Regulations. As on the date of this Report, your company's Board comprises of four directors out of which two are Independent Directors including one Women Directors.

Composition of Board as on 31st March, 2020 are provided below:

Name of Directors	DIN	Category
Mr. Sumesh Aggarwal	00325063	Promoter, Chairman and Executive Director
Mr. Ashwin Kumar Sharma	05143846	Non- Executive Director
Mr. Jayaprasad Pillai	01560300	Independent Director
Mrs. Yamini Sejpal	08259325	Independent Women Director

Notes:

Further, Pursuant to applicable provisions of the Act, Mr. Sumesh Aggarwal, Executive Director of the Company, retires by rotation in ensuing Annual General Meeting of the Company and being eligible offers himself for re-appointment. Details of Directors retiring or being appointed/ re-appointed as required under applicable laws are disclosed in the Notice of ensuing Annual General Meeting.

In terms of the provisions of Section 184 of the Act, the Directors presented necessary disclosures regarding the positions held by them on the Board and/ or Committees or other public and/ or private companies, from time to time. On the basis of such disclosures, it is confirmed that, as on the date of this Report, none of the Directors of your company holds directorship in more than 20 Companies of which directorship in public companies does not exceed 10 in line with provisions of Section 165 of the Act or is a member of more than 10 Committees or Chairperson of more than 5 Committees across all the public companies (Listed or Unlisted) in which he/ she is a Director.

The Company has also obtained a Certificate from M/s. A G Ranade & Associates, Company Secretaries, that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India, Ministry of Corporate Affairs or any such Statutory Authority. The Said Certificate forms part of this Report .

The details of each Director along with the number of Directorship(s)/ Committee Membership(s)/ Chairmanship(s) and their shareholding in the Company as on March 31, 2020 are provided herein below:

Name of Director	No. of Directorship in other Companies	Shareholding in the Company	No. of Committees in which Member or Chair Person		No. of Membership(s)/ Chairmanship(s) of Audit Committee/ Stakeholders Relationship Committee of other Public Limited Company	Names of the Listed entity (ies) in which the Director holds Directorship(s)
			Member	Chairperson		
Mr. Sumesh Aggarwal	2	44,72,729	2	0	0	-
Mr. Jayaprasad Pillai	3	0	3	3	0	-
Mr. Ashwin Kumar Sharma	2	0	3	0	0	-
Mrs. Yamini Sejpal	0	0	3	0	0	-

Details of Meetings of the Board of Directors and Annual General Meeting held during the year under review, along with attendance of Directors at each meeting.

The Board meets at regular intervals to discuss and decide on business strategies/ policies and review the financial performance of the Company and its subsidiary companies. The Notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in some cases tabled at the meeting with the approval of the Board.

The Board of Directors of your Company met 4 times during 2019-20 i.e. on 28th May, 2019, 14th August, 2019, 14th November, 2019, 13th February, 2020. The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days as stipulated under Section 173(1) of the Act and Regulation 17(2) of the Listing Regulations and the Secretarial Standards issued by Institute of Company Secretaries of India.

The details of attendance of Directors at each meeting of the Board and at the Annual General Meeting of the Company held on 30th September, 2019, are provided herein below:

Director	No. of Board Meeting attended	Attendance at Last AGM
Mr. Sumesh Aggarwal	4	Yes
Mr. Jayaprasad Pillai	4	Yes
Mr. Ashwin Kumar Sharma	4	Yes
Mrs. Yamini Sejpai	4	Yes

Core Competence Of The Board Of Directors

The Board of Directors of the Company has identified the following Core Competencies that it must possess considering the nature of the business and the sector in which the company operates. Following are such identified competencies/ skills:

- a) Technical Competencies
- b) Professional Competencies
- c) Behavioural Competencies
- d) Marketing Competencies

Committees of the Board

The Board of Directors have constituted its Committees to deal with the specific areas which require a closer review. The Board Committees are formed with the approval of the Board of Directors and they function under their respective terms of references. The Board Committees meet at regular intervals as and when required and take necessary steps to perform its duties entrusted by the Board. The Board of Directors of the Company has constituted three Committees of the Board as follows:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee.

Audit Committee

The Board has constituted Audit Committee which acts as a link between the management, Statutory and Internal Auditors and the Board. The Composition, quorum and terms of reference of the Audit Committee are in accordance with Section 177 of the Act and Regulation 18 of the Listing Regulations. All the members of the Committee are financially literate and possess expertise in the fields of finance, taxation etc. The Committee is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process.

Composition and Attendance

Composition of the Audit Committee is in line with Section 177 of the Act and Regulation 18 of the Listing Regulations. During the Financial Year 2019-20, the Committee met four times i.e. on 28th May, 2019, 14th August, 2019, 14th November, 2019, 13th February, 2020.

The maximum time gap between any two consecutive meetings did not exceed one hundred and twenty days.

The Details of Composition and meetings attended by Members during the Financial Year 2019-20 are given below:

Name of Members	Category	No. of Meetings held during the tenure	No. of Meetings attended during the tenure
Mr. Jayaprasad Pillai	Independent Director (Chairperson)	4	4
Mrs. Yamini Sejpal	Independent Director	4	4
Mr. Sumesh Aggarwal	Executive Director	4	4

Brief Description of Terms of Reference

The terms of reference of the Audit Committee are in terms of applicable provisions of the Act and Regulation 18 read with part C of Schedule II of the Listing Regulations. It can be accessed from Company's Website i.e. www.ladamaffordablehousing.com. And it can be accessed at <http://www.ladamaffordablehousing.com/code%20of%20conduct/New%20file/LAHL%20Terms%20of%20Reference%20of%20Committee.pdf>

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board of your Company has duly constituted Stakeholders' Relationship Committee in line with Section 178 of the Act and Regulation 20 of Listing Regulations. The Composition, quorum and terms of reference of the Stakeholders' Relationship Committee are in accordance with Section 178 of the Act and Regulation 20 of the Listing Regulations.

Composition and Attendance During the Financial Year 2019-20, the Committee met two times i.e. on 28th May, 2019, 14th August, 2019. The Details of Composition and meetings attended by Members during the Financial Year 2019-20 are given below:

Name of Members	Category	No. of Meetings held during the tenure	No. of Meetings attended during the tenure
Mr. Jayaprasad Pillai	Independent Director (Chairperson)	2	2
Mr. Ashwin Kumar Sharma	Non-Executive Director	2	2
Mr. Sumesh Aggarwal	Executive Director	2	2

Terms of Reference of Stakeholders Relationship committee

The terms of reference of the Stakeholders' Relationship Committee are as follows:

1. Consider and approve issue of share certificates (including issue of renewed or duplicate share certificates), transfer and transmission of securities, etc.;
2. Resolving the grievances of the security holders of the listed entity including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
3. Review of measures taken for effective exercise of voting rights by shareholders;
4. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent; and
5. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/ annual reports/ statutory notices by the shareholders of the company.

Name and Designation of Compliance Officer

Ms. Mohini Budhwani, Company Secretary is the Compliance Officer of the Company. The details of the Shareholder's Compliants received and disposed off during the year under review are as under:

Investor Compliants pending at the beginning of FY 2019-20	0
Received during the year	0
Resolved during the year	0
Investor Compliants pending at the end of FY 2019-20	0

All the complaints received during the year were resolved to the satisfaction of the respective shareholders.

Nomination And Remuneration Committee

The Board of your Company has duly constituted Nomination and Remuneration Committee in line with Section 178 of the Act and Regulation 19 of Listing Regulations. The Composition, quorum and terms of reference of the Nomination and Remuneration Committee are in accordance with Section 178 of the Act and Regulation 19 of Listing Regulations.

Composition and Attendance

During the Financial Year 2019-20, the Committee met once i.e. on 28th May, 2019. The Details of Composition and meetings attended by Members during the Financial Year 2019-20 are as follows:

Name of Members	Category	No. of Meetings held during the tenure	No. of Meetings attended during the tenure
Mr. Jayaprasad Pillai	Independent Director (Chairperson)	1	1
Mr. Ashwin Kumar Sharma	Non-Executive Director	1	1
Mrs. Yamini Sejpal	Independent Director	1	1

Terms of reference

The terms of reference of the Nomination and Remuneration Committee are as follows:

1. To formulate a criteria for determining qualifications, positive attributes and independence of a Director;
2. To recommend to the Board the appointment and removal of Senior Management;
3. To carry out evaluation of Director's performance and recommend to the Board appointment/ removal based on his/ her performance;
4. To recommend to the Board on (i) policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management, (ii) Executive Directors remuneration and incentive and (iii) all remuneration, in whatever form, payable to senior management;
5. To make recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or

- termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract;
6. ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
 7. To devise a policy on Board diversity;
 8. To develop a succession plan for the Board and to regularly review the plan;
 9. To formulate policy for nomination and remuneration of directors and senior management to ensure that: (i) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors/ KMPs of the quality required to run the Company successfully; (ii) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and (iii) remuneration to Directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals;
 10. To formulate the terms and conditions of the Employee Stock Option Plan, to administer and implement the said plan, to determine number of Options to be granted, to determine vesting and/or lock-in-period, etc. and to perform such functions as are required to be performed by the Committee under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended from time to time; and
 11. Recommend to the board, all remuneration, in whatever form, payable to senior management.

Terms of Conditions of Appointment of Independent Directors

The detailed terms of Conditions of Appointment of Independent Directors are available on Company's Website i.e. www.ladamaffordablehousing.com.

GENERAL BODY MEETINGS

A. Annual General Meetings

Details of last three Annual General Meetings of the Company along with details of Special Resolutions passed at such AGM's are tabled herein below:

Location: TSSIA House, Gr Floor P-26, Road No 16/T Wagle Industrial Estate, Thane (W) – 400 604.

Date	Time	Particulars of Special Resolutions
28 th September 2017	11.45 a.m.	Nil
27 th September 2018	12.00 Noon	Nil
30 th September 2019	09.30 a.m.	Nil

B. Postal Ballot

During the year under review, the Company has not conducted postal ballot.

Disclosures:**1. Related Party Transactions**

During the financial year 2019-20, the Company has not entered into any materially significant related party transaction, which could have a potential conflict of interest between the Company and its Promoters or Directors or Management or their relatives, or subsidiaries other than the transactions carried out in the normal course of business. The related party transactions are disclosed in Notes to Accounts. A copy of the policy on dealing with Related Party transactions has been posted on Company's Website and it can be accessed at <http://www.ladamaffordablehousing.com/code%20of%20coundect/New%20file/LAHL%20Related%20Party%20Transactions%20Policy.pdf>

2. Compliances by the Company

The Company has complied with the applicable requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets and no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authorities relating to the capital markets during the last three years.

3. Whistle Blower Policy/ Vigil Mechanism

Pursuant to Section 177(9) and (10) of the Act and Regulation 22 of Listing Regulations, the Company has formulated Whistle Blower Policy/ vigil mechanism for Directors and employees to report to the management about the unethical behaviour, fraud or violation of Company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in exceptional cases. None of the personnel of the Company has been denied access to the Audit Committee. It can be accessed at <http://www.ladamaffordablehousing.com/code%20of%20coundect/LAHL%20Whistle%20Blower%20policy.pdf>

4. Disclosure of Accounting Treatment

The financial statements of the Company have been prepared in accordance with applicable Indian Accounting Standards (Ind AS) referred to in Section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

5. Details of compliance of mandatory requirements and adoption of non-mandatory requirements

Your Company has complied with all mandatory requirements of Listing Regulations relating to Corporate Governance.

In addition, your company also strives to adhere and comply with the following discretionary requirements specified under Regulation 27(1) and Part E of the Schedule II of Listing Regulations, to the extent applicable.

- **Audit Report:** Statutory Auditors of your company has not raised any qualification/ modified opinion on its financial statements since last 3 years (including the financial year under review).
- **Reporting of Internal Auditor:** In accordance with the provisions of Section 138 of the Act, the Company has appointed an Internal Auditor who directly reports to the Audit Committee. Quarterly Internal Audit Reports are submitted to the Audit Committee which reviews the audit reports and suggests necessary actions.

6. Subsidiaries

The Company monitors performance of the subsidiary companies, inter-alia, by following means:

- a. Financial statements, in particular the investments made by unlisted subsidiary companies are reviewed quarterly by the Audit Committee of the Company.
- b. Minutes of the meeting of Board of Directors of all subsidiary companies are placed before the Company's Board regularly.
- c. A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary companies is placed before the Company's Board/ Audit Committee.
- d. Quarterly review of Risk Management process by Audit Committee/ Board.

7. Details of utilisation of funds raised through preferential allotment or Qualified Institutions Placement as specified under Regulation 32(7A) of Listing Regulations

During the year under review, your Company has not raised any proceeds from preferential issue or qualified institutions placement as specified under Regulation 32(7A) of Listing Regulations.

8. Certificate from a Company Secretary in Practice

The Company has availed a certificate from M/s. A G Ranade & Associates, Company Secretaries in Practice that none of the Directors on the Board of your Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any other Statutory Authority. Said Certificate is annexed herewith as part of this Report.

9. Disclosure in relation to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013

Company has complied with provisions relating to constitution of internal compliance committee under this act. The Company had not received any complaint under the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013. There are no complaints pending as at the end of FY 2019-20.

10. Commodity Price risks and commodity hedging activities

The Company has adequate risk assessment and minimization system in place including for commodities. The Company does not have material exposure of any commodity and accordingly, no hedging activities for the same are carried out.

11. Means of Communication

Quarterly Results/ half yearly/ annual results along with the Limited Review/ Auditors Report thereon are filed with BSE Limited at their respective electronic platforms i.e BSE Corporate Compliance & Listing Centre, so as to enable them to display the same on their respective websites. The aforesaid results are also published in Business Standard, All edition and Navshakti, Marathi vernacular daily newspaper and are also posted on the Company's Website i.e. <http://www.ladamaffordablehousing.com/about.html>

12. Where the board has not accepted recommendation(s) of any Committees

During the year under review, all the recommendations made by all the Committees, which are mandatorily required, have been duly accepted by the Board of Directors.

13. Details of total fees paid to Statutory Auditors

Total Fees Paid to the Auditors is Rs. 1 Lakh P.a.

GENERAL SHAREHOLDERS INFORMATION

In terms of the provisions of the Point 9 of Part C of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, General information of your company for reference of the Shareholders is provided as under:

CIN	L65990MH1979PLC021923
Registered Office Address	C-33, Ladam House, Wagle Industrial Estate, Thane West-400604.
Date, Time and Venue of Annual General Meeting	Monday, 30 th September, 2019 at 09.30 a.m at TSSIA House, Gr Floor P-26, Road No 16/T Wagle Industrial Estate, Thane (W) - 400 604.
Financial Year	2019-20
Dividend Payment	NA
Listing on Stock Exchanges	BSE Limited, phiroze jeejeebhoy Towers, Dalal Street, Mumbai-400001.
Stock Code	540026
RTA	Purva Share registry India Private Limited. Address: Unit no. 9 Shiv Shakti Ind. Estt. J.R. Boricha marg, Lower Parel (E) Mumbai 400 011 Tel No: 91-22-2301 6761 / 8261 Email: support@purvashare.com

DEMATERIALISATION OF SHARES

The Company's shares are compulsorily traded in dematerialized form and are available for trading on both the Depositories, viz. National Securities Depository Ltd. ("NSDL") and Central Depository Services (India) Ltd. ("CDSL").

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2020

No. of Equity Shares held	No. of Shareholders	No. of Shares held	% of Total shares
1-500	1140	311095	1.699545
501-1000	736	618528	3.379085
1001-2000	401	686856	3.752368
2001-3000	100	263638	1.440283
3001-4000	63	233240	1.274215
4001-5000	146	651940	3.561618
5001-10000	68	498663	2.72425
10000 and above	48	15040640	82.16864
Total	2702	18304600	100.00

CATEGORY- WISE SHAREHOLDING PATTERN OF THE COMPANY AS ON MARCH 31, 2020:

Sr. No.	Category of Shareholder	No. of Shareholders	Total No. of Shares	Percentage
1.	Shareholding of Promoter & Promoter Group	3	10769729	58.84
2.	Public Shareholding:			
a.	Institutions	-	-	-
b.	Non Institutions	2699	7534871	41.16
	Total Public Shareholding	2699	7534871	41.16
3.	Shares held by Custodians and against which the depository receipts have been issued			
	Total of (1)+(2)+(3)	2702	18304600	100

MARKET PRICE DATA AND PERFORMANCE IN COMPARISON TO BROAD BASED INDICES

Month-Year	BSE		BSE Closing Sensex
	High	Low	
April 2019	2.70	2.50	39,031.55
May 2019	2.55	2.43	39,714.20
June 2019	2.53	2.42	39,394.64
July 2019	2.64	2.30	37,481.12
August 2019	3.50	2.77	37,332.79
September 2019	3.67	3.67	38,667.33
October 2019	-	-	40,129.05
November 2019	4.04	3.85	40,793.81
December 2019	4.24	4.04	41,253.74
January 2020	4.90	4.24	40,723.49
February 2020	5.09	4.60	38,297.29
March 2020	5.10	3.09	29,468.49

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As Stipulated by SEBI, a Qualified Practicing Company Secretary i.e. A G Ranade & Associates carries out Secretarial Audit to reconcile the total admitted capital with CDSL & NSDL and total number of issued and listed capital. This Audit is carried out every Quarter and the report thereon is submitted to the Stock Exchange where is the Company's shares are listed.

CODE OF CONDUCT

The Company has adopted the code of conduct and ethics from Directors and Senior Management. The Code has been placed on the Company's Website www.ladamaffordablehousing.com.

Mr. Sumesh Aggarwal

**Sd/-
Director**

Mr. Jayaprasad Pillai

**Sd/-
Director**

CERTIFICATE OF CORPORATE GOVERNANCE

To,

The Members,

Ladam Affordable Housing Ltd.

C-33, Road No. 28,

Ladam House, Thane- 400604

Re: Certificate of Corporate Governance

We have examined the compliance of corporate governance by Ladam Affordable Housing Ltd. for the year ended on 31st March, 2020 as stipulated in Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called "Listing Regulations").

The Compliance of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance 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 of Corporate Governance as stipulated in the provisions as specified in Part C of Schedule V of the Listing Regulations.

We further 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.

Place: Mumbai

Date: August 26, 2020

For I.P Mehta & Co.

Chartered Accountants

Sd/-

I.P Mehta

Partner

Membership No.034609

Firm Regn No. 138699W

UDIN : 20034609AAAAEJ8259

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Ladam Affordable Housing Limited,
Plot No. C-33, Road No. 28,
Wagle Inds. Estate, Thane – 400 604

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ladam Affordable Housing Limited having CIN L65990MH1979PLC021923 and having registered office at Plot No. C-33, Road No. 28, Wagle Inds. Estate, Thane – 400 604 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	Sumesh Bharat Bhushan Agarwal	00325063	01/04/1992
2	Ashwin Kumar Suresh Kumar Sharma	05143846	12/12/2013
3	Jayaprasad Pillai	01560300	03/01/2007
4	Yamini Birju Sejpal	08259325	12/11/2018

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

Signature : Sd/-
Name of the Company Secretary : Ajay Ranade
A G Ranade & Associates
Company Secretaries,
Address: 2, Gr Fl, B Wing, Om Sai Prasad Bldg, Shivaji
Nagar,
Thane (W) – 400 601.

Membership no. : FCS 6199
CP no. : 6231
ICSI UDIN : F006199B000633925

Place: Thane
Date: 31st July, 2020

INDEPENDENT AUDITOR'S REPORT**To the members of "Ladam Affordable Housing Limited"****Report on the Audit of the Standalone Financial Statements of Ladam Affordable Housing Limited****Opinion**

We have audited the accompanying standalone financial statements of **LADAM AFFORDABLE HOUSING LIMITED** ("the Company"), which comprise the Balance Sheet as at **31/03/2020**, the Statement of Profit and Loss (including Other Comprehensive Income), the statement of changes in equity and the statement of cash flows ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and profit and Loss and Other total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA's") specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Corporate Guarantee given on behalf of Ladam Homes Pvt. Ltd. (subsidiary) enhanced by Rs. 3.50 Crores. LHPL, a subsidiary of LAHL, which had taken a loan of Rs. 15 Crores from AU Small Finance Bank Ltd. had taken a further to pup loan of Rs. 3.50 Crores. For the said loan, LAHL had given an additional Corporate Guarantee of Rs. 3.50 Crores to the said bank. However, LHPL had also fully repaid the loan as on 31.03.2020 but still the charge is still showing 'Open' in ROC records.

Auditor's Response

Principal Audit Procedures adopted by us included the reading and analyzing the sanction letter of the abovementioned loan w.r.t. the requirement and conditions of such guarantee. We had also analyzed the share holding pattern of LHPL to ascertain the amount of guarantee required to be given by LAHL.

We have also requested the company to close the charge, which is standing for the abovementioned loan.

2. GST input Tax credit capitalized to WIP

GST rates for Affordable Housing Scheme were changed to 1% with effect from 01.04.2019 without allowing any input tax credit.

Auditor's Response

Hence we have capitalized the whole tax credit till Mar'19, of Rs. 7,31,284 to WIP and added to the cost of inventory.

Responsibility of management for the standalone 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 financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, (changes in equity) and cash flows of the Company in accordance with the Ind AS and the other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the company's financial reporting process.

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such

disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication. Scope of Limitation due to Covid-19

Due to Covid-19 lockdown, there were constraints in carrying out the audit procedures. The registered office of the company is in Thane, which has been a Covid-19 hotspot for over a couple of months. Moreover, due to travel restriction we could not conduct the audit at registered office of the company. The audit was conducted online and scanned copies of all the required documents were shared by the company.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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.

- a) 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;
- b) 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;
- c) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- d) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.

- e) 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 A".
- f) 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 did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date : 31/07/2020
Place : Nagpur

For DP Sarda & Co
Chartered Accountants
FRN: 117227w

sd/-

CA Mukund Sarda
MRN : 149588
UDIN20149588AAAAABR1907

Annexure A” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of “Ladam Affordable Housing Limited”**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 LADAM AFFORDABLE HOUSING LIMITED (“The Company”) as of March 31, 2020 in conjunction with our audit of the standalone 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 amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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 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, 2020, 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 D P Sarda & Co
Chartered Accountants
FRN: 117227w

Date : 31/07/2020
Place : Nagpur

sd/-
CA Mukund Sarda
MRN : 149588
UDIN20149588AAAABR1907

Reports under The Companies (Auditor's Report) Order, 2016 (CARO 2016) for the year ended on 31st March, 2020

To,

The Members of LADAM AFFORDABLE HOUSING LIMITED

(i) In Respect of Fixed Assets

(a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

(ii) In Respect of Inventories

There is only Work-in-Progress. Physical verification of such WIP has been conducted at reasonable intervals by the management.

(iii) Compliance under section 189 of The Companies Act, 2013

According to the information and explanations given to us, the Company has granted unsecured loans to some body corporate (mentioned below), covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:

(a) In our opinion and according to the information and explanation given to us, no interest is charged on the loans and other terms and conditions for such loans are not prima facie prejudicial to the interest of company.

(b) As informed by the management, the loans granted are repayable on demand. The company has not demanded repayment of such loan during the year, thus, there has been no default on the part of the parties to whom the money has been lent.

(c) There is no overdue amount remaining as at the year-end.

Sr. No.	Name of the Party	Relationship	Outstanding balance in Rs.
1	Lacon India Ltd.	Associate Company	1,11,161
2	Ladam Flora Pvt. Ltd.	Subsidiary Company	4,81,999
3	Ladam Foods Pvt. Ltd.	Subsidiary Company	1,65,64,949
4	Ladam Steels Ltd.	Associate Company	3,54,12,122
5	Ram Kishan Metal Works (Bom)	Significant influence in Partnership firm	1,85,77,994
6	Spear Head Metal & Alloys Ltd.	Associate Company	11,54,317

(iv) Compliance under section 185 and 186 of The Companies Act , 2013

In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable. A Corporate Guarantee of Rs. 18.5 Crores has been given on behalf of subsidiary Ladam Homes Pvt Ltd. To AU Small Finance Bank.

(v) Compliance under section 73 to 76 of The Companies Act, 2013 and Rules framed thereunder while accepting Deposits

The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2020 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

(vi) Maintenance of cost records

The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.

(vii) Deposit of Statutory Dues

(a) The company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, sales, tax wealth tax, service tax, custom duty, excise duty, cess and other statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

(b) There is no dispute with the revenue authorities regarding any duty or tax payable.

(viii) Repayment of Loans and Borrowings

The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.

(ix) Utilization of Money Raised by Public Offers and Term Loan For which they Raised

The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans, during the period of audit and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.

(x) Reporting of Fraud During the Year

To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) Managerial Remuneration

In our opinion and according to the information and explanations given to us, since company had incurred losses during the previous financial year 2019-20 and hence the company has neither provided for nor paid any remuneration to its Directors. Hence, it is complied with the provisions of section 197 read with Schedule V to the Act.

(xii) Compliance by Nidhi Company Regarding Net Owned Fund to Deposits Ratio

The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.

(xiii) Related party compliance with Section 177 and 188 of companies Act - 2013

In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) Compliance under section 42 of Companies Act - 2013 regarding Private placement of Shares or Debentures

During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company

(xv) Compliance under section 192 of Companies Act - 2013

In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) Requirement of Registration under 45-IA of Reserve Bank of India Act, 1934

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

Date : 31-07-2020

Place : Nagpur

FOR D P Sarda & Co
Chartered Accountants
FRN 117227w

sd/-

CA Mukund Sarda
MRN 149588
UDIN20149588AAAABR1907

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Statement of Balance sheet at March 31, 2020

Amount in Rs.

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
A ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	2	19,21,09,750	19,21,09,750
(b) Capital WIP	2	20,30,278	20,30,278
(c) Financial Assets			
(i) Investments	3	5,38,81,491	7,43,81,010
(ii) Other Financial Assets			-
(d) Advance Income Asset (Net)			-
(e) Other Non Current Assets			-
Total Non - Current Assets		24,80,21,519	26,85,21,038
2 Current assets			
(a) Inventory		1,14,63,896	91,52,675
(b) Financial Assets			
(i) Other financial assets	4	7,59,16,043	8,04,74,823
(ii) Trade receivables		-	-
(iii) Cash and cash equivalents	7	1,30,534	37,030
(c) Current Tax Asset (net)	6	-	-
(d) Other current assets	5	60	8,060
Total Current Assets		8,75,10,533	8,96,72,588
Total Assets (1+2)		33,55,32,052	35,81,93,626
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share capital	8	9,15,23,000	9,15,23,000
(b) Other Equity	SOCIE	15,79,60,828	18,06,58,835
Total equity (I)		24,94,83,828	27,21,81,835
LIABILITIES			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	10	-	-
(ii) Trade Payables	11	-	-
(iii) Other Financial Liabilities	13	10,00,000	10,00,000
(b) Other Liabilities	14	-	-
Total Non - Current Liabilities		10,00,000	10,00,000
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowing	10	8,33,68,465	8,30,44,548
(ii) Trade payables	11	10,84,928	14,37,485
(iii) Other financial liabilities	13	-	3,640
(b) Other current liabilities	14	-	-
(c) Provisions	12	5,94,830	5,26,117
Total Current Liabilities		8,50,48,223	8,50,11,790
Total Equity and Liabilities (1+2+3)		33,55,32,052	35,81,93,626

The accompanying notes are an integral part of these financial statements

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

Sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAABR1907

For and on behalf of the Board of Directos of

Ladam Affordable Housing Limited

Sd/-

Sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

Sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Date: 31.07.2020

Ashwin Sharma

(Director)

(DIN : 05143846)

Sd/-

Rajesh Mukane

CFO

Statement of Profit and Loss For the year ending March 31, 2020

Amount in Rs.

Particulars	Notes No.	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Revenue From Operations			-
Other Income	15	10,61,095	5,81,765
Total Revenue (I)		10,61,095	5,81,765
Expenses			
Cost Of Material Consumed			-
Change In Inventory Of Finished Goods, Wip And Stock In Trade			-
Employee Benefit Expense	16	9,17,433	6,77,040
Finance Cost	17	944	118
Depreciation And Amortisation Expense	2	-	-
Other Expenses	18	17,30,637	17,78,496
Total Expenses (II)		26,49,014	24,55,654
Profit Before Exceptional Item And Interest		(15,87,919)	(18,73,889)
Exceptional Item			-
Profit Before Tax		(15,87,919)	(18,73,889)
Tax Expense: (Vi)			
Current Tax		-	-
Deferred Tax		-	-
Taxation For Prior Period		-	-
		-	-
Profit After Tax		(15,87,919)	(18,73,889)
Other Comprehensive Income			
A (I) Items That Will Not Be Reclassified To Profit Or Loss			
(B)Change In Fair Value Of Investments		(2,11,10,088)	(82,76,298)
Total Comprehensive Income For The Period			
(Comprising Profit (Loss) And Other Comprehensive Income For The Period)		(2,26,98,007)	(1,01,50,187)
Earnings Per Equity Share			
1 Basic		(0.09)	(0.10)
2 Diluted		(0.09)	(0.10)

The accompanying notes are an integral part of these financial statements

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

Sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAAABR1907

For and on behalf of the Board of Directos of

Ladam Affordable Housing Limited

Sd/-

Sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

Ashwin Sharma

(Director)

(DIN : 05143846)

Sd/-

Sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Date: 31.07.2020

Rajesh Mukane

CFO

Statement of Changes in Equity for the year ended March 31, 2020

(Amount in Rupees)

a. Equity Share Capital	As at March 31, 2020	As at March 31, 2019
Opening Balance	9,15,23,000	9,15,23,000
Issued During The Year	-	-
Closing Balance	9,15,23,000	9,15,23,000

(Amount in Rupees)

b. Other Equity	Retained Earning	Revaluation Reserve	Share Premium	Total
Balance as at April 1, 2018	14,10,86,061	2,00,00,000	3,00,11,500	19,10,97,561
Add: Profit for the year	(18,73,889)			(18,73,889)
Less: Adjustment related to MAT credit and provision	(2,88,539)	-	-	(2,88,539)
Add: Other comprehensive gain for the year	(82,76,298)	-	-	(82,76,298)
				-
Balance as at March 31, 2019	13,06,47,335	2,00,00,000	3,00,11,500	18,06,58,835
Add: Profit for the year	(15,87,919)			(15,87,919)
Less: Adjustment related to MAT credit and provision		-	-	-
Add: Other comprehensive gain for the year	(2,11,10,088)	-	-	(2,11,10,088)
				-
Balance as at March 31, 2020	10,79,49,328	2,00,00,000	3,00,11,500	15,79,60,828

The accompanying notes are forming part of the financial statements.

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

Sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAAABR1907

For and on behalf of the Board of Directors of

Ladam Affordable Housing Limited

Sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

Sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Page 61 of 100

Sd/-

Ashwin Sharma

(Director)

(DIN : 05143846)

Sd/-

Rajesh Mukane

CFO

Statement of Cash Flows
For the year ending March 31, 2020

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
	₹	₹
A Cash Flows From Operating Activities		
Profit For The Year	(14,67,919)	(1,01,50,187)
Adjustments for:		
Non Cash Income From Partnership Firm	(6,10,569)	(5,81,765)
Non Cash Gain or Loss Related to Oci	-	82,76,299
Dividend Received	(4,50,526)	-
	(10,61,095)	76,94,534
Movements In Working Capital:		
(Increase)/Decrease In Trade Receivables	-	885
(Increase)/Decrease In Inventory	(22,99,770)	(22,68,363)
(Increase)/Decrease In Other Financial Assets	45,58,780	(1,64,020)
(Increase)/Decrease In Other Assets	8,000	(5,89,233)
Increase/(Decrease) In Borrowings	-	-
Increase/(Decrease) In Trade Payables	(3,86,506)	3,70,471
(Decrease)/Increase In Other Financial Liabilities	(3,640)	(1,149)
(Decrease)/Increase In Other Liabilities	-	
Increase/(Decrease) In Provisions	(28,788)	80,619
	18,48,076	(25,70,790)
Cash Generated From Operations	(6,80,938)	(50,26,443)
Income Taxes Paid	-	
Net Cash Generated By Operating Activities	(6,80,939)	(50,26,443)
B Cash Flows From Investing Activities		
Dividend Received	4,50,526	-
Net Cash (Used In)/Generated By Investing Activities	4,50,526	-
C Cash Flows From Financing Activities		
Amount Borrowed	3,23,917	49,71,859
Net Cash Used In Financing Activities	3,23,917	49,71,859
Net Increase In Cash And Cash Equivalents	93,504	(54,584)
Cash And Cash Equivalents At The Beginning Of The Year	37,030	91,614
Cash And Cash Equivalents At The End Of The Year	1,30,534	37,030

The accompanying notes are forming part of the financial statements.

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

Sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAAABR1907

For and on behalf of the Board of Directors of

Ladam Affordable Housing Limited

Sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

Sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Date: 31.07.2020

Ashwin Sharma

(Director)

(DIN : 05143846)

Sd/-

Rajesh Mukane

CFO

Ladam Affordable Housing Limited**Notes to the financial statements****1.1 Company overview**

Pursuant to change of its name and main objects in the year 2015-16, the company intends to monetize its real estate portfolio by getting into construction of mass housing project considering affordable housing project scheme.

1.2 Authorisation of Financial Statements

The financial statements were authorised for issue in accordance with a resolution of the directors on 31st July, 2020.

1.3 Significant Accounting Policies**i) Basis of preparation of financial statements.**

The financial statements are prepared under the historical cost convention and an accrual basis in accordance with the generally accepted accounting principles (GAAP) in India, including the Indian Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. All assets and liabilities have been classified as current or non-current, wherever applicable as per the operating cycle of the company as per the guidance as set out in schedule III to the Companies Act, 2013.

ii) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are recognized in profit or loss during the reporting period, in which they are incurred.

iii) Impairment of non-financial assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset may be impaired. If any such indication exists or when annual impairment testing for an asset is required, an estimate of the recoverable amount of the asset/cash generating unit is made. Recoverable amount is higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For the purpose of assessing impairment, the recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. The smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit (CGU). An asset or CGU whose carrying value exceeds its recoverable amount is considered impaired and is written down to its recoverable amount. Assessment is also done at each balance sheet

for possible reversal of an impairment loss recognized for an asset, in prior accounting periods..

iv) Valuation of Inventories

Raw Materials and work in progress have been valued at cost and Finished Goods has been valued at Cost or Net Realizable Value, whichever is lower.

v) Investments

Fair Value of Investments in shares of various company is non-determinable by management being unlisted companies. Hence, investments have been stated at cost.

vi) Revenue Recognition

Revenue is measured at the fair value of consideration received or receivable, (net of service tax/goods and services tax/value added tax). Revenue is recognized when the amount of revenue can be reliably measured, and it is probable that future economic benefits will flow to the entity.

vii) Security Deposit

Security deposit doesn't have a determinable fixed period hence the same has not been discounted.

viii) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash on hand, amount at banks and other short-term deposits with an original maturity of three months or less that are readily convertible to known amount of cash and, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered as an integral part of the company's cash management.

ix) Miscellaneous

Creditors not payable have been waived off in current year and not in SOCIE being amount confirmed not to be paid by respective creditor in current year however same were non-payable with reason to dispute by company in earlier years. Hence, adjusted in SOCIE.

Corresponding year figures have been regrouped wherever necessary.

x) Contingent Liabilities

Company did not borrowed any amount during the year. Other Contingent Liabilities are mentioned in Note No. 20.

Note No 2 : Property , plant and equipment

Amount in Rs.

Particulars	As at March 31, 2020	As at March 31, 2019
Carrying amount of:		
Land	19,21,09,750	19,21,09,750
Total	19,21,09,750	19,21,09,750

Amount in Rs.

Particulars	Land	Building	Total	Capital WIP
Cost				
At April 1, 2018	19,21,09,750	-	19,21,09,750	20,30,278
Additions	-	-	-	-
Deletions	-	-	-	-
At March 31, 2019	19,21,09,750	-	19,21,09,750	20,30,278
Additions	-	-	-	-
Deletions	-	-	-	-
At March 31, 2020	19,21,09,750	-	19,21,09,750	20,30,278
Accumulated Depreciation/Amortisation				
At 1 April 2018	-	-	-	-
Charge for the year	-	-	-	-
Disposals	-	-	-	-
At 31 March 2019	-	-	-	-
Charge for the year	-	-	-	-
Disposals	-	-	-	-
At 31 March 2020	-	-	-	-

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Notes to the financial statements for 31st March, 2020

Note no. 3 : Investment

Amount in Rs.

Particulars	QTY	As at March 31, 2020		As at March 31, 2019	
		Current	Non Current	Current	Non Current
A. Investments in Equity Instruments					
a. Unquoted Equity Shares					
i) Subsidiaries & Associates					
Lacon India Ltd	3,00,000		3,90,000		3,90,000
Ladam Foods Pvt Ltd	2,50,000		4,50,000		4,50,000
Ladam Flora Pvt. Ltd.	50,000		-		-
Ladam Homes Pvt. Ltd.	5,00,000		2,50,000		2,50,000
Ladam Steels Ltd	18,08,400		12,83,600		12,83,600
Spearhead Metals & Alloys Ltd.	19,62,100		2,000		2,000
b. Listed Equity Shares					
Shree Pushkar Chemicals and Fertilizers Ltd	2,25,263		1,66,46,936		3,74,72,500
White Organic Agro Ltd	16,600		81,506		3,66,030
B. Investments in Partnership Firms / JV					
Ram Kishan Metal Works (Bom)			3,47,77,449		3,41,66,880
TOTAL INVESTMENTS			5,38,81,491		7,43,81,010

Note no. 4 : Other Financial Assets

Particulars	As at March 31, 2020		As at March 31, 2019	
	Current	Non Current	Current	Non Current
Naredco west foundation deposit	1,00,000		1,00,000	
Sane palli	2,00,000		2,00,000	
Anushya chande	11,000		11,000	
DP Vora	25,00,000		25,00,000	
Kashish Park Realtors	20,224		20,224	
Keynote Capitals Limited	6,862		6,862	
Saurabh Agrawal	1,75,000		1,75,000	
Spilgo Properties & Inv P Ltd	6,00,000		6,00,000	
Constacare Solutions	414		-	
Loan to Related Parties				
Lancon India Ltd.	1,11,161		91,961	
Ladam Flora Pvt. Ltd	4,81,999		3,33,899	
Ladam Foods Pvt. Ltd	1,65,64,949		1,65,47,549	
Ladam Steels Ltd	3,54,12,123		4,20,60,334	
Ram kishan Metal works(Bom)	1,85,77,995		1,78,27,995	
Spreadhead Metals and Alloys Ltd	11,54,317		-	
TOTAL	7,59,16,043	-	8,04,74,823	-

Notes To The Financials Statements For 31st March, 2020
Note No. 5 : Other Current Assets

Particulars	As at March 31, 2020	As at March 31, 2019
MAT credit	-	-
Creditors paid in advance	60	60
Advance salary	-	8,000
Total	60	8,060

Note No. 6 : Current Tax Assets

Particulars	As at March 31, 2019	As at March 31, 2019
GST Credit	-	-
Income Tax AY 2016-17	-	-
TDS Recoverable	-	-
Total	-	-

Note No. 7: Cash And Cash Equivalents

Particulars	As at March 31, 2020	As at March 31, 2019
Current Cash And Bank Balances		
(a) Bank Balances		
- In Over Draft		
- In Current Account	98,370	18,722
(b) Cash In Hand	32,164	18,308
(c) Cheques On Hand		
Total Cash And Cash Equivalent	1,30,534	37,030

Note No. 8: Equity Share Capital

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised Capital 203,00,000 Equity Shares Of Rs 5/- Each	10,15,00,000	10,15,00,000
	10,15,00,000	10,15,00,000
Issued, Subscribed And Paid Up 183,04,600 Equity Shares Of Rs 5/- Each Less: Calls In Arrears Money Received Against Share Warrant	9,15,23,000 - -	9,15,23,000 - -
	9,15,23,000	9,15,23,000

Note No. 9: Equity Share Capital
(I) Reconciliation of The Number of Shares Outstanding at The Beginning And at The End of The Year

Particulars	As at March 31, 2020	
	No. of Shares	Amount in Rs
Equity Shares		
At The Beginning of The Year	1,83,04,600	-
Add: Issued During The Year	-	-
At The End of The Year	1,83,04,600	-

(ii) Terms/Rights Attached To Equity Shares

The Company has only one class of equity shares having par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, in proportion of their shareholding.

(iii) Details of Shares Held by Each Shareholder Holding More Than 5% Shares:

Class of shares / Name of shareholder	As at March 31, 2020	
	Number of shares held	% holding in that class of shares
Equity Shares With Voting Rights:		
Bharat Bhushan Aggarwal	62,97,000	34.40%
Sumesh B Agarwal	44,72,729	24.43%

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Notes To The Financials Statements For 31st March, 2020

Note no. 10: Borrowings

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Borrowings				
Unsecured				
Kashish Park Realty Pvt. Ltd	7,85,85,615.00		6,92,40,615.00	
Spearhead Metals and Alloys Ltd	-		90,21,683.00	
Ladam Homes Pvt. Ltd	47,82,850		47,82,250	
Total	8,33,68,465.17	-	8,30,44,548.17	-

Note no. 11: Trade Payables

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Trade payables				
Dues to Micro, Small and Medium Enterprises				
Dues to Others	10,84,928		14,37,485	
Total trade payables	10,84,928	-	14,37,485	-

Amount due to "Micro or Small Enterprises" under Micro, Small and Medium Enterprises Development Act, 2006 is

Note - 12: Provisions

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Provision for Exp	5,68,777		5,08,050	
TDS on Consultation Fees	18,553		18,067	
Provision for Tax	-		-	
Profession Tax Payable	7,500			
Total Provisions	5,94,830	-	5,26,117	-

Note no. 13: Other Financial Liabilities

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Ladam Steels Ltd - Lease Deposit		10,00,000	-	10,00,000
TDS on Contractors			3,640	
TOTAL OTHER FINANCIAL LIABILITIES	-	10,00,000	3,640	10,00,000

Note no. 14: Other Liabilities

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
TOTAL OTHER LIABILITIES	-	-	-	-

For the year ending March 31, 2020

Note no -15 Other Income

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2020
Profit From Partnership Firm	6,10,569	5,81,765
Dividend Received	4,50,526	-
	10,61,095	5,81,765
Total	10,61,095	5,81,765

Note 16 - Employee benefits expense

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Salaries, Wages And Bonus	9,17,433	6,77,040
Staff Welfare Expenses		-
Total Employee Benefits	9,17,433	6,77,040

Note 17 - Finance Cost

Particulars	For the year ended 31 March 2020	For the year ended 31 March 2019
Bank Commission & Charges	944	118
Bank Interest To Other		
Total employee benefits	944	118

Note 18 Other expenses

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Advertisement Exp.	2,55,325	2,73,980
Audit Fees	1,47,500	1,92,500
Consultancy Fees	1,30,900	2,32,600
Annual Fees	32,500	32,500
Coveyance Exp	25,643	15,410
Agm Expenses	22,000	20,700
Insurance Exp.	1,257	1,719
Gst Expenses	1,89,790	
Listing Fees	3,00,000	2,50,000
Office Exp.	15,708	
Custodial Fees	26,550	22,500
Postage & Telegraph	54,009	2,27,978
Printing Stationary & Xerox	1,12,653	1,15,612
Profesional Charges	2,25,102	2,08,790
Professional Tax (Co.)	7,500	6,250
Donation	19,101	11,300
E-Voting Charges	5,000	10,000
Roc Charges	13,100	24,700
Share Trading Charges		750
Membership Fees	40,000	
Telephone Exp.		3,311
Misc Exp	-	13,896
Sitting Fees	1,00,000	1,14,000
Website Charges	7,000	
Total	17,30,637	17,78,496

Note 20: Related Party Transactions**A .Details of Related Parties**

Names of related parties	Description of relationship
Key Management Personnel	Mr. Sumesh Agrawal (CEO) Ms. Mohini Budhwani (Company Secretary) Mr. Rajesh Mukane (Chief Financial officer)
Relatives of Key Management Personnel	N.A.
Enterprises over which Key Management Personnel is able to exercise significant influence along with relatives	Ladam Steels Limited Ladam Homes Pvt. Ltd. Spearhead Metals & Alloys Ltd Ladam Foods Private Limited Ladam Flora Private Limited Ramkishan Metal Works(BOM) Lacon India Limited
	Director & Shareholder Director & Shareholder Shareholder Shareholder Shareholder Significant influence Shareholder

S. No.	Particulars	Year ended March 31, 2020
	Nature of Transactions/ Names of Related Parties	
A	Key Management Personnel	
1	Mr. Sumesh Agrawal (CEO)	-
2	Ms. Mohini Budhwani (Company Secretary)	
a	Salary	3,10,165
3	Mr. Rajesh Mukane (Chief Financial officer)	
a	Salary	4,06,400
B	Enterprises over which Key Management Personnel is able to exercise significant influence along with relatives	
1	Spearhead Metals and Alloys Ltd.	
a	Loan Given	1,04,61,000
b	Loan Repaid	2,85,000
2	Ram kishan Metal Works (Bom)	
a	Share in profit	6,10,659
b	Loan Given	82,50,000
c	Loan Repaid	75,00,000
3	Ladam Homes Pvt. Ltd.	
a	Loan Accepted	1,51,200
b	Loan Repaid	1,50,600
4	Ladam Flora Pvt. Ltd.	
a	Loan Given	1,48,100
5	Ladam Foods Pvt. Ltd.	
a	Loan Given	17,400
6	Ladam Steels Ltd.	
a	Loan Given	24,51,789
b	Loan Repaid	91,00,000
7	Lacon India Ltd.	
a	Loan Given	19,200

Note 20- Contingent Liability

Particulars	For the year ended 31 March, 2020 Rupees
Corporate Guarantee given to AU Small Finance bank for Ladam Homes Pvt Ltd	18,50,00,000

INDEPENDENT AUDITOR'S REPORT**To the members of "Ladam Affordable Housing Limited"****Report on the Consolidated Financial Statements of Ladam Affordable Housing Limited****Opinion**

We have audited the accompanying Consolidated financial statements of **LADAM AFFORDABLE HOUSING LIMITED** ("the Holding Company"), and its subsidiaries (the company and its subsidiaries together referred to as "the group"), comprising the consolidated Balance Sheet as at **31/03/2020**, the Statement of Profit and Loss, and statement of cash flow for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Indian Accounting standard prescribed under section 133 of the Act read with the companies (Indian Accounting Standard) Rules, 2015 as amended ("Ind As ") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31st March, 2020, the consolidated profit, consolidated total comprehensive income, Company as at March 31, 2020, and profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of consolidated financial statement in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

Key Audit Matter

1. Corporate Guarantee given on behalf of Ladam Homes Pvt. Ltd. (subsidiary) enhanced to Rs. 18.50 Crores from Rs. 15 Crores during the FY 2019-20.

LHPL, a subsidiary of LAHL had taken a loan of Rs. 18.5 Crores from AU Small Finance Bank Ltd. For the said loan, LAHL had given a Corporate Guarantee of Rs. 18.50 Crores to the said bank. LHPL, had also fully repaid the loan as on 31.03.2020 but still ROC charge is shown as open

Auditor's Response

Principal Audit Procedures adopted by us included the reading and analyzing the sanction letter of the above mentioned loan w.r.t. the requirement and conditions of such guarantee. We had also analyzed the share holding pattern of LHPL to ascertain the amount of guarantee required to be given by LAHL.

We have also requested the company to close the charge, which is standing for the abovementioned loan.

2. GST input Tax credit capitalized to WIP

GST rates for Affordable Housing Scheme were changed to 1% from 1.04.2019 without allowing credit on input material consumed, Hence company shifted whole current year as well as previous years credit of Rs. 7,31,284 to Capital WIP.

Responsibility of management for the Consolidated 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, (changes in equity) and consolidated cash flows of the Group in accordance with the IndAs and other accounting principles generally accepted in India. The respective board of director of companies are included in group are responsible for maintenance of the adequate accounting records in accordance of the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities: selection and application of appropriate accounting policies; making judgement and estimates that are reasonable 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 consolidated statements that give a true and fair view and free from material misstatement, whether due to fraud and error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the group's are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies in the group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility

Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to

communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements of 3 subsidiaries and 3 associates, whose financial statements reflect net assets of Rs. 2353.78 Lacs as at 31.03.2020, net revenues of Rs. 7631.92 Lacs and net cash inflows of Rs. 112.50 Lacs for the year ended 31st march, 2020, as considered in the consolidated financial statements. These financial statements have been audited by the other auditors whose report(s) have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates and our report in terms of sub-section (3) of the section 143 of the Act, in so far it relates to the aforesaid subsidiaries and associates, is based solely on the reports of the other auditors.

Scope of Limitation due to Covid-19

Due to Covid-19 lockdown, there were constraints in carrying out the audit procedures. The registered office of the company is in Thane, which has been a Covid-19 hotspot for over a couple of months. Moreover, due to travel restriction we could not conduct the audit at registered office of the company. The audit was conducted online and scanned copies of all the required documents were shared by the company.

Report on Other Legal and Regulatory Requirements

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 relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of the books.
- c) The Consolidated Balance Sheet, the consolidated Statement of Profit and Loss (including other comprehensive income), consolidated statement of changes in equity and the consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of the consolidated financial statements.

- d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors of the company and its subsidiaries companies incorporated in India, and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the **internal financial controls** over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- g) With respect to other matters to be included in the Auditor's report in accordance with requirement of section 197(16) of the Act, as amended ;

In our opinion and to the best of our information and according to the explanation given to us, the remuneration paid by the company to its directors during the year is in accordance with Rule 11 of the company to its directors during the year is in accordance with the provision of section 197 of the Act.

- h) 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 Group Company along with its associate companies do not have any pending litigations which would impact its financial position.
 - ii) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary incorporated in India.

Date :31-07-2020
Place : Nagpur

FOR D P Sarda & Co
Chartered Accountants
FRN 117227W

Sd/-

CA Mukund Sarda
MRN 149588
UDIN 20149588AAAABS3053

“Annexure A” to the Independent Auditor’s Report of even date on the Consolidated Financial Statements of “Ladam Affordable housing limited”**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the consolidated financial statement of the company as of and for the year ended 31st March, 2020. We have audited the internal financial controls over financial reporting of LADAM AFFORDABLE HOUSING LIMITED (“The Company”) and its associate companies, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The Board of Directors of the Company and its subsidiary companies, which are company incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective 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 of the company and its subsidiary, which are companies incorporated in India, 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 amount the adequacy of the internal financial control system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial

reporting, assessing the risk that a material weakness exists, and operating effectiveness of internal control based on the assessed risk. The procedures selected depend upon on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting of the company and its subsidiary companies, which are companies incorporated in India.

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 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 and its subsidiary companies, which are incorporated in India, have, 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, 2020, 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 issues by the Institute of Chartered Accountants of India.

Date :31-07-2020

Place : Nagpur

FOR D P Sarda & Co
Chartered Accountants
FRN 117227W

Sd/-

CA Mukund Sarda
MRN 149588
UDIN 20149588AAAABS3053

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Consolidated Statement of Balance sheet at March 31, 2020

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
A ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	2	20,92,55,588	20,98,28,842
(b) Capital WIP	2	20,30,278	20,30,278
(c) Goodwill	2.1	31,52,382	31,52,382
(c) Financial Assets			
(i) Investments	3	5,15,05,891	7,20,05,410
(ii) Other Financial Assets	4	5,82,03,167	-
(d) Advance Income Asset (Net)			
(e) Other Non Current Assets	5	84,60,328	91,78,965
Total Non - Current Assets		33,26,07,634	29,61,95,877
2 Current assets			
(a) Inventory		8,59,38,422	68,47,76,497
(b) Financial Assets			
(i) Other financial assets	4	5,88,69,096	11,95,45,146
(ii) Trade receivables	6	1,47,89,988	3,25,823
(iii) Cash and cash equivalents	7	7,87,05,111	6,73,61,801
(c) Current Tax Asset (net)		-	-
(d) Other current assets	5	60	8,000
Total Current Assets		23,83,02,677	87,20,17,267
Total Assets (1+2)		57,09,10,310	1,16,82,13,144
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share capital	8	9,15,23,000	9,15,23,000
(b) Other Equity	SOCIE	20,00,83,137	21,44,97,387
(c) Non-Controlling Interest		4,20,24,113	3,46,28,447
Total equity (I)		33,36,30,251	34,06,48,834
LIABILITIES			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	6,22,83,467	11,28,16,219
(ii) Trade Payables	10	-	-
(iii) Other Financial Liabilities	12	10,00,000	10,00,000
(b) Other Liabilities	13	-	-
Total Non - Current Liabilities		6,32,83,467	11,38,16,219
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowing	9	12,79,40,512	20,87,53,116
(ii) Trade payables	10	3,94,33,928	6,05,25,265
(iii) Other financial liabilities	12	-	3,640
(b) Other current liabilities	13	-	44,33,97,662
(c) Provisions	11	66,22,152	10,68,408
Total Current Liabilities		17,39,96,592	71,37,48,091
Total Equity and Liabilities (1+2+3)		57,09,10,310	1,16,82,13,144

The accompanying notes are an integral part of these financial statements

In terms of our report attached
For D P Sarda & Co
Chartered Accountants
Sd/-

CA Mukund Sarda
Partner
MRN 149588
FRN 117227w
Place: Nagpur
Date: 31.07.2020
UDIN 20149588AAAABS3053

For and on behalf of the Board of Directos of
Ladam Affordable Housing Limited

Sd/- Sd/-
Sumesh Agarwal **Ashwin Sharma**
(Director & CEO) (Director)
(DIN : 00325063) **(DIN : 05143846)**

Sd/- Sd/-
Mohini Budhwani **Rajesh Mukane**
Company Secretary CFO
Place: Thane
Date: 31.07.2020

Consolidated Statement of Profit and Loss
For the year ending March 31, 2020

Particulars	Notes No.	For the Year ended March 31, 2020	For the Year ended March 31, 2019
Revenue from operations		75,85,44,569	53,80,000
Other income	14	57,08,977	43,42,747
Total Revenue (I)		76,42,53,546	97,22,747
Expenses			
Cost Of Material Consumed		80,30,49,955	6,33,257
Change In Inventory Of Finished Goods, Wip And Stock In Trade		-6,64,90,299	35,71,484
Employee Benefit Expense	15	9,95,433	7,43,040
Finance Cost	16	41,86,358	35,58,308
Depreciation And Amortisation Expense	2	5,87,135	-
Other Expenses	17	20,29,057	19,43,861
Total Expenses (II)		74,43,57,639	1,04,49,950
Profit Before Exceptional Item And Interest		1,98,95,907	-7,27,203
Exceptional Item			-
Profit Before Tax		1,98,95,907	-7,27,203
Tax Expense: (Vi)			
Current Tax		58,04,471	3,95,000
Deferred Tax		-	-
Taxation For Prior Period		-	-
		58,04,471	3,95,000
Profit After Tax		1,40,91,436	-11,22,203
Other Comprehensive Income			
A (I) Items That Will Not Be Reclassified To Profit Or Loss			
(B)Change In Fair Value Of Investments		-2,11,10,088	-82,76,299
Total Comprehensive Income For The Period			
(Comprising Profit (Loss) And Other Comprehensive Income For The Period)		-70,18,652	-93,98,502
Profit For The Year Attributable To:			
- Owners Of The Company		66,95,837	-10,95,783
- Non-Controlling Interests		73,95,599	-26,420
Total Comprehensive Income For The Year Attributable To:			
- Owners Of The Company		-2,11,10,088	-82,76,299
- Non-Controlling Interests			
Earnings Per Equity Share			
1 Basic		0.77	-0.06
2 Diluted		0.77	-0.06

The accompanying notes are an integral part of these financial statements
In terms of our report attached
For D P Sarda & Co
Chartered Accountants

Sd/-
CA Mukund Sarda
Partner
MRN 149588
FRN 117227w
Place: Nagpur
Date: 31.07.2020
UDIN 20149588AAAABS3053

For and on behalf of the Board of Directors of
Ladam Affordable Housing Limited

Sd/-
Sumesh Agarwal
(Director & CEO)
(DIN : 00325063)

Sd/-
Ashwin Sharma
(Director)
(DIN : 05143846)

Sd/-
Mohini Budhwani
Company Secretary
Place: Thane
Date: 31.07.2020

Sd/-
Rajesh Mukane
CFO

Statement of Changes in Equity for the year ended March 31, 2020

(Amount in Rupees)

a. Equity Share Capital	As at March 31, 2020	As at March 31, 2019
Opening Balance	9,15,23,000	9,15,23,000
Issued during the year	-	-
Closing Balance	9,15,23,000	9,15,23,000

(Amount in Rupees)

b. Other Equity	Retained Earning	Revaluation Reserve	Share Premium	Total	Non Controlling Interest	Total
Balance as at April 1, 2018	17,41,46,509	2,00,00,000	3,00,11,500	22,41,58,009	3,46,54,934	25,88,12,943
Add: Profit for the year	(10,95,783)	-	-	(10,95,783)	(26,420)	(11,22,203)
Less: Adjustment related to creditors not payable	(2,88,539)	-	-	(2,88,539)	-	(2,88,539)
Add: Other comprehensive gain for the year	(82,76,298)	-	-	(82,76,298)	-	(82,76,298)
				-		-
Balance as at March 31, 2019	16,44,85,889	2,00,00,000	3,00,11,500	21,44,97,389	3,46,28,514	24,91,25,903
Add: Profit for the year	66,95,837	-	-	66,95,837	73,95,599	1,40,91,436
Less: Adjustment related to MAT credit and provision	-	-	-	-	-	-
Add: Other comprehensive gain for the year	(2,11,10,088)	-	-	(2,11,10,088)	-	(2,11,10,088)
				-		-
Balance as at March 31, 2020	15,00,71,637	2,00,00,000	3,00,11,500	20,00,83,137	4,20,24,113	24,21,07,251

The accompanying notes are an integral part of these financial statements

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAABS3053

For and on behalf of the Board of Directors of

Ladam Affordable Housing Limited

sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Date: 31.07.2020

sd/-

Ashwin Sharma

(Director)

(DIN : 05143846)

sd/-

Rajesh Mukane

CFO

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Consolidated Statement of Cash Flows For the year ending March 31, 2020

Particulars	Year ended March 31, 2020	Year ended March 31, 2019
	₹	₹
A Cash flows from operating activities		
Profit for the year	(12,14,181)	(93,98,502)
Adjustments for:		
non cash income from partnership firm	(6,10,569)	(5,81,765)
non cash gain or loss related to oci	2,11,10,088	82,76,299
Depreciation and amortisation of non-current assets	5,87,135	-
Interest expense	-	35,46,862
Interest income	(45,26,548)	37,60,982
dividend received	(4,50,526)	-
	1,61,09,580	1,50,02,378
Movements in working capital:		
(Increase)/decrease in trade receivables	(1,44,64,165)	36,64,304
(Increase)/decrease in inventory	59,88,38,075	(9,47,36,204)
(Increase)/decrease in other financial assets	6,06,76,050	(15,99,625)
(Increase)/decrease in other assets	7,940	(5,89,173)
Increase/(decrease) in trade payables	(2,10,91,337)	73,26,766
(Decrease)/increase in other financial liabilities	(3,640)	(1,149)
(Decrease)/increase in other liabilities	(44,33,97,662)	13,95,89,746
Increase/(decrease) in provisions	55,53,744	(6,50,421)
	18,61,19,005	5,30,04,244
Cash generated from operations	20,10,14,404	5,86,08,120
Income taxes paid	(58,04,471)	-
Net cash generated by operating activities	19,52,09,933	5,86,08,121
B Cash flows from investing activities		
Capital expenditure on fixed assets		
Purchase of Fixed Assets of fixed assets	(13,881)	(1,09,655)
Other Financial Assets	(5,82,03,167)	-
receipt of security deposit	-	12,269
Change in other non-current assets	7,18,637	(53,42,982)
dividend received	4,50,526	-
Interest received	45,26,548	(37,60,982)
Net cash (used in)/generated by investing activities	(5,25,21,337)	(92,01,350)
C Cash flows from financing activities		
Payment against long term borrowing	(13,13,45,356)	(13,07,14,731)
Amount Borrowed	-	9,21,19,707
Intrest paid	-	(35,46,862)
Securities premium received on issue of 8% Non-cumulative compulsorily convertible Preference shares	-	-
Net cash used in financing activities	(13,13,45,356)	(4,21,41,887)
Net increase in cash and cash equivalents	1,13,43,310	72,64,884
Cash and cash equivalents at the beginning of the year	6,73,61,801	6,00,96,917
Cash and cash equivalents at the end of the year	7,87,05,111	6,73,61,801

The accompanying notes are an integral part of these financial statements

In terms of our report attached

For D P Sarda & Co

Chartered Accountants

Sd/-

CA Mukund Sarda

Partner

MRN 149588

FRN 117227w

Place: Nagpur

Date: 31.07.2020

UDIN 20149588AAAABS3053

For and on behalf of the Board of Directos of

Ladam Affordable Housing Limited

Sd/-

Sumesh Agarwal

(Director & CEO)

(DIN : 00325063)

Sd/-

Mohini Budhwani

Company Secretary

Place: Thane

Date: 31.07.2020

Sd/-

Ashwin Sharma

(Director)

(DIN : 05143846)

Sd/-

Rajesh Mukane

CFO

Ladam Affordable Housing Limited

Notes to the Consolidated financial statements for the year ended March 31, 2020

1.1 Company overview

Pursuant to change of its name and main objects in the year 2015-16, the company intends to monetize its real estate portfolio by getting into construction of mass housing project considering affordable housing project scheme. The shares of the company are relisted on Bombay Stock exchange with effect from 1st June, 2016 and resumed normal trading operations.

1.2 Authorization of Financial Statements

The financial statements were authorized for issue in accordance with a resolution of the directors on 31st July, 2020.

1.2 Significant Accounting Policies

a) Basis of preparation of financial statements.

(i) Compliance with Ind As

The financial statements are prepared under the historical cost convention and an accrual basis in accordance with the generally accepted accounting principles in India, including the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. All assets and liabilities have been classified as current or non-current, wherever applicable as per the operating cycle of the company as per the guidance as set out in schedule III to the Companies Act, 2013.

ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) Certain financial assets and liabilities that are measured at fair value;
- 2) Assets held for sale - measured at the lower of carrying amount or fair value less costs to sell;

iii) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle (not exceeding twelve months) and other criteria set out in the Schedule III to the

(b) Principles of consolidation and equity accounting**(i) Subsidiaries**

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases. The acquisition method of accounting is used to account for business combinations by the Group. The Group combines the financial statements of the Holding Company and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and consolidated balance sheet respectively.

(ii) Associates Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognized at cost.

(ii) Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

c) Property, plant and equipment

Property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are recognized in profit or loss during the reporting period, in which they are incurred.

d) Impairment of non-financial assets

Assessment is done at each balance sheet date as to whether there is any indication that an asset may be impaired. If any such indication exists or when annual impairment testing for an asset is required, an estimate of the recoverable amount of the asset/cash generating unit is made. Recoverable amount is higher of an asset's or cash generating unit's fair value less costs of disposal and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. For the purpose of assessing impairment, the recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. The smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit (CGU). An asset or CGU whose carrying value exceeds its recoverable amount is considered impaired and is written down to its recoverable amount. Assessment is also done at each balance sheet for possible reversal of an impairment loss recognized for an asset, in prior accounting periods.

e) Employee benefits**(i) Short-term obligations**

Liabilities for wages and salaries, including nonmonetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave and sick leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the discount rates for Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Consolidated Statement of Profit and Loss.

(iii) Post-employment obligations

Group operates the following postemployment schemes:

(a) Defined benefit plans such as gratuity and pension; and

(b) Defined contribution plans such as provident fund.

Pension and Gratuity The obligations

The liability or asset recognised in the Consolidated Balance Sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Consolidated Statement of Profit and Loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Consolidated Statement of Changes in Equity and in the Consolidated Balance Sheet.

Defined Contribution Plans

Defined Contribution Plans such as Provident Fund etc., are charged to the Consolidated Statement of Profit and Loss as incurred. Further for certain employees, the monthly contribution for Provident Fund is made to a Trust administered by the Group. The interest payable by the Trust is notified by the Government. The Group has an obligation to make good the shortfall, if any.

Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the Group recognises costs for a restructuring that is within the scope of Ind AS 37 and involves the payment of terminations benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to present value

f) Earnings Per Share

Basic earnings per share

Basic earnings per share is calculated by dividing:
- the profit attributable to owners,

Diluted earnings per share

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

g) Critical estimates and judgments -

The preparation of consolidated financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgments in applying the Group's accounting policies. This note provides an overview of the areas that involved a higher degree of judgments or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

h) Investments

Fair Value of Investments in shares of various company is non-determinable by management being unlisted companies. Hence, investments have been stated at cost.

i) Revenue Recognition

Revenue is measured at the fair value of consideration received or receivable, (net of service tax/goods and services tax/value added tax). Revenue is recognized when the amount of revenue can be reliably measured, and it is probable that future economic benefits will flow to the entity.

j) Security Deposit

Security deposit doesn't have a determinable fixed period hence the same has not been discounted.

k) Intangible assets

Intangible assets acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Cost of a non-monetary asset acquired in exchange of another non-monetary asset is measured at fair value. Intangible assets are amortised on a straight line basis over their estimated useful lives.

l) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement

is dependent on the use of a specific assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

m) Inventories

Inventories of Raw Materials, Work-in-Progress, Stores and spares, Finished Goods, Stock-in-trade and Property under development are stated 'at cost or net realisable value, whichever is lower'. Goods-in-Transit are stated 'at cost'. Cost comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost formulae used are 'First-in-First-out', 'Weighted Average cost' or 'Specific identification', as applicable. Due allowance is estimated and made for defective and obsolete items, wherever necessary. All the costs incurred on unfinished / finished jobs, but not invoiced and dispatched, under conversion contracts, are carried forward as "Accumulated Costs on Conversion Contracts", at lower of cost and net realisable value.

The inventories resulting from intra-group transactions have been stated at cost after deducting unrealized profit on such transactions.

n) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash on hand, amount at banks and other short-term deposits with an original maturity of three months or less that are readily convertible to known amount of cash and, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the company's cash management.

o) Miscellaneous

Creditors not payable have been waived off in current year and not in SOCIE being amount confirmed not to be paid by respective creditor in current year however same were non-payable with reason to dispute by company in earlier years. Hence, adjusted in SOCIE.

p) Contingent Liabilities

Corporate guarantee is given by group to bank guarantee of Rs. 93.50 Crores, for detail refer Notes to Account no. 20.

Note No 2 : Property , plant and equipment

Particulars	As at March 31, 2020	As at March 31, 2019
Carrying amount of:		
Land	20,67,77,231	20,67,77,231
Building	-	-
Office Equipment	1,72,721	2,51,688
Computer	19,958	25,765
Furniture and Fixture	1,78,800	2,11,183
Vehicles	21,06,878	25,62,975
Total	20,92,55,588	20,98,28,842

Particulars	Land	Building	Office Equipment	Computer	Furniture and Fixture	Vehicles	Total	ERP Software (Intangible Asset)	Capital WIP
Cost									
At April 1, 2018	20,67,77,231	-	14,56,342	7,30,806	3,35,205	36,79,810	21,29,79,394	6,34,850	20,30,278
Additions	-	-	92,282	17,373	-	-	1,09,655	-	-
Deletions	-	-	-	-	-	-	-	-	-
At March 31, 2019	20,67,77,231	-	15,48,624	7,48,179	3,35,205	36,79,810	21,30,89,049	6,34,850	20,30,278
Additions	-	-	13,881	-	-	-	13,881	-	-
Deletions	-	-	-	-	-	-	-	-	-
At March 31, 2020	20,67,77,231	-	15,62,505	7,48,179	3,35,205	36,79,810	21,31,02,930	6,34,850	20,30,278
Accumulated Depreciation /Amortisation									
At 1 April 2018	-	-	10,82,966	6,61,806	88,638	6,56,537	24,89,947	3,81,606	-
Charge for the year	-	-	2,13,970	60,608	35,384	4,60,298	7,70,260	-	-
Disposals	-	-	-	-	-	-	-	-	-
At 31 March 2019	-	-	12,96,936	7,22,414	1,24,022	11,16,835	32,60,207	3,81,606	-
Charge for the year	-	-	92,848	5,807	32,383	4,56,097	5,87,135	-	-
Disposals	-	-	-	-	-	-	-	-	-
At 31 March 2020	-	-	13,89,784	7,28,221	1,56,405	15,72,932	38,47,342	3,81,606	-

Notes to the Consolidated financials statements for year ended on 31st March, 2020
Note no. 2.1 : Goodwill

Particulars	As at March 31, 2020	As at March 31, 2019
	Non Current	Non Current
Ladam Foods Pvt Ltd.	1,21,63,883	1,21,63,883
Less- Capital Reserve		
Ladam Homes Pvt. Ltd	47,50,000	47,50,000
Ladam Flora Pvt. Ltd	42,61,501	42,61,501
Total	31,52,382	31,52,382

Note no. 3 : Investment

Particulars	QTY	As at March 31, 2020		As at March 31, 2019	
		Current	Non Current	Current	Non Current
A. Investments in Equity Instruments					
Listed Equity Shares					
Shree Pushkar Chemicals and Fertilizers Ltd	2,25,263		1,66,46,936		3,74,72,500
White Organic Agro Ltd	16,600		81,506		3,66,030
B. Investments in Partnership Firms / JV					
Ramkishan Metal works			3,47,77,449		3,41,66,880
TOTAL INVESTMENTS			5,15,05,891		7,20,05,410

Ladam Affordable Housing Limited

ANNUAL REPORT 2019-20

Notes to the Consolidated financials statements for year ended on 31st March, 2020

Note no. 4 : Other Financial Assets

*

Particulars	As at March 31, 2020		As at March 31, 2019	
	Current	Non Current	Current	Non Current
Naredco West Foundation Deposit	1,00,000		1,00,000	
Sane Palli	2,00,000		2,00,000	
Anushya Chande	11,000		11,000	
DP Vora	25,00,000		25,00,000	
Kanishk Park Realtors	20,224		20,224	
Keynote Capitals Limited	6,862		6,862	
Sourabh Agrawal	1,75,000		1,75,000	
Spilgo Properties & Inv P Ltd	6,00,000		6,00,000	
Constacare Solutions	414		-	
By Ladam Homes to others		43,64,032	-	
Loan to Related Parties			-	
Inter Corporate Loans	3,66,77,601	5,38,39,135	8,85,75,113	
Ramkrishna Metal works	1,85,77,995		1,78,27,995	
Kashish park Realtors			14,34,106	
Klaus Multiparking system Pvt Ltd			20,00,000	
kalyan Project Society A/C			28,56,925	
Mauli Krupa Hsg Society Loan			8,16,027	
Popy			66,360	
R S Ent Adv			4,61,477	
Saurabh B agrawal			94,058	
Shree Sai Ceramics Adv			1,00,000	
Swati Gupta			17,00,000	
TOTAL	5,88,69,096	5,82,03,167	11,95,45,147	-

Note no. 5 : Other assets

Particulars	As at March 31, 2020		As at March 31, 2019	
	Non-current	Current	Non-current	Current
GST, TDS and SA Tax paid (Govt Dues Surplus)	84,60,328	-	91,78,965	-
Creditors Paid in Advance		60	-	-
Advance Salary		-	-	8,000
Total	84,60,328	60	91,78,965	8,000

Note no. 6 : Trade receivables

Particulars	As at March 31, 2020	As at March 31, 2019
Trade Receivable Unsecured		
(a) Considered Good	1,47,89,988	3,25,823
(b) Considered Doubtful		
Less: Allowances for doubtful debts (expected credit loss allowance)		
	1,47,89,988	3,25,823
	1,47,89,988	3,25,823
Age of receivables		
Particulars	As at March 31, 2020	As at March 31, 2019
Exceeding six months	-	-
Others	1,47,89,988	3,25,823
	1,47,89,988	3,25,823

Notes to the Consolidated Financials Statements for the year ended 31st March, 2020
Note no. 7: Cash and Cash Equivalents

Particulars	As at March 31, 2020	As at March 31, 2019
Current Cash and bank balances		
(a) Bank balances		
- Deposits with maturity less than 3 months	6,79,99,498	60160547
- In Current account	1,06,41,061	71,58,048
(b) Cash in hand	64,552	43,206
(c) Cheques on hand		-
Total Cash and cash equivalent	7,87,05,111	6,73,61,801

During the current year, the Company has not entered into any non cash investing and financing activities which are not reflected in Statement of Cash Flows.

Note no. 8: Equity Share Capital

Particulars	As at March 31, 2020	As at March 31, 2019
Authorised Capital 203,00,000 Equity Shares of Rs 5/- each	10,15,00,000	10,15,00,000
	10,15,00,000	10,15,00,000
Issued, Subscribed and Paid up 183,04,600 Equity Shares of Rs 5/- each Less: calls in arrears Money Received against Share Warrant	9,15,23,000 - -	9,15,23,000 - -
Total	9,15,23,000	9,15,23,000

Note no. 8.1: Equity Share Capital
(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2020	
	No. of Shares	Amount in Rs
Equity shares		
At the beginning of the year	1,83,04,600	9,15,23,000
Add: Issued during the year		
At the end of the year	1,83,04,600	9,15,23,000

(ii) Terms/rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 5 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, in proportion of their shareholding.

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

Class of shares / Name of shareholder	As at March 31, 2020	
	Number of shares held	% holding in that class of shares
Equity shares with voting rights:		
B B Agrawal	62,97,000	34.40%
Sumesh Agrawal	44,72,729	24.43%

Note no. 9: Borrowings

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Borrowings				
Secured				
Hdfc Bank Car Loan		13,11,143.00		20,06,434.00
Hdfc Bank Overdraft	4,37,55,737.00		5,10,12,777.00	
Au Bank Overdraft			7,87,01,721.00	
Unsecured				
From Related Parties				
Inter Corporate Loans	40,000.00		90,21,693.00	11,08,09,785.00
From Others				
Inter Corporate Loans	8,41,44,775.17	6,09,72,324.00	7,00,16,925.00	
Total	12,79,40,512.17	6,22,83,467.00	20,87,53,116.00	11,28,16,219.00

Note no. 10: Trade Payables

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Trade payables				
Dues to Micro, Small and Medium Enterprises	4,62,884		35,400	
Dues to Others	3,89,71,044		6,04,89,865	
Total trade payables	3,94,33,928	-	6,05,25,265	-

Amount due to "Micro or Small Enterprises" under Micro, Small and Medium Enterprises Development Act, 2006 is Rs. NIL.

This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

Further no interest is paid/payable to in terms of section 16 of the said Act.

Notes to the Consolidated Financials Statements for the year ended 31st March, 2020
Note - 11: Provisions

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Provision For Exp	791627		655341	
Tds On Consulation Fees	18,554		18,067	
Statutory Liabilities	58,04,471		3,95,000	
Profession Tax Payable	7,500		-	
Provision For Tax	-		-	
TOTAL OTHER FINANCIAL LIABILITIES	66,22,152	-	10,68,408	-

Note no. 12: Other Financial Liabilities

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Ladam Steel Ltd - Lease deposit		10,00,000	-	10,00,000
TDS on contractors			3,640	
TOTAL OTHER FINANCIAL LIABILITIES	-	10,00,000	3,640	10,00,000

Note no. 13: Other Liabilities

Particulars	As at 31.03.2020		As at 31.03.2019	
	Current	Non Current	Current	Non Current
Advance from customers	-		44,33,97,662	
Other exp outstanding				
Deferred tax liability				
TOTAL OTHER LIABILITIES	-	-	44,33,97,662	-

Note no -14 Other Income

Particulars	As at March 31, 2020	As at March 31, 2019
a) Interest Income		
On Security Deposits	45,26,548	37,60,982
b) Profit from partnership Firm	6,10,569	5,81,765
c) Dividend Income		
Dividend Received	4,50,526	-
d) Other Income	1,21,334	
	57,08,977	43,42,747
TOTAL	57,08,977	43,42,747

Note 15 - Employee benefit expense

Particulars	As at March 31, 2020	As at March 31, 2019
Salaries, Wages And Bonus	9,95,433	7,43,040
Staff Welfare Expenses		
Total employee benefits	9,95,433	7,43,040

Note 16 - Finance cost

Particulars	As at March 31, 2020	As at March 31, 2019
Bank Commission & Charges	4,153	11,446
Interest to Others	4182205	3546862
Total Finance cost	41,86,358	35,58,308

Note 17 Other expenses

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Petrol & Diesel Expenses		
Artwork Charges		
Bank Charges		
Advertisement Exp.	2,55,325	2,73,980
Audit Fees	2,65,200	2,79,300
Consultancy Fees	1,78,500	3,05,836
Annual Fees	32,500	32,500
Coveyance Exp	26,603	16,170
Agm Expenses	22,000	20,700
Insurance Exp.	1,257	1,719
Gst Expenses	1,90,420	-
Listing Fees	3,00,000	2,50,000
Office Exp.	15,708	-
Custodial Fees	26,550	22,500
Postage & Telegraph	54,009	2,27,978
Printing Stationary & Xerox	1,14,253	1,16,812
Professional Charges	2,25,102	2,08,790
Professional Tax (Co.)	7,500	6,250
Donation	19,101	11,300
E-Voting Charges	5,000	10,000
Roc Charges	18,600	28,000
Legal Expenses	1,23,800	
Share Trading Charges		750
Membership Fees	40,000	-
Telephone Exp.		3,341
Misc Exp	630	13,935
Sitting Fees	1,00,000	1,14,000
Website Charges	7,000	
Total	20,29,057	19,43,861

Notes forming part of Consolidated Financial Statements for the year ending 31st march 2020

Note 19 : Related party transactions
A .Details of related parties

Names of related parties	Description of relationship
Key Management Personnel	Mr. Sumesh Agrawal (CEO) Ms. Mohini Budhwani (Company Secretary) Mr. Sachin Jain (Chief Financial officer)
Relatives of key management personnel	N.A.
Enterprises over which Key Management Personnel is able to exercise significant influence along with relatives	Ladam Steels Limited Director & Shareholder Ladam Homes Pvt. Ltd. Director & Shareholder Spearhead Metals & Alloys Ltd Shareholder Ladam Foods Private Limited Shareholder Ladam Flora Private Limited Shareholder Ramkishan Metal Works(BOM) Significant influence Lacon India Limited Shareholder

S. No.	Particulars	Year ended March 31, 2020
	Nature of Transactions/ Names of Related Parties	
A	Key management personnel	
1	Mr. Sumesh Agrawal (CEO)	-
2	Ms. Mohini Budhwani (Company Secretary)	
a	Salary	2,83,665
3	Mr. Rajesh Mukane (Chief Financial officer)	
a	Salary	3,60,000
B	Enterprises over which Key Management Personnel is able to exercise significant influence along with relatives	
1	Spearhead Metals and Alloys Ltd.	
a	Loan Given	1,04,61,000
b	Loan Repaid	2,85,000
2	Ram kishan Metal Works (Bom)	
a	Share in profit	6,10,659
b	Loan Given	82,50,000
c	Loan Repaid	75,00,000
3	Ladam Homes Pvt. Ltd.	
a	Loan Accepted	1,51,200
b	Loan Repaid	1,50,600
4	Ladam Flora Pvt. Ltd.	
a	Loan Given	1,48,100
5	Ladam Foods Pvt. Ltd.	
a	Loan Given	17,400
6	Ladam Steels Ltd.	
a	Loan Given	24,51,789
b	Loan Repaid	91,00,000
7	Lacon India Ltd.	
a	Loan Given	19,200

Note 20- Contingent Liability

Particulars	For the year ended 31 March, 2020
	Rupees
Corporate Guarantee given to AU Small Finance bank.	93,50,00,000

Ladam Affordable Housing Limited

Ladam House, C-33, Opp. ITI, Wagle Industrial Estate, Thane (W) – 400 604.

CIN No.: L65990MH1979PLC021923

KYC

Dear Shareholder(s),

This is to inform you that the company is in process of updating of records of the shareholders in order to reduce the physical documentation as far as possible.

With new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, we have to update your PAN No., phone no. and e-mail id in our records. We would also like to update your current signature records in our system.

To achieve this, we solicit your co-operation in providing the following details to us:

1. If you are holding the shares in dematerialized form you may update all your records with your Depository Participant (DP).
2. If you are holding shares in physical form, you may provide the following:

Folio No. :

Pan No. :

E-mail ID :

Telephone No. :

Name and Signatures: i.

ii.

iii.

Thanking you,

For Ladam Affordable Housing Limited

Director/Authorised Signatory