EPSOM PROPERTIES LIMITED

ANNUAL REPORT
2019 - 2020

EPSOM PROPERTIES LIMITED

ANNUAL REPORT 2019 - 2020

Board of Directors	Dr. Mohan Swami	Promoter Non-Executive Chairman
	Mr. Mallour Rajesh Kumar	Managing Director-w.e.f 21.03.2020
	Dr. C. Sivakumar Reddy	Non-Executive Director
	Mr. K Bhakthavatsala Reddy	Independent Director
	Ms. Yogeshwary	Independent Director
	Mr. Sathappan Ganeson Narayanan	Non- Executive Director
Auditors	Messrs A. John Moris & Co. Chartered Accountants No.5, Lakshmipuram, 1st Street, Deivasigamani Road Near Music Academy, Royapettah Chennai – 600 014	
Secretarial Auditor	Mr. Vijayakrishna K T Practising Company Secretary Bangalore	
Bankers	Axis Bank Limited	
Registrars and Share Transfer Agents	Cameo Corporate Services Limited Subramanian Building, No.1, Club House Road Chennai - 600 002 Tel: 044 2846 0390 Fax: 044 2846 0129 Email: cameo@cameoindia.com	
Registered Office	Regency House 2A, Second Floor 250/7, Anna Salai Teynampet, Chennai - 600 006 Tel: 044 4302 1233 Email: epsomproperties@gmail.com Website: www.epsom.in	

NOTICE

NOTICE is hereby given that the Thirty Third Annual General Meeting of the Shareholders of the Company will be held on 17th day of August, 2020, on Monday, at 12.00 Noon through Video Conference (VC) or Other Audio Visual Means (OAVM) to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2020, together with Independent Auditors' Report and the Board's Report including Secretarial Audit Report thereon.

SPECIAL BUSINESS:

2. To appoint Mr. Mallour Rajesh Kumar (DIN: 08125774) as a Director of the Company.

   To consider, thought fit to pass, the following resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013, Mr. Mallour Rajesh Kumar (DIN: 08125774) who was appointed as an Additional Director of the Company by the Board of Directors based on the recommendation of Nomination and Remuneration Committee and who holds the office only up to the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company."

3. To appoint Mr. Mallour Rajesh Kumar (DIN: 08125774) as Managing Director of the Company.

   To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 2(54), 196, 197 and 203 and any other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the appointment of Mr. Mallour Rajesh Kumar (DIN: 08125774), Managing Director of the Company for a period of 3 years from 21.03.2020 to 20.03.2023 without any remuneration.

   RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary such terms of appointment and fix such remuneration so as to not exceed the limits specified in Schedule V to the Companies Act, 2013 as may be agreed to, by the Board of Directors and Mr. Mallour Rajesh Kumar, and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its power herein conferred to any Committee of Directors to give effect to the aforesaid resolution."

4. To appoint Ms. Chandana Rachuri (DIN: 08784225) as a Director of the Company.

To consider, and to pass, if thought fit, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and such other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, as may be in force from time to time, Ms. Chandana Rachuri (holding DIN:08784225), whose appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors at their Meetings held on 30th June, 2020 be and is hereby appointed as a Director of the Company with effect from the date of this Annual General Meeting ."

5. To appoint of Mr. Sanga Tejaswi (holding DIN:08784189) as an Independent Director of the Company.

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or enactment(s) thereof for the time being in force), consent of the Members of the Company be and is hereby accorded to appoint Mr. Sanga Tejaswi (holding DIN:08784189), as an Independent Director of the Company, whose appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors at their Meetings held on 30th June, 2020 for a period of 5 years with effect from the date of this Annual General Meeting and whose office shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

6. To appoint of Mr. Ramesh Satagopan (holding DIN:00935017) as an Independent Director of the Company.

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Sections 149, 150 and 152 and any other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or enactment(s) thereof for the time being in force), consent of the Members of the Company be and is hereby accorded to appoint Mr. Ramesh Satagopan (holding DIN:00935017), as an Independent Director of the Company, whose appointment has been recommended by the Nomination and Remuneration Committee and by the Board of Directors at their Meetings held on 30th June, 2020 for a period of 5 years with effect from the date of this Annual General Meeting and whose office shall not be subject to retirement by rotation.

RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

7. T**o** approve Related Party Transactions.

To consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of Companies Act, 2013 read with Rules framed thereunder (including any statutory modification(s) and re-enactment thereof for the time being in force), and also pursuant to the approval of the Audit Committee and the Board of Directors vide resolutions passed in their respective Meetings, the approval of the Company be and is hereby accorded to the Related Party Transactions entered by the Company with Chase Perdana Sdn. Bhd., Malaysia, for rendering of services of a value of Rs. 13,51,035/- (USD 18,900) for the financial year 2019-20.

RESOLVED FURTHER THAT the Board of Directors, be and are hereby, severally, authorized to do such acts, deeds, things and execute all such documents, undertaking as may be necessary for giving effect to the above Resolution."

By order of the Board
For EPSOM Properties Limited
Mallour Rajesh Kumar
Managing Director

Place: Hyderabad
Date: 21.07.2020

DIN: 08125774

[Address: 7-2-1669, Athena C 504
Lodha Apartments, Sanath Nagar,
Hyderabad 500018]

NOTES:

1 The Register of Members and Share Transfer Books of the Company will remain closed from 11th August, 2020 to 17th August 2020 (both days inclusive).

2 Members holding Shares in electronic form are requested to intimate any change in address to their respective Depository Participants and those holding Shares in physical form are to intimate the above said changes to the Cameo Corporate Services Limited, 'Subramanian Building', No.1, Club House Road, Chennai - 600 002.

3 The Securities Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding Shares in electronic form are requested to submit PAN to their Depository Participant(s) with whom they are maintaining their DEMAT accounts. Members holding Shares in physical form can submit their details to the Company's Registrar and Transfer Agent.

4 In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

5 Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

6 Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

7 Members who have not registered their email address so far, are requested to register their email IDs for receiving all communications including Annual Report, Notices etc. from the Company electronically.

8 Annual Report for the financial year 2019-20 along with Notice of the 33rd Annual General Meeting of the Company *inter alia* indicating the process and manner of e-Voting is being sent only through electronic mode to the Members whose email IDs are registered with the Company/Depository Participant(s). Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website at www.epsom.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.com.

9 In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, the Members are provided with the facility to cast their vote by electronic means through e-voting platform provided by CDSL. The detailed instructions for e-voting are annexed to this Notice.

10 Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

By order of the Board
For EPSOM Properties Limited
Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504
Lodha Apartments, Sanath Nagar,
Hyderabad 500018]

Place: Hyderabad
Date: 21.07.2020

ELECTRONIC VOTING (E-VOTING) AND E-VOTING DURING AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.epsom.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

(i) The voting period begins on 14th August, 2020 at 9.00 AM and ends on 16th August, 2020 at 5.00 PM. 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 10th August, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website www.evotingindia.com.

(iv) Click on "Shareholders" module.

(v) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

or Alternatively, if you are registered for CDSL-s EASI/EASIEST e-services, you can log-in at https://www.cdslindia.com from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL-s EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast you vote electronically.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

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

	For Shareholders 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) □ Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by company / RTA or contact company / RTA
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. □ If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

(ix) After entering these details appropriately, click on “SUBMIT” tab.

(x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xii) Click on the EVSN for Epsom Properties Limited.

(xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xix) Shareholders can also cast their vote using CDSL's mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders - please provide Demat account detials (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE 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 mentioning their name, demat account number/folio number, email ID, mobile number at epsomproperties@gmail.com on or before 10th August, 2020. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance on or before 10th August, 2020 mentioning their name, demat account number/folio number, email id, mobile number at epsomproperties@gmail.com. These queries will be replied to by the Company suitably by email.

6. Only those shareholders who have registered themselves as a speaker will 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.

(xx) Note for Non – Individual Shareholders and Custodians

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly

authorized signatory who are authorized to vote, to the Scrutinizer at vijaykt@vjkt.in and to the Company at the email address epsomproperties@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting 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 or Contact Mr. Nitin Kunder (022-23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542)

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 022-23058542 / 43

General instructions:

a) Mr. Vijayakrishna K T, Practising Company Secretary (Membership No. FCS 1788 & CP 980) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

b) The Scrutinizer shall after the conclusion of voting at the General Meeting, unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 hours of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The results declared along with the Scrutinizer's Report will be communicated to BSE Limited.

c) The voting rights of Shareholders shall be in proportion to their Shares of the Paid up Equity Share Capital of the Company as on 10th August, 2020.

d) Members who did not cast their vote through e-voting during the e-voting period shall be allowed to cast their vote at the Annual General Meeting. Members who have voted through e-voting can attend the Meeting but cannot vote again at the Annual General Meeting.

By order of the Board
For EPSOM Properties Limited
Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504
Lodha Apartments, Sanath Nagar,
Hyderabad 500018]

Place: Hyderabad
Date: 21.07.2020

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

Consequent upon the completion of Open Offer, the Board of your Company will be reconstituted. All existing Directors except Mr. K. Bhaktavatsala Reddy have offered their resignations to step down from Directorship of the Company and new Directors with requisite qualifications and experience are proposed to be appointed as the Directors of the Company with effect from the date of this Annual General Meeting.

Accordingly, proposals of inducting new Directors are placed before the Shareholders.

ITEM NOS. 2 & 3:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of your Company in its Meeting held on 21.03.2020 had, appointed Mr. Mallour Rajesh Kumar as an Additional Director of the Company who will hold office till this Annual General Meeting. Accordingly, an Ordinary Resolution seeking appointment of Mr. Mallour Rajesh Kumar (DIN: 08125774) as a Director of the Company is included in the Notice convening the Annual General Meeting at Item No. 2.

Further, based on the recommendations of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on 21.03.2020 also had appointed Mr. Mallour Rajesh Kumar (DIN: 08125774), as Managing Director of the Company from 21.03.2020 for the period of 3 years with such terms and conditions as mentioned in the aforesaid resolution No.3.

This may be deemed as an abstract of the terms of the above agreement pursuant to Section 190 of the Companies Act, 2013.

As regards to appointment of Mr. Mallour Rajesh Kumar (DIN: 08125774), referred to in Item Nos. 2 and 3 of the Notice, the following necessary disclosures are made for the information of the Shareholders:

Particulars	Details
Name	Mr. Mallour Rajesh Kumar
Date of Birth	09.06.1985
Date of Appointment	21.03.2020
Qualifications	MBA in Finance
Expertise in specific functional area	Corporate Laws and Corporate Management
Directorships held in other Companies (excluding foreign companies)	NVS Shipping Services Private Limited Srikara Fincap Services Private Limited Agarwal Reality Developers Private Limited Terravana Seeds Private Limited Terravana Nutra Private Limited
Membership/Chairmanships of Committees of other public companies (included only Audit and Stakeholder/ Investors Grievance Committee)	NIL
No. of Board Meetings attended during the year	NA
No. of Shares held in the Company	NIL
Inter-se relationship between Directors	NIL

The Board considers that the appointment of Mr. Mallour Rajesh Kumar as a Director and Managing Director of the Company would be of immense benefit to the Company. Accordingly, the Board recommends his appointment as Director and Managing Director of the Company. The Board recommends the proposed resolutions for approval by the Shareholders.

Except Mr. Mallour Rajesh Kumar, none of the other Directors and Key Managerial Personnel is concerned or interested in the said resolutions.

This Explanatory Statement may also be regarded as a disclosure under the SEBI Listing Regulations.

ITEM NO. 4:

Based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of your Company at their Meetings held on 30th June, 2020, it is proposed to appoint Ms. Chandana Rachuri as a Director of the Company categorized as Non-Executive Non-Independent Director. Accordingly, an Ordinary Resolution seeking appointment of Ms. Chandana Rachuri (DIN: 08784225) as a Director of the Company is included in the Notice convening the Annual General Meeting at Item No. 4.

As regards to appointment of Ms. Chandana Rachuri (DIN: 08784225), referred to in Item No. 4 of the Notice, the following necessary disclosures are made for the information of the Shareholders:

Particulars	Details
Name	Ms. Chandana Rachuri
Date of Birth	02.11.1990
Date of Appointment	17.08.2020
Qualifications	Associate member of the Institute of Company Secretaries of India
Expertise in specific functional area	Ms. Chandana Rachuri has more than 3 years of experience in the fields of corporate, secretarial, and legal regulatory laws. Working in different companies in India and the USA, her specialization includes Secretarial Audits, Incorporations, Private Placements, scheme arrangements along with other functions. She also holds experience in foreign incorporations under USA secretarial Laws and worked on foreign Companies Tax planning and individual tax preparation in the USA. As a Company Secretary and Compliance Officer for the listed

	Companies, Ms. Chandana Rachuri handled takeovers, Due Diligence Audits, Policy designing in line with regulatory requirements and led secretarial teams.
Directorships held in other Companies (excluding foreign companies)	NIL
Membership/Chairmanships of Committees of other public companies (included only Audit and Stakeholder/ Investors Grievance Committee)	NIL
No. of Board Meetings attended during the year	NA
No. of Shares held in the Company	NIL
Inter-se relationship between Directors	NA

The Board considers that the appointment of Ms. Chandana Rachuri as a Director of the Company would be of immense benefit to the Company. Accordingly, the Board recommends her appointment as Director of the Company. The Board recommends the proposed resolution for approval by the Shareholders.

Except Ms. Chandana Rachuri, none of the other Directors and Key Managerial Personnel is concerned or interested in the said resolution.

This Explanatory Statement may also be regarded as a disclosure under the SEBI Listing Regulations.

ITEM NO. 5:

Based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of your Company at their Meetings held on 30th June, 2020, it is proposed to appoint Mr. Sanga Tejaswi (holding DIN 08784189) as an Independent Director of the Company with effect from 17th August, 2020 for a term of five consecutive years upto 16th August, 2025. Accordingly, an Ordinary Resolution seeking appointment of Mr. Sanga Tejaswi (holding DIN 08784189) as an Independent Director of the Company is included in the Notice convening the Annual General Meeting at Item No. 5.

As regards to appointment of Mr. Sanga Tejaswi (holding DIN 08784189), as an Independent Director referred to in Item No. 5 of the Notice, the following necessary disclosures are made for the information of the Shareholders:

Particulars	Details
Name	Mr. Sanga Tejaswi
Date of Birth	09.10.1985
Date of Appointment	17.08.2020
Qualifications	MBA (International Business) Diploma in Treasury, Investment & Risk Management, CAIIB
Expertise in specific functional area	Mr. Sanga Tejaswi has over a decade of experience in Banking and Financial operations. He has first-hand experience in Commercial Banking, Investment Banking, Regulation and Supervision of Central Banking. He has specialized in both over-the-counter and exchange traded derivatives of various financial instruments. He has a penchant for due-diligence and regulatory compliance. With a hands-on experience in Structural Liquidity Analysis & Forex Management, he brings in immense value to the financial operations of the organization.
Directorships held in other Companies (excluding foreign companies)	NIL
Membership/Chairmanships of Committees of other public companies (included only Audit and Stakeholder/ Investors Grievance Committee)	NIL
No. of Board Meetings attended during the year	NA
No. of Shares held in the Company	NIL
Inter-se relationship between Directors	NIL

The Board considers that the appointment of Mr. Sanga Tejaswi (holding DIN 08784189) as an Independent Director of the Company would be of immense benefit to the Company. Accordingly, the Board recommends his appointment as an Independent Director of the Company. The Board recommends the proposed resolution for approval by the Shareholders.

Mr. Sanga Tejaswi has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ("the Act"). In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the Management.

Except Mr. Sanga Tejaswi, none of the other Directors and Key Managerial Personnel is concerned or interested in the said resolution.

This Explanatory Statement may also be regarded as a disclosure under the SEBI Listing Regulations.

ITEM NO. 6:

Based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of your Company at their Meeting held on 30th June, 2020, it is proposed to appoint Mr. Ramesh Satagopan (holding DIN 00935017) as an Independent Director of the Company with effect from 17th August, 2020 for a term of five consecutive years upto 16th August, 2025. Accordingly, an Ordinary Resolution seeking appointment of Mr. Ramesh Satagopan (holding DIN 00935017) as an Independent Director of the Company is included in the Notice convening the Annual General Meeting at Item No. 6.

As regards to appointment of Mr. Ramesh Satagopan (holding DIN 00935017), as an Independent Director referred to in Item No. 6 of the Notice, the following necessary disclosures are made for the information of the Shareholders:

Particulars	Details
Name	Mr. Ramesh Satagopan
Date of Birth	02.02.1963
Date of Appointment	17.08.2020
Qualifications	Graduate in Economics from Madras University, Chennai
Expertise in specific functional area	Mr. Ramesh Satagopan has over 25 years experience in Investment Banking with wide experience in Capital Markets, Private Equity. Mr. Ramesh Satagopan is well experienced with workings in the financial services industry. Skilled in Mergers & Acquisitions (M&A), Financial Structuring, Corporate Finance, Business Development, and Valuation. Mr. Ramesh Satagopan is experienced in Project Structuring & Management and administration.
Directorships held in other Companies (excluding foreign companies)	NIL
Membership/Chairmanships of Committees of other public companies (included only Audit and Stakeholder/ Investors Grievance Committee)	NIL
No. of Board Meetings attended during the year	NA
No. of Shares held in the Company	NIL
Inter-se relationship between Directors	NIL

The Board considers that the appointment of Mr. Ramesh Satagopan (holding DIN 00935017) as an Independent Director of the Company would be of immense benefit to the Company. Accordingly, the Board recommends his appointment as an Independent Director of the Company. The Board recommends the proposed resolution for approval by the Shareholders.

Mr. Ramesh Satagopan has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013 ("the Act"). In the opinion of the Board, he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and is independent of the Management.

Except Mr. Ramesh Satagopan, none of the other Directors and Key Managerial Personnel is concerned or interested in the said resolution.

This Explanatory Statement may also be regarded as a disclosure under the SEBI Listing Regulations.

ITEM NO.7:

Pursuant to the provisions of Section 188 of the Companies Act, 2013 (“the Act”), read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and approval of the Members by way of Ordinary Resolution, in case certain transactions with related parties exceeds such sum as is specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis

The Company has entered into transaction with the Related Party, Chase Perdana Sdn. Bhd for rendering of services with the approval of the Audit Committee and the Board of Directors at their respective Meetings.

It may be further noted that transaction entered with Chase Perdana Sdn. Bhd., Malaysia is in the ordinary course of business and at arm length basis. Though it is not a mandatory requirement, Shareholders' consent is sought as a matter of abundant caution to avoid any possible dispute.

Name of the Related Party	Chase Perdana Sdn. Bhd., Malaysi
Name of the Director/KMP who is related, if any	Mr. Sathappan Ganeson Narayanan
Nature of relationship	Promoter and Common Director
Nature of Transaction	Rendering of Services
Amount	Rs. 13,51,035/- (USD 18,900)

Accordingly, the Board recommends the resolution in relation to approval of Related Party Transactions for the approval by the Shareholders of the Company.

None of the Directors except Mr. Sathappan Ganeson Narayanan, is concerned or interested, financial or otherwise, in the resolution mentioned at Item No.7 of the Notice.

By order of the Board

For **EPSOM Properties Limited**

Place: Hyderabad
Date: 21.07.2020

Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504
Lodha Apartments, Sanath Nagar,
Hyderabad 500018]

BOARD'S REPORT

To the Members

The Board of Directors has pleasure in presenting the 33rd Annual Report and Audited Financial Statements for the year ended 31st March, 2020, together with the Independent Auditors' Report.

FINANCIAL RESULTS

The financial performance of your Company for the year ended 31st March 2020 is summarized below:

Description	For the year ended 31st March, 2020 (Rs. in Lakhs)	For the year ended 31st March, 2019 (Rs. in Lakhs)
Total Income	11.45	0.33
Total Expenditure	21.84	15.08
Profit/(Loss) before Interest and Depreciation	(10.41)	(14.71)
Interest	-	-
Profit/(Loss) before Depreciation	(10.41)	(14.71)
Depreciation	(0.02)	(0.03)
Exceptional Items	-	3.32
Profit/(Loss) before Taxation	(10.38)	(11.36)
Provision for Taxation	-	-
Profit/(Loss) after Taxation from ordinary activities	(10.38)	(11.36)
Extraordinary items	-	-
Net Profit/(Loss)	(10.38)	(11.36)

RESULTS OF OPERATIONS

The total income for the financial year ended on 31st March, 2020 stands Rs. 11.45 Lakhs as against Rs. 0.33 Lakhs for the financial year ended on 31st March, 2019; the total expenditure has marginally increased from Rs. 15.08 Lakhs for the financial year ended on 31st March, 2019 to Rs. 21.84 Lakhs for the financial year ended on 31st March, 2020; that the net loss of the Company from ordinary activities has decreased to Rs.10.38 Lakhs for the financial year ended on 31st March, 2020 from Rs. 11.36 Lakhs for the financial year ended on 31st March, 2019.

With best efforts, your Company undertook to render Consultation, Study on rendering various services to the projects of Chase Perdana Sdn. Bhd., Malaysia during the year.

OPEN OFFER

An Open Offer in accordance with Regulations 3(1) and 4 of SEBI (Substantial Acquisition and Takeover) Regulations, 2011 was made by Mrs. Vellanki Jhansilaxmi (alias Vellanki Jhansilakshmi) for acquisition of 19,37,728 (Nineteen Lakhs Thirty Seven Thousand Seven Hundred and Twenty Eight only) Equity Shares of Rs. 10/- each. The Company extended its full support and cooperation as mandated by the applicable laws.

In response to the Open Offer made by Mrs. Vellanki Jhansilaxmi (alias Vellanki Jhansilakshmi), 1,292 Equity Shares of the Company were surrendered at the close of the Open Offer. The post Offer Shareholding of Mrs. Vellanki Jhansilaxmi (alias Vellanki Jhansilakshmi) resulted in to 56.32% and Shareholding of the general Public resulted in to 43.68%.

LOCKDOWN -COVID 19 AND ITS IMPACT ON THE BUSINESS

It is quite unfortunate and sad that Corona Virus has caused significant health concerns across the Globe and resulted in multiple deaths. Social distancing being the only and the first compulsory remedy, entire World was forced to observe Lockdown. Thanks to early initiatives taken, India declared Lockdown from 24th March 2020 and is on. Your Company complied with the directions of the Government of India, the Government of Tamil Nadu and the relevant authorities and strictly adhered to the Lockdown in its facilities and at all Offices. The employees, vendors, customers, outsourcing agencies, Consultants and other acquaintances had to suspend their operations almost fully. Considering the reduced volume business, Work from Home concept was adopted during the Lockdown as per the Guidance of the Governments.

Since there are no commercial activities from recent past, the Company is not much impacted by CoVID 19 pandemic.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

In view of completion Open Offer, the Board of your Company is proposed to be reconstituted as per the requirement of new acquirer. All existing Directors except Mr. K. Bhaktavatsala Reddy has offered their resignation to step down from Directorship of the Company and new Directors with requisite qualifications and experience are proposed to be appointed as the Directors of the Company with effect from the date of this Annual General Meeting and the profiles of proposed Directors are included in the Notice convening the 33rd Annual General Meeting seeking approval of Shareholders for their appointments.

Mr. Ravi Kumar Neeladri resigned from the Offices of Director and Independent Director of the Company with effect from 22nd July, 2019. He has confirmed that there were no material reasons other than personal reasons including new professional commitments.

Mrs. Gomathi Appathurai Vaidyanathan who was appointed as Independent Director of the Company for a period of five years with effect from 26th July, 2014 ceased to be Director and Independent Director of the Company with effect from 25th July, 2019 upon completion of her term.

Dr. C. Sivakumar Reddy who was appointed as Managing Director for a period of 3 years, ceased to be the Managing Director of the Company with effect from 22nd September, 2019. However, Dr. C. Sivakumar Reddy continues to be Non-Executive Director of the Company.

Based on the recommendations of the Nomination and Remuneration Committee, Mr. Mallour Rajesh Kumar, was appointed as an Additional Director and as Managing Director of the Company of the Company. Accordingly, resolutions seeking appointment of Mr. Mallour Rajesh Kumar, as a Director and Managing Director of the Company are included in the Notice convening the 33rd Annual General Meeting. Appointments of new Directors are proposed at the ensuing annual General Meeting and the details thereof are exhibited in the Notice convening the Annual General Meeting.

Ms. Priyanka Jangid resigned from the Office of Company Secretary and Compliance Officer with effect from 4th April, 2019 due to personal reasons. Further, based on the recommendations of the Nomination and Remuneration Committee, the Board appointed Ms. Sapna Tanwar as Company Secretary and Compliance Officer (KMP) of the Company with effect from 30th September, 2019.

Mr. D. Ravindranath Reddy resigned from the Office of Chief Financial Officer (CFO) of the Company with effect from 31st March, 2020 in view of Open Offer and change in the Management of the Company.

Post Financial Year Ms. Sapna Tanwar resigned from the Office of Company Secretary and Compliance Officer with effect from 30th June, 2020 in view of Open Offer and change in the Management of the Company.

NUMBER OF MEETINGS OF THE BOARD AND AUDIT COMMITTEE

During the financial year ended 31st March 2020, Seven (7) Meetings of the Board of Directors were held and the maximum time gap between 2 (two) meetings did not exceed one hundred and twenty days. The details of the Board Meetings are on 30th May, 2019, 22nd July, 2019, 30th September, 2019, 4th November, 2019, 5th January, 2020, 11th February, 2020 and 21st March, 2020.
Details of attendance at Board Meetings and at the AGM held during the year are as follows:

Name of the Director	Board Meetings details		Attendance at Last AGM on 22.07.2019
	Held	Attended	
Dr. C. Sivakumar Reddy (Managing Director upto 22.09.2019)	7	1	No
Dr. Mohan Swami	7	4	No
Mrs. Gomathi A Vaidyanathan (upto 25.07.2019)	7	0	No
Mr. K Bhakthavatsala Reddy	7	2	Yes
Ms. Yogeshwary	7	6	Yes
Mr. Ravi Kumar Neeladri (upto 22.7.2019)	7	1	No
Mr. Sathappan Ganeson Narayanan (w.e.f. 25.7.2019)	7	5	NA
Mr. Mallour Rajesh Kumar (w.e.f. 21.3.2020)	7	NA	NA

BOARD COMMITTEES

1. AUDIT COMMITTEE

During the year under review, four meetings were held on 30th May, 2019, 22nd July, 2019, 4th November, 2019 and 11th February, 2020.

Name of the Member	Nature of Membership	No. of Meetings held	Attendance
Mr. K Bhakthavatsala Reddy	Chairman	4	2
Mr. Ravi Kumar Neeladri (upto 22.07.2019	Member	4	2
Mrs. Gomathi A Vaidyanathan (upto 25.07.2019)	Member	4	0
Ms. Yogeshwary (w.e.f 22.07.2019)	Member	4	2
Mr. Sathappan Ganeson Narayanan (w.e.f. 25.07.2019)	Member	4	2

2. NOMINATION AND REMUNERATION COMMITTEE

During the year under review, four meetings were held on 30th May, 2019, 22nd July, 2019, 30th September, 2019 and 21st March, 2020.

Name of the Member	Nature of Membership	No. of meetings held	Attendance
Mr. K. Bhakthavatsala Reddy	Chairman	4	2
Mrs. Gomathi A Vaidyanathan (upto 25.07.2019)	Member	4	0
Ms. Yogeshwary	Member	4	3
Mr. Ravi Kumar Neeladri (upto 22.07.2019)	Member	4	2
Mr. Sathappan Ganeson Narayanan (w.e.f. 25.07.2019)	Member	4	2

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE

During the year under review, one meeting was held on 11th February, 2020

Name of the Member	Nature of Membership	No. of meetings held	Attendance
Mr. K. Bhakthavatsala Reddy	Chairman	1	0
Ms. Yogeshwary	Member	1	1
Mr. Sathappan Ganeson Narayanan (w.e.f. 25.07.2019)	Member	1	1

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (SEBI (LODR) Regulations, 2015). (**Annexure I**).

All the Independent Directors have also confirmed under Regulation 16(b) of SEBI (LODR) Regulations, 2015 that they are not Non-Independent Director of another Company on the Board of which any Non-Independent Director of the listed entity is an Independent Director.

DIRECTORS' RESPONSIBILITY STATEMENT

In pursuance of Section 134(3)(c) of the Companies Act, 2013, the Directors hereby confirm that:

a) in the preparation of the Annual Accounts, the applicable accounting standards have been followed and there are no material departures from the same;

b) they have 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 your Company at the end of the financial year and of the profit and loss of the Company for that period;

c) proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) the Annual Accounts have been prepared on a 'Going Concern' basis.

e) proper internal financial control laid down by the Directors have been followed by the Company and that such internal financial controls are adequate and were operating effectively; and

f) proper systems to ensure compliance with the provisions of all applicable laws were in force and that such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

Pursuant to the provisions of Regulation 15(2) of SEBI (LODR) Regulations, 2015, Compliance with the Corporate Governance provisions as specified in the Regulations 17 to 27 and clause (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V shall not apply to listed entities having Paid-up Equity Share Capital not exceeding Rs.10 Crores and Net Worth not exceeding Rs. 25 Crores as on the last date of previous financial year.

The Company being falling under the specified limits of the above Regulation, requirement of giving Corporate Governance Report in Annual Report as per the Para C of the Schedule V is exempted to the Company and hence not required to be prepared.

DEPLOYMENT OF PROCEEDS OF PREFERENTIAL ISSUE

The Company has kept the funds received from the promoters through preferential issue in fixed deposit with the AXIS Bank Limited and are deployed solely to meet long term and short term working capital requirements.

OPPORTUNITIES, CHALLENGES AND CONCERNS

Your Company did not undertake any Commercial Activities during the year. Opportunities are being looked into for undertaking any commercial activities.

PUBLIC DEPOSITS

During the financial year 2019-20, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

INDUSTRIAL RELATIONS

The industrial relations of the Company have been cordial.

AMOUNT TRANSFERRED TO RESERVES

During the financial year the Company has not transferred any amount to the Reserves.

CHANGES IN SHARE CAPITAL

There were no changes in the Capital Structure of the Company during the year under report. Capital structure remained as follows:

The Authorized Capital of the Company: Rs. 15,00,00,000 (Rupees Fifteen Crores only) divided into 1,50,00,000 (One Crore Fifty Lakhs only) Equity Shares of Rs.10/- (Rupees Ten only) each.

The Issued, Subscribed and Paid up Capital of the Company: Rs. 7,45,28,000/- (Rupees Seven Crores Forty Five Lakhs and Twenty Eight Thousand only) divided into 74,52,800 (Seventy Four lakhs Fifty Two Thousand Eight Hundred) Equity Shares of Rs. 10/- (Rupees Ten only) each.

MATERIAL CHANGES AND COMMITMENTS

There were no material changes and commitments which occurred, affecting the financial position of the Company between 31st March, 2020 and the date on which this report has been signed except that the share transfers have been effected between the Promoters and Acquirer post completion of Open Offer.

CHANGE IN THE NATURE OF BUSINESS

There were no changes in the nature of business of the Company during the financial year ended on 31st March, 2020.

EVENTS SUBSEQUENT TO THE DATE OF FINANCIAL STATEMENTS

There are no material changes after 31st March, 2020 till the signing of this Report except that the share transfers have been effected between the Promoters and Acquirer post completion of Open Offer.

INFORMATION ON THE FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JVS

The Company does not have any Subsidiaries/Associates/JVs.

DIVIDEND

In view of losses incurred, your Directors do not propose any dividend for the year ended 31st March, 2020.

MANAGEMENT DISCUSSION AND ANALYSIS

The Managements Discussion and Analysis forms an integral part of this report and gives the details of the overview, internal control systems and their adequacy and operational performance of the Company.

DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES

There are no Directors/Employees who were in receipt of the remuneration as prescribed under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration) of Managerial Personnel Rules, 2014 during the year under review and hence annexure required under the said Section is not attached.

Remuneration Policy

The Company's policy relating to appointment of directors, payment of managerial remuneration, directors' qualifications, positive attributes, independence of directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is placed on the website of the Company at http://epsom.in/code_of_conduct/4.NOMINATION%20AND%20REMUNERATION%20POLICY.pdf.

MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company had met on 11th February, 2020 during the year to review the performance of Non-Independent Directors and the Board as a whole, to review the performance of the Chairman of the Company and Non-Executive Directors and other items as stipulated under the Listing Regulations. The Independent Directors have also declared their independence.

ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES AND OF INDIVIDUAL DIRECTORS

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors, pursuant to the provisions of the Companies Act, 2013.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors based on criteria such as Board structure and composition, formation and delegation of responsibilities to Committees, Board processes and their effectiveness, degree of effective communication with the stakeholders.

The performance of the Board Committees was evaluated by the Board after seeking inputs from the Committee members based on criteria such as Committee composition, structure, effectiveness of Committee Meetings.

Independent Directors of the Company provided their views on performance of Non-Independent Directors, and the Board as a whole, considering the views of Executive

Directors and Non-Executive Directors.

Your Board has evaluated the Independent Directors and confirms that all Independent Directors fulfilled the independence criteria as specified in SEBI Listing Regulations and their independence from the management

AUDITORS AND AUDITORS' REPORT

At the Thirty Second Annual General Meeting of the Company, Messrs A.John Moris & Co., Chartered Accountants, Chennai, having ICAI Firm Registration No. 007220S were appointed as Auditors to hold office until the conclusion of the Thirty Seventh Annual General Meeting of the Company.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Vijayakrishna K T, Bangalore, Practising Company Secretary to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditor is annexed as **Annexure – II** to this Report.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, are set out herewith as **Annexure-III** to this Report.

RELATED PARTY TRANSACTIONS

The particulars of contracts or arrangements with Related Parties referred to in Section 188(1) of the Companies Act, 2013 for the Financial Year 2019-20 in the prescribed format, AOC 2 is enclosed as **Annexure – IV** as a part of this Annual Report.

LOANS, GUARANTEES AND INVESTMENTS

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

a. Details of investments made by the Company in the Equity Shares as on 31st March 2020 (including investments made in the previous years)

Name of the entity	Amount as at 31st March 2020 (in Rs.)
Munoth Investments Limited	3,34,100

b. The Company has neither given any loan nor issued any guarantees in accordance with Section 186 of the Companies Act, 2013 read with the Rules issued there under.

RISK MANAGEMENT

The Company has formulated a Risk Management Policy and a mechanism to apprise the Board about risk assessment and mitigation procedure. It also undertakes periodical review to ensure that Executive Management Controls risks by means of properly designed risk management framework.

There are no risks which in the opinion of the Board threaten the existence of the Company.

VIGIL MECHANISM

Your Company is committed to highest ethical and legal standards. Accordingly, the Board of Directors have formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and as per Regulation 4(2)(d)(iv) of the Listing Regulations.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 on Corporate Social Responsibility are not applicable to the Company.

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

Conservation of Energy	NA
Research and Development, Technology, Absorption, Adaptation and Innovation	NA
Foreign Exchange Earnings and Outgo	NIL

DETAILS OF INTERNAL FINANCIAL CONTROLS REALTED TO FINANCIAL STATEMENTS

Your Company has adopted accounting policies which are in line with the Accounting Standards prescribed in the Companies (Accounting Standards) Rules, 2006 that continue to apply under Section 133 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. There are in accordance with generally accepted accounting principles in India.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

GENERAL

a) The Company has not issued Equity Shares with differential rights as to dividend, voting or otherwise; and

b) The Company does not have any ESOP Scheme for its Employees/Directors.

RECEIPT OF ANY COMMISSION BY MD / WTD FROM A COMPANY OR FOR RECEIPT OF COMMISSION / REMUNERATION FROM ITS HOLDING OR SUBSIDIARY

No Director has received any commission from your Company or from Holding or Subsidiary Company.

DISCLOSURE RELATING TO REMUNERATION OF EMPLOYEES

Pursuant to Sub Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the details of the employees receiving remuneration more than Rs. 1,02,00,000/- (Rupees One Crore Two Lakhs only) per annum and /or Rs. 8,50,000/- (Rupees Eight Lakhs Fifty Thousand only) per month, is not applicable to your Company.

There were no employees posted and working in a country outside India, not being Directors or relatives, drawing more than the amount prescribed under the Sub Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Hence, the details are not required to be circulated to the Members and also not required to be attached to this Annual Report.

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 & Redressal)

Act, 2013. However, the Company has not constituted Internal Complaints Committee (ICC) due to having less than ten workers.

The following is a summary of sexual harassment complaints received and disposed-off during the financial year 2019-20:

No of complaints received: NIL

No of complaints disposed: NIL

No. of complaints pending: NIL

INVESTORS' EDUCATION AND PROTECTION FUND

Pursuant to the applicable provisions of the Companies Act, 2013, read with the IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all unpaid or unclaimed Dividends are required to be transferred by the Company to the IEPF, established by the Government of India, after the completion of seven years. Further, according to the Rules, the Shares on which Dividend has not been paid or claimed by the Shareholders for seven consecutive years or more shall also be transferred to the Demat account of the IEPF Authority.

During the year under review there were no unpaid or unclaimed amounts required to be transferred to IEPF account.

REPORTING OF FRAUD

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013. Further, no case of Fraud has been reported to the Management from any other sources.

COMPLIANCE WITH THE APPLICABLE SECRETARIAL STANDARDS

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

MAINTENANCE OF COST RECORDS

Maintenance of Cost Records as specified by the Central Government under Sub-Section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company.

CODE OF CONDUCT

The Board of Directors has already adopted the Code of Ethics and Business Conduct for the Directors and Senior Management personnel. This code is a comprehensive code applicable to all Directors, Executive as well as Non – executive and members of the Senior Management. The Code has been circulated to all the members of the Board and Senior Management Personnel and compliance of the same has been affirmed by them. A declaration given by the Managing Director is attached as Annexure-V of the Board of Director's Report.

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.

ACKNOWLEDGEMENTS

Your Directors recognize the continued support extended by all the Shareholders and gratefully acknowledge with a firm belief that the support and trust will continue in the future also.

By order of the Board of Directors
For EPSOM Properties Limited

Place: Hyderabad
Date: 30.06.2020

Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504 Lodha Apartments, Sanath Nagar, Hyderabad 500018]

Kandala Bhakthavatsala Reddy
Director
DIN: 00697854
[Address: #3, 2nd Floor, 19th Cross, 17th Main Road, 3rd Sector, HSR Layout, Bengaluru 560102]

ANNEXURE I

DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS

The Board of Directors
Epsom Properties Limited

Dear Sirs,

We undertake to comply with the conditions laid down under Section 149 and Schedule IV of the Companies Act, 2013 read with the provisions of Listing Regulations in relation to conditions of independence and in particular:

1. Apart from receiving director's remuneration/sitting fees/commission, or having transaction not exceeding ten per cent of my total income or such amount as may be prescribed by the Company, I have or had no material relationship with the Company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the immediately preceding two financial years or during the current financial year;

2. None of my relatives:

   a. has or had any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lakhs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year.

   b. is holding any security of or interest in the Company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year of face value not exceeding Rs. 50 lakhs or 2 % of the paid-up capital of the Company, its holding, subsidiary or associate company or such higher sum as may be prescribed;

   c. is indebted to the Company, its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;

   d. has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters, or directors of such holding company; for an amount of Rs. 50 lakhs during the current financial year

   e. has any other pecuniary transaction or relationship with the Company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (b), (c) or (d);

3. Neither I nor any of my relatives:

   a. holds or held the position of a key managerial personnel or is or has been an employee of the Company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed.

b. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of:

i. a firm of auditors or company secretaries in practice or cost auditors of the listed entity or its holding, subsidiary or associate company; or

ii. any legal or a consulting firm that has or had any transaction with the listed entity, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;

c. holds together with my relatives two per cent or more of the total voting power of the listed entity; or

d. is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts or corpus from the Company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the Company;

e. is a material supplier, service provider or customer or a lessor or lessee of the listed entity;

4. I meet the criteria of other qualifications as prescribed under Rule 5 of the (Companies Appointment and Qualification Rules), 2014.

5. I am not less than 21 years of age.

6. I am not a non-independent director of another company on the board of which any non-independent director of the listed entity as an independent director.

7. I have registered with the Independent Directors Data Bank maintained by Indian Institute of Corporate Affairs on the https://www.independentdirectorsdatabank.in.

8. I affirm to make an application for renewal for a further period of one year or five years or for the life-time, within a period of thirty days from the date of expiry of the period up to which my name was applied for inclusion in the data bank.

K. Bhakthavatsala Reddy	Yogeshwary
DIN: 00697854	DIN: 06629965
Date: 01.04.2020	Date: 01.04.2020

ANNEXURE II

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2020

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

EPSOM Properties Limited

(CIN: L24231TN1987PLC014084)

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by EPSOM Properties Limited(CIN:**L24231TN1987PLC014084)**(hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2020 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by EPSOM Properties Limited for the financial year ended on 31.03.2020 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 following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

(i). Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(ii). Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(iii). Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(iv). Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(v). Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(vi). Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(vii). Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013;

(viii). Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(ix). 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;

(x). The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

(xi). Circulars/Guidelines issued thereunder;

(vi). The other following general laws as may be applicable to the Company during the audit:

(1) Employer/Employee Related Laws & Rules:

i. Industries (Development & Regulation) Act, 1951

ii. The Tamil Nadu Shops and Establishments Act, 1947

iii. The Employment Exchanges (Compulsory notification of Vacancies) Act, 1959

iv. The Apprentices Act, 1961

v. The Employees Provident Fund & Miscellaneous Provisions Act, 1952

vi. The Employees State Insurance Act, 1948

vii. The Workmen's Compensation Act, 1923

viii. The Maternity Benefits Act, 1961

ix. The Payment of Gratuity Act, 1972

x. The Payment of Bonus Act, 1965

xi. The Industrial Disputes Act, 1947

xii. The Trade Unions Act, 1926

xiii. The Payment of Wages Act, 1936

xiv. The Minimum Wages Act, 1948

xv. The Child Labour (Regulation & Abolition) Act, 1970

xvi. The Contract Labour (Regulation & Abolition) Act, 1970

xvii. The Industrial Employment (Standing Orders) Act, 1946

xviii. Equal Remuneration Act, 1976

xix. Inter-State Migrant Workmen (Regulation of Employment and Conditions of Services) Act, 1979

xx. The Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013

xxi. Persons with Disabilities (Equal Opportunities, Protection of Rights and Full Participation) Act, 1996

xxii. Prohibition of Employment as Manual Scavengers and their Rehabilitation Act, 2013

xxiii. Dangerous Machines (Regulation) Act, 1983

xxiv. Indian Boilers Act, 1923

xxv. The Industrial Establishments (National and Festival Holidays) Act, 1963

xxvi. The Labour Welfare Fund Act, 1965

(2) Environment Related Acts& Rules:

i. The Environment Protection Act, 1986

ii. The Water (Prevention & Control of Pollution) Act, 1974

iii. The Water (Prevention & Control of Pollution) Cess Act, 1977

iv. The Air (Prevention & Control of Pollution) Act, 1981

v. The Government Order Under Environment (Protection) Act, 1986

vi. Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008.

(3) Economic/Commercial Laws & Rules:

i. The Competition Act, 2002

ii. The Indian Contract Act, 1872

iii. The Sales of Goods Act, 1930

iv. The Forward Contracts (Regulation) Act, 1952

v. The Indian Stamp Act, 1899

vi. The Registrations Act, 1908

vii. The Transfer of Property Act, 1882

I have also examined compliances with the applicable clauses of Secretarial Standards on Board and General Meetings (SS – 1 and SS – 2) issued by the Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above. Certain nonmaterial findings made during the course of the audit relating to the provisions of Companies Act, Secretarial Standards, Labour Laws were addressed suitably by the Management.

Further, I report that with regard to financial and taxation matters, I have relied on the Audit Report, Limited Review Report and the Internal Audit Report provided by the Statutory/Internal Auditor as the case may be.

I 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.

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 as per the practice followed. However, during the period under report, there was no such case instance.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that Mrs. Vellanki Jhansilaxmi (alias Vellanki Jhansilakshmi) entered into Share Purchase Agreement (SPA) with Dr. Mohan Swami and Chase Perdana Sdn. Bhd. for acquisition of 41,96,900 Equity Shares of Rs. 10/- each on 9th January, 2020. Further, she made an announcement to BSE Limited about the Open Offer for acquisition of 19,37,728 (Nineteen Lakhs Thirty Seven Thousand Seven Hundred and Twenty Eight only) Equity Shares of Rs. 10/- each. The said Open Offer closed on 7th April, 2020 and it was informed that the Acquirer and the Company have completed the post Open Offer compliances.

Place: Bangalore
Date: 30.06.2020

Vijayakrishna KT
FCS No.: 1788
C P No.: 980
UDIN: F001788B000404949

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

'Annexure'

My 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. My responsibility is to express an opinion on these secretarial records based on our audit.

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I have followed provide a reasonable basis for our opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company including records under Income Tax Act, Customs Act, Goods and Services Tax Act

4. Wherever required, the Company has represented about the compliance of laws, rules and regulations and happening of events etc as applicable from time to time.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My 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.

Place: Bangalore

Date: 30.06.2020

Vijayakrishna KT

FCS No.: 1788

C P No.: 980

ANNEXURE III

EXTRACT OF ANNUAL RETURN AS ON 31st MARCH 2020

FORM NO. MGT-9

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN	L24231TN1987PLC014084		
ii) Registration Date	04 Date	03 Month	1987 Year
iii) Name of the Company	EPSOM PROPERTIES LIMITED		
iv) Category of the Company	Public Company		
v) Sub Category of the Company	Company having share capital		
vi) Address of Registered Office and Contact Details			
Company Name	EPSOM PROPRTIES LIMITED		
Address	"Regency House", 2A, Second Floor, 250/7, Anna Salai,Teynampet, CHENNAI 600 006		
Town / City	Chennai		
Pin Code	600 006		
Country Name	India		
Country Code	IN		
Telephone with STD Area	+91 44 4302 1233		
Fax Number	NIL		
Email Address	epsomproperties@gmail.com		
Website, if any	www.epsom.in		
Name of the Police Station having jurisdiction where the Registered Office is situated	Teynampet Police Station		

vi) Whether shares listed on recognized Stock Exchange(s) vii) Details of Stock Exchanges where shares are listed		Yes
Sl.	Stock Exchange	Scrip Code
01.	BSE Limited (BSE)	531155

vii) Names and Address of Registrar & Share Transfer Agent(s) RTA	
Name of Registrar & Transfer	Cameo Corporate Services Limited
Address	'Subramanian Building' No.1,Club House Road, CHENNAI 600 002
Town / City	Chennai
State	Tamil Nadu
Pin Code	600 002
Telephone with STD Area	+91 44 2846 0390
Fax Number	+91 44 2846 0129
Email Address	cameo@cameoindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Names and description of main products/service	NIC Code of the	% of total turnover of the Company
Construction Activities	4100	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

The Company does not have any holding, subsidiary and associate Company.

IV. SHAREHOLDING PATTERN
(Equity share capital break-up as percentage to total equity)

A. CATEGORY-WISE SHAREHOLDING

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% of change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of	total shares
A Promoters									
1) Indian									
a) Individual / HUF	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
b) Central Govt	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
c) State Govt (s)	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
d) Bodies Corp.	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
e) Banks / FI	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
f) Any Other….	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
Sub-total (A) (1)	**Nil**	**Nil**	**Nil**	**NA**	**Nil**	**Nil**	**Nil**	**NA**	**NA**
(2) Foreign									
a) NRIs -Individuals	2952879	Nil	2952879	39.62	2952879	Nil	2952879	39.62	NA
b) Other –Individuals	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
c) Bodies Corp.	1243021	Nil	1243021	16.68	1243021	Nil	1243021	16.68	NA
d) Banks / FI	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
e) Any Other….	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
Sub-total (A) (2)	4195900	Nil	4195900	56.30	4195900	Nil	4195900	56.30	NA
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**4195900**	**Nil**	**4195900**	**56.30**	**4195900**	**Nil**	**4195900**	**56.30**	**NA**
B.									
1. Institutions									
a) Mutual Funds	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
b) Banks / FI	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
c) Central Govt	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
d) State Govt(s)	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
e) Venture Capital Funds	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA

Category of shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% chan e durin the
	Demat	Physical	Total total shares	% of	Demat	Physical	Total	% of total shares	
f) Insurance	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
g) FIIs	Nil	80,000	80,000	1.07	Nil	80,000	80,000	1.07	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
i) Others	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
Sub-total (B)(1)	Nil	80,000	80,000	1.07	Nil	80,000	80,000	1.07	Nil
2.Non-Institutions									
a) Bodies Corp.									
i) Indian	171807	13400	185207	2.48	74148	13400	87548	1.17	-1.3
ii) Overseas	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	888480	949008	1837488	24.65	888394	944108	1832502	24.59	-0.06
ii)Individual shareholders holding nominal share capital in excess of Rs 2lakhs	684933	241100	926033	12.42	787178	241100	1028278	13.79	1.37
c) Others	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
i. Non Resident Indian	21651	45000	66651	0.89	22351	45000	67351	0.90	0.01
ii. Directors and their relatives	59120	0	59120	0.79	59120	0	59120	0.79	Nil

iii. Hindu Undivided Families	102397	4	102401	1.37	102097	4	102101	1.36	-0.01
Sub-total (B)(2)	1928388	1248512	3176900	42.60	1933288	1243612	3176900	42.60	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	**1928388**	**1328512**	**3256900**	**43.70**	**1933288**	**1323612**	**3256900**	**43.70**	**Nil**
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	NA	Nil	Nil	Nil	NA	NA
Grand Total(A+B+C)	**6124288**	**1328512**	**7452800**	**100.00**	**6129188**	**1323612**	**7452800**	**100.00**	**NA**

B. SHAREHOLDING OF PROMOTERS

S. No.	Shareholder's Name	No. of shares held at the beginning of the year			No. of shares held at the end of the year			% of change during
		No. of shares	% of total shares of the Company	% of shares pledged/ encumbered in total	No. of shares	% of total shares of the Company	% of shares pledged/ encumbered in total	
01	Dr. Mohan Swami	29,52,879	39.62	0.00	29,52,879	39.62	0.00	0.00
02	Chase Sdn.Bhd	12,43,021	16.68	0.00	12,43,021	16.68	0.00	0.00

*The % of shares pledged/encumbered represents % of shares pledged/encumbered as a % of the total shares of the Company.

The term 'encumbrance' has the same meaning as assigned to it in regulation 28(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

C. CHANGE IN PROMOTERS' SHAREHOLDING: NO CHANGE

D. SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRs AND ADRs

S. No.	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative shareholding during the year	
	Messrs	No. of shares at the beginning (01/04/2019)/ end of the year	% of total shares of the Company				No. of shares	% of total shares of the Company
01.	Jayabalasingam Kandiah	307,700 299,680	4.13 4.02	01/04/2019 31/03/2020	(0.11)	Sale	299680	4.02
02.	Satellite Investments Ltd	80,000 80,000	1.07 1.07	01/04/2019 31/03/2020	0.00	N.A	80,000	1.07
03.	Sureshbhai Popatbhai Bhanderi	0 94,316	0 1.27	01/04/2019 31/03/2020	1.27	Purchase	94,316	1.27
04.	Harish L Metha	56,449 56,449	0.76 0.76	01/04/2019 31/03/2020	0.00	N.A.	56,449	0.76
05.	S Dharani Babu	49,500 49,500	0.66 0.66	01/04/2019 31/03/2020	0.00	N.A.	49,500	0.66
06.	Mahesh K Sachade	49,708 46,000	0.67 0.62	01/04/2019 31/03/2020	0.00	Sale	46,000	0.62

07.	Vasanta Metha	45,080 45,080	0.60 0.60	01/04/2019 31/03/2020	0.00	N.A.	45,080	0.60
08.	Venkatasubramanian	34,500 34,500	0.46 0.46	01/04/2019 31/03/2020	0.00	N.A.	34,500	0.46
09.	Amitabh Behani Vatsala Behani	36,375 33,000	0.49 0.44	01/04/2019 31/03/2020	(0.05)	Sale	33,000	0.44
10.	Anadkumar HUF	32,945 32,945	0.44 0.44	01/04/2019 31/03/2020	0.00	N.A.	32,945	0.44

E. SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sl. No	Shareholder's Name	Shareholding		Date	Increase/ (Decrease) in shareholding	Reason	Cumulative share holding during the year (01/04/2019 to 31/03/2020)	
		No. of shares at the beginning (01/04/2019)/ end of the year (31/03/2020)	% of total shares of the Company				No. of shares	% of total shares of the Company
Directors								
01.	Mr. K Bhaktha-vatsala Reddy	01/04/2019 31/03/2020	59,120 59,120	01/04/2019 31/03/2020	0.00 0.00	N.A N.A	59,120 59,120	0.79 0.79

IV. INDEBTEDNESS

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

	Secured Loans excluding deposits	**Unsecured Loans**	**Deposits**	**Total Indebtedness**
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	NA
ii) Interest due but not paid	Nil	Nil	Nil	NA
iii) Interest accrued but not due	Nil	Nil	Nil	NA
Total (i+ii+iii)	**NA**	**NA**	**NA**	**NA**
Change in Indebtedness during the financial year				
• Addition	—	6,50,000	—	6,50,000
• Reduction	—	—	—	—
Net Change	—	6,50,000	—	6,50,000
Indebtedness at the end of the financial year	—	—	—	—
i) Principal Amount	—	6,50,000	—	6,50,000
ii) Interest due but not paid	—	—	—	—
iii) Interest accrued but not due	—	—	—	—
Total (i+ii+iii)	—	6,50,000	—	6,50,000

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

B. Remuneration to other Directors: Nil

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD:

SN.	Particulars of Remuneration	Name of Key Managerial Personnel (Company Secretary)	Name of Key Managerial Personnel (CFO)	Total Amount (In Rupees)
		Ms. Sapna Tanwar	Mr. Ravindranath D Reddy	
1	Gross salary	1,50,000	3,60,000	5,10,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.00	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00	s0.00
2	Stock Option	0.00	0.00	0.00
3	Sweat Equity	0.00	0.00	0.00
4	Commission - as % of profit - others, specify	0.00	0.00	0.00
5	Others-contribution to	0.00	0.00	0.00
	funds Total	1,50,000	3,60,000	0.00

VI. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES (under the Companies Act, 2013)

No penalties/punishment/compounding of offences were levied under the Companies Act, 2013.

By order of the Board
For EPSOM Properties Limited

Place: Hyderabad
Date: 30.06..2020

Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504 Lodha Apartments, Sanath Nagar, Hyderabad 500018]

Kandala Bhakthavatsala Reddy
Director
DIN: 00697854
[Address: #3, 2nd Floor, 19th Cross, 17th Main Road, 3rd Sector, HSR Layout, Bengaluru 560102]

Annexure IV
FORM NO. AOC.2

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 arms length transactions under third proviso thereto

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

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

SL. NO.	PARTICULARS	DETAILS
(a)	Name(s) of the related party and nature of relationship	Chase Perdana Sdn Bhd (Malaysia) Promoter and Common Director
(c)	Duration of the contracts/arrangements/transactions	One Time
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Value for 2019-20 - Rs. 13,51,035/- (USD 18,900)
(e)	Date(s) of approval by the Board, if any:	22.07.2019
(f)	Amount paid as advances, if any:	No

By order of the Board
For and on behalf of EPSOM Properties Limited

Place: Hyderabad
Date: 30.06.2020

Mallour Rajesh Kumar
Managing Director
DIN: 08125774
[Address: 7-2-1669, Athena C 504 Lodha Apartments, Sanath Nagar, Hyderabad 500018]

Kandala Bhakthavatsala Reddy
Director
DIN: 00697854
[Address: #3, 2nd Floor, 19th Cross, 17th Main Road, 3rd Sector, HSR Layout, Bengaluru 560102]

Annexure V

The Certificate by the CEO of the Company concerning compliance with the Code of Conduct for Directors and Senior Management is given below:

Code of Conduct for Directors and Senior Management

CEO Confirmation

I hereby confirm that the Company has obtained from the Directors and Senior Management personnel affirmation that they have complied with the above code for and in respect of the year ended March 31, 2020.

Place: Hyderabad
Date: 30.06.2020

Mallour Rajesh Kumar
Managing Director
DIN: 08125774

Independent Auditor's Report

UDIN: 20218962AAAABX5965

30th June 2020

To
The Members of "**EPSOM Properties Limited**"

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **EPSOM Properties Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the 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, to loss and 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 specified under section 143(10) of the Act (SAs). 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 independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made 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 audit opinion on the standalone financial statements.

Key audit matters

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.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report and Annexures to Board's Report including Management Discussion and Analysis which is an integral part of the Board's Report, but does not include the standalone financial statements and our auditor's report thereon. As per the information and records provided to us the Company had sought the exemption under Regulation 15 of Security and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015. Hence, the Company's Board of Directors responsibility to prepare the Business Responsibility Report, Corporate Governance and Shareholder's Information shall not apply.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and 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 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 statements 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 Responsibilities for the Audit of the Standalone Financial Statements

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, individual 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 Ind AS 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 controls.

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 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 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.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

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

b) In our opinion, proper books of account as required by law have been kept by the

Company so far as it appears from our examination of those books.

c)The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014

e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

ii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

iv. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the order.

For A John Moris & Co.,
Chartered Accountants
FRN 007220 S

J Sebastin
Partner
M. No. 218962
UDIN: 20218962A AAABX5965

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Epsom Properties Limited** of even date)

Report on the Internal Financial Controls Over Financial Reporting 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 **EPSOM Properties 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 Board of Directors of the Company 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 respective 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.

Auditor's Responsibility

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.

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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over 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 A John Moris & Co.,
Chartered Accountants
FRN 007220 S

J Sebastin
Partner
M. No. 218962
UDIN: 20218962AAAABX5965

Annexure 'B' to the Independent Auditor's Report

(Referred to in paragraph 2 under Report on Other Legal and Regulatory Requirements 'section of our report to the Members of Epsom Properties Limited of even date)

i. In respect of the Company's fixed assets:

(a) TheCompanyhasmaintainedproperrecordsshowingfullparticulars,including quantitative details and situation of fixed assets.

(b) As explained to us, the fixed assets of the company have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.

ii. According to the information and explanations furnished to us, there are no inventories available with the company; the question of physical verification of the same does not arise.

iii. According to the information and explanations given to us, the company has not granted any loans, secured or unsecured, to or from companies, firms or other parties covered in the register required to be maintained under Section 189 of the Act.

iv. In our opinion and according to the information and explanations given to us, section 185 and I86 of the Companies Act, 2013 is not applicable.

v. The company has not accepted any deposits from public in accordance with the provisions of Section 73 to 76 of the Act and the rules framed there under.

vi. The Central Government has not prescribed maintenance of cost records for any of the activities of the company under Section 148 of the Act.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the undisputed statutory dues including Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of excise, Value Added Tax, Cess and any other statutory dues has been deposited properly.

(b) According to the information and explanations given to us, there were no undisputed statutory dues in arrears as at 31st March 2020 for a period of more than six months from the date they became payable.

viii. According to the information and explanations given to us, the company has not defaulted in repayment of loans and borrowings to a financial institution, bank, government or dues to debenture holder.

ix. The Company has not raised money by way of Initial public offer or further public offer and company has not raised any term loans during the year hence reporting under clause (ix) of the order is not applicable.

x. According to the information and explanation given to us, there is no fraud made by the company and on the company by its officers or employees been noticed or reported during the year

xi. The company has not paid managerial remuneration

xii. The company is not a Nidhi company and hence reporting under clause (xii) of the order is not applicable.

xiii. 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. The company has not made any Preferential allotment or Private placement of shares or fully convertible debentures during the year, since the requirement of section 42 of the companies Act ,2013 is not applicable.

xv. In our opinion and according to the information 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. The company is not required to get registered u/s 45-IA of the Reserve Bank India Act 1934.

For A John Moris & Co.,
Chartered Accountants
FRN 007220 S

J Sebastin
Partner
M. No. 218962
UDIN: 20218962AAAABX5965

PART I –BALANCE SHEET

EPSOM PROPERTIES LIMITED

Balance Sheet as at 31.03.2020

			(in Rupees)
Particulars	**Note No.**	**Figures as at the end of 31.03.2020**	**Figures as at the end of 31.03.2019**
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	1	-	2,498.00
(2) Current assets			
(a) Inventories			
(b) Financial Assets			
(i) Investments	2	334,100.00	334,100.00
(ii) Trade receivables		-	
(iii) Cash and cash equivalents	3	258,814.47	441,054.00
(iv) Bank balances other than (iii) above			
(v) Loans			
(c) Other current Asset	4	-	15,958.00
Total Assets		**592,914.47**	**793,610.00**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	5	74,528,000.00	74,528,000.00
(b) Other Equity	6	-74,905,175.52	-73,865,942.00
LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	7	650000	-
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade Payables		-	-
(iii) Other Financials Liabilities			
(b) Other current liabilities	8	320089.99	131,552.00
Total Equity and Liabilities		**592,914.47**	**793,610.00**

See accompanying notes to the financial statements

In terms of our report attached

By order of the Board,
For EPSOM Properties Limited

For A John Moris & Co
Chartered Accoutants
FRN 007220 S

J Sebastin
Partner
M.No 218962
Place: Chennai
Date: 30.06.2020

MALLOUR RAJESH KUMAR
Managing Director
DIN:08125774
Place: Hyderabad
Date: 30.06.2020

K BHAKTHAVATSALA REDDY
Director
DIN: 00697854
Place: Hyderabad
Date: 30.06.2020

PART II – STATEMENT OF PROFIT AND LOSS

EPSOM PROPERTIES LIMITED

Statement of Profit and Loss for the year ended 31.03.2020

(in Rupees)

	Particulars	Note No.	Figures for the year ended 31.03.2020	Figures for the year ended 31.03.2019
I	Revenue From Operations	9	1,144,944.38	-
II	Other Income	10	952.00	33,815.00
III	Total Income (I+II)		1,145,896.38	33,815.00
IV	EXPENSES Cost of materials consumed Purchases of Stock-in-Trade Changes in inventories of finished goods, Stock-in -Trade and work-in-progress Employee benefits expense	11	822,264.00	250,850.00
	Finance costs			
	Depreciation and amortization expense	12	2,498.00	3,329.00
	Other expenses	13	1,359,425.00	1,253,649.00
	Total expenses (IV)		2,184,187.00	1,507,828.00
V	Profit/(loss) before exceptional items and tax (I- IV)		(1,038,290.62)	(1,474,013.00)
VI	Exceptional Items	14		(332,106.00)
VII	Profit/(loss) before tax (V-VI)		(1,038,290.62)	(1,141,907.00)
VIII	Tax expense: (1) Current tax (2) Deferred tax		-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		(1,038,290.62)	(1,141,907.00)
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		(1,038,290.62)	(1,141,907.00)
XIV	Other Comprehensive Income A (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss B (i) Items that will be reclassified to profit or loss (ii) Income tax relating to items that will be reclassified to profit or loss	15	(942.90)	-
XV	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		(1,039,233.52)	(1,141,907.00)
XVI	Earnings per equity share (for continuing operation): (1) Basic		(0.14)	(0.15)
	(2) Diluted		(0.14)	(0.15)
XVII	Earnings per equity share (for discontinued operation): (1) Basic (2) Diluted			
XVIII	Earnings per equity share(for discontinued & continuing operations) (1) Basic		(0.14)	(0.15)
	(2) Diluted		(0.14)	(0.15)

See accompanying notes to the financial statements

For A John Moris & Co
Chartered Accoutants
FRN 007220 S

J Sebastin
Partner
M.No 218962
Place: Chennai
Date: 30.06.2020

By order of the Board,
For EPSOM Properties Limited

MALLOUR RAJESH KUMAR
Managing Director
DIN:08125774
Place: Hyderabad
Date: 30.06.2020

K BHAKTHAVATSALA REDDY
Director
DIN: 00697854
Place: Hyderabad
Date: 30.06.2020

EPSOM PROPERTIES LIMITED

OTHER COMPREHENSIVE INCOME AS AT 31.03.2020

(in Rupees)

PARTICULARS	Note No	For the period ended 31.03.2020	For the period ended 31.03.2019
Other comprehensive income			
Items that may be reclassified to profit or loss			
Changes in fair value of FVOCI debt instruments		-	-
Deferred gains/(losses) on cash flow hedges		-	-
Deferred costs of hedging		-	-
Share of other comprehensive income of associates and joint ventures accounted for using the equity method	15	-	-
Exchange differences on translation of foreign operations		(942.90)	-
Other comprehensive income/(loss) arising from discontinued operations		-	-
Net investment hedge gain		-	-
Income tax relating to these items		-	-
		(942.90)	
Items that will not be reclassified to profit or loss			
Changes in fair value of FVOCI equity instruments		-	-
Deferred gains/(losses) on cash flow hedges		-	-
Deferred costs of hedging		-	-
Share of other comprehensive income of associates and joint ventures accounted for using the equity method		-	-
Remeasurements of post-employment benefit obligations		-	-
Income tax relating to these items		-	-
Other comprehensive income for the period, net of tax		**-**	**-**
Total comprehensive income for the period		**-**	**-**

See accompanying notes to the financial statements

For A John Moris & Co
Chartered Accoutants
FRN 007220 S

J Sebastin
Partner
M.No 218962
Place: Chennai
Date: 30.06.2020

By order of the Board,
For EPSOM Properties Limited

MALLOUR RAJESH KUMAR
Managing Director
DIN:08125774
Place: Hyderabad
Date: 30.06.2020

K BHAKTHAVATSALA REDDY
Director
DIN: 00697854
Place: Hyderabad
Date: 30.06.2020

STATEMENT OF CHANGES IN EQUITY

EPSOM PROPERTIES LIMITED

Statement of Changes in Equity for the periodyear 31.03.2020

(in Rupees)

Note No. 6

A. Equity Share Capital

Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
74,528,000.00	-	74,528,000.00

B. Other Equity

	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
			Capital Reserve	Securities Premium Reserve	General Reserve - Other Reserves (specify nature)	Retained Earnings								
Balance at the beginning of the reporting period	-	-	35,960	-	244,480	(74,282,524)	-	-	-	136,142	-	-	-	(73,865,942)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the reporting period	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	35,960	-	244,480	(74,282,524)	-	-	-	136,142	-	-	-	(73,865,942)
Dividends	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	(1,039,234)	-	-	-	-	-	-	-	(1,039,234)
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period	**-**	**-**	**35,960**	**-**	**244,480**	**(75,321,758)**	**-**	**-**	**-**	**136,142**	**-**	**-**	**-**	**(74,905,176)**

EPSOM PROPERTIES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Particulars	2019-20	2018-19
Cash flow from operating activities	Rs. P.	Rs. P.
Net profit / (Loss) before taxation	(1,039,233.52)	(1,141,907.00)
Adjustments for :		
Loans & Advances written off		-
Depreciation	2,498.00	3,329.00
Operating profit before working capital changes	(1,036,735.52)	(1,138,578.00)
Decrease/(Increase) in loans & advances		
Decrease/(Increase) in Other Current Assets	15,958.00	(3,308.00)
Increase/(Decrease) in liabilities	188,537.99	(299,175.00)
Increase/(Decrease) in Fixed Assest		
Cash generated from operations	(832,239.53)	(1,441,061.00)
Cash flow from extraordinary item		
Net cash from operating activities	**(832,239.53)**	**(1,441,061.00)**
Cash flows from investing activities		
Investments/(Maturity) of Fixed Deposits		1,503,302.00
Net cash flow investing activities	**-**	**1,503,302.00**
Cash flow from financing activities		
Increase/(Decrease) in unsecured loans	650,000.00	
Net cash used in financing activities	**650,000.00**	**-**
Net increase/(decrease) in Cash and Cash Equivalents	(182,239.53)	62,241.00
Opening Balance of Cash and Cash Equivalents	441,053.00	378,812.00
Closing Balance of Cash and Cash Equivalents	258,814.47	441,053.00

For A John Moris & Co
Chartered Accoutants
FRN 007220 S

For and on behalf of board of directors

J Sebastin
Partner
M.No 218962
Place: Chennai
Date: 30.06.2020

MALLOUR RAJESH KUMAR
Managing Director
DIN:08125774
Place: Hyderabad
Date: 30.06.2020

K BHAKTHAVATSALA REDDY
Director
DIN: 00697854
Place: Hyderabad
Date: 30.06.2020

EPSOM PROPERTIES LIMITED

Notes forming part of financial statements

Note No 1

Plant Property and Equipment

Particulars	Gross Block			Depreciation			Net Block	
	As on 01/04/2019	Additions/Deletions	As on 31/03/2020	As on 01/04/2019	Additions/Deletions	As on 31/03/2020	As on 01/04/2019	As on 31/03/2020
A.Tangible								
Furniture & Fixtures	6,009	-	6,009	5,272	737	6,009	737	0
Office Equipments	6,800	-	6,800	5,039	1,761	6,800	1,761	0
Total	12,809.00	-	12,809.00	10,311.00	2,498.00	12,809.00	2,498.00	-

EPSOM PROPERTIES LIMITED

Notes forming part of financial statements

Note No 2

Investments

Particulars	As on 31.03.2020	As on 31.03.2019
Investment in equity instruments	334,100.00	334,100.00
Total	**334,100.00**	**334,100.00**

Note No 3

Cash and Cash equivalents

Particulars	As on 31.03.2020	As on 31.03.2019
Cash on hand	2,778.34	1,719.34
Balance with Bank		
On current account	256,036.13	439,334.66
Total	**258,814.47**	**441,054.00**

Note No 4

Other Current asset

Particulars	As on 31.03.2020	As on 31.03.2019
Income tax refund receivable	-	15,958.00
Total	**-**	**15,958.00**

Note No 5
Equity Share Capital

Particulars	As on 31.03.2020	As on 31.03.2019
Authorised :		
1,50,00,000 Equity Shares of Rs. 10/- each	150,000,000.00	150,000,000.00
Issued, subscibed and fully paid up Share capital		
74,52,800 Equity shares of Rs. 10/- each	74,528,000.00	74,528,000.00

Note No 7
Borrowings

Particulars	As on 31.03.2020	As on 31.03.2019
Loan from Mohan Swami	650,000.00	-
	650,000.00	-

Note No 8
Other Current Liabilities

Particulars	As on 31.03.2020	As on 31.03.2019
Audit fee payable	55,000.00	64,900.00
Professional fees payable	27,000.00	8,850.00
Salaries payable	27,000.00	30,000.00
TDS payable	5,000.00	27,802.00
Statutory Dues:		
IGST (Refer Note 16.6)	206,089.99	
Total	**320,089.99**	**131,552.00**

Note No 9
Revenue From Operations

Particulars	As on 31.03.2020	As on 31.03.2019
Sale of Service (Refer Note 16.6)	1,144,944.38	-
Total	**1,144,944.38**	**-**

Note No 10
Other Income

Particulars	As on 31.03.2020	As on 31.03.2019
Interest income from financial assets mandatorily measured at FVTPL	-	33,815.00
Income tax Refund Interest	952.00	-
Total	**952.00**	**33,815.00**

Note No 11

Employee benefits expense

Particulars	As on 31.03.2020	As on 31.03.2019
Salaries, wages and bonus	821,500.00	250,370.00
Staff welfare expenses	764.00	480.00
Total	**822,264.00**	**250,850.00**

Note No 12

Depreciation and amortization expense

Particulars	As on 31.03.2020	As on 31.03.2019
Depreciation on PPE	2,498.00	3,329.00
Total	2,498.00	3,329.00

Note No 13

Other expenses

Particulars	As on 31.03.2020	As on 31.03.2019
Rent & Electricity Charges	159,971	148,341
Rates And Taxes, Excludng Taxes On Income	87,708	331,363
Meeting Expenses	22,990	11,547
Audit Fees	55,000	75,400
Communication Expenses	7,188	13,445
Postage, Printing & Stationery	73,349	13,889
Legal & Professional Charges	560,676	540,346
Bank Charges	3,378	708
Travelling & Conveyance Expenses	1,280	13,140
Office Maintenance & Pooja Exp	1,755	3,100
Advertisement	32,130	102,370
Listing Exp	354,000	-
Total	**1,359,425**	**1,253,649**

Note No 14

Exceptional Items

Particulars Particulars	As on 31.03.2020	As on 31.03.2019
Details of exceptional items (Write back of current liabilities which is no longer payable)		332,106.00
Total	-	332,106.00

EPSOM PROPERTIES LIMITED

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note 15

Corporate information

M/s. EPSOM PROPERTIES LIMITED is registered with the Chennai Registrar of Companies as a Public Limited Company on 4th March, 1987 vide Registration no. L24231TN1987PLC014084.

The registered office of the company is located at REGENCY HOUSE, 2A, SECOND FLOOR, 250/7, ANNA SALAI, TEYNAMPET, CHENNAI Chennai TN 600006.

Note 16

Significant accounting policies

16.1 Basis of accounting and preparation of financial statements

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company is required to prepare its Financial Statements as per the Indian Accounting Standards('Ind AS') prescribed under section 133 of Companies Act,2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules,2015 as amended with effect from 1st April,2017.Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31st March, 2020, and a summary of the significant accounting policies and other explanatory information together hereinafter referred to as "Financial Statements". The figures for the previous year ended 31st March, 2019 and opening balance sheet as on 1st April 2019 have also been reinstated by the management as per the requirements of Ind AS.

(b) The company is not carrying on any commercial operations and incurred loss continuously and 100% of the share capital is eroded and the financial statements continue to be are prepared on a going concern basis on the assumption that the company will commence its operations in near future. The appropriateness of assumption of going concern is dependent upon the company's ability to generate enough cash flow in future to meet its obligations.

16.2 Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Although such estimates are made on a reasonable and prudent basis taking into account all available information, actual results could differ from those estimates.

16.3 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

16.4 Property Plant & Equipment

Fixed assets are stated at cost net of depreciation. The cost of an asset comprises its purchase price and any cost directly attributable for bringing the asset to its working condition and location for its intended use.

16.5 Depreciation and amortisation

(i) Depreciation is recognised so as to write off the cost of the asset less their residual values over the useful life using the Schedule II of the Companies Act,2013

(ii) Depreciation on additions is charged proportionately from the date of acquisition/installation.

(iii) Depreciation is provided on the pro-rata basis from the date the asset is being put to use.

16.6 Revenue recognition

Sale of Service Income is recognized based on the IND AS. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable. Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized, Revenue from contracts priced on a time and material basis are recognised when services are rendered and related costs are incurred. Revenue from overseas sale of service is recognised whereas the undisputed statutory due (GST) is not remitted to statutory authority. Hence, the exporter of service (EPSOM properties Limited) can claim refund of IGST only after remittence to GST Authority by filing GSTR1 (Table 6A) and GSTR 3B.

16.7 Investments

Investments will be classified into current investments and Non-Current investments. Current investments are carried at lower of cost or Market price on the relevant date. Non-Current investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Cost of investments include acquisition charges such as brokerage, fees and duties.

16.8 Employee benefits

Short term employee benefits including salaries, social security contributions, short term compensated absences (such as paid annual leave) where the absences are expected to occur within twelve months after the end of the period in which the employees render the related service, profit sharing and bonuses payable within twelve months after the end of the period in which the employees render the related services and non monetary benefits for current employees are estimated and measured on an undiscounted basis.

16.9 Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings, if applicable, to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan.

16.11 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

16.12 Provisions, Contingent Liabilities and Contingent Assets

Under Indian GAAP, the Group has accounted for provisions, including long-term provision, at the undiscounted amount. In contrast, Ind AS 37 requires that where the effect of time value of money is material, the amount of provision should be the present value of the expenditures expected to be required to settle the obligation. The discount rate(s) should reflect risks for which future cash flow estimates have been adjusted. Ind AS 37 also provides that where discounting is used, the carrying amount of a provision increases in each period to reflect the passage of time. This increase is recognized as borrowing cost. Contingent liabilities are not recognised but are disclosed in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

16.13 Operating Cycle

Based on the nature of activities of the company and normal time between acquisition of assets and their realisation of cash and cash equivalent, the company has determined operating cycle as 12 months for the purpose of classification of its assets and liabilities as non-current and current.

16.14 Statement of Cash Flow

The transition from Indian GAAP to Ind AS has not had a material impact on the statement of cashflows.

16.15 Other comprehensive income

Under Indian GAAP, the Group has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss according to Ind AS. Furthermore, Ind AS profit or loss is reconciled to total comprehensive income as per Ind AS.

EPSOM PROPERTIES LIMITED
NOTES FORMING PART OF FINANCIAL STATEMENTS

NOTE 17 : DISCLOSURES UNDER Ind AS 24 - RELATED PARTY TRANSACTIONS

Note	Particulars			
17	Related party transactions			
17.a	Details of related parties:			
	Names of related parties	Description of relationship		
1	Mr. MOHAN SWAMI	Director		
2	CHASE PERDANA SDN. BHD.	Promoter		
17.b	Details of related party transactions during the year ended 31 March, 2020 and balances outstanding as at 31 March, 2020:			
				Amount in Rs.
	Particulars	For the year ended March 31, 2020	For the year ended March 31, 2019	
	Transactions during the year			
	Consultancy and Professional Charges - Direct Income			
	CHASE PERDANA SDN. BHD.	1,144,944	-	
	Loan From Director			
	Mr. MOHAN SWAMI	650,000	-	
	Particulars	As at March 31, 2020	As at March 31, 2019	
	Balances Outstanding at the end of the year			
	Equity Share Capital			
	Share Capital- Mr. MOHAN SWAMI	29,528,790	29,528,790	
	Share Capital- CHASE PERDANA SDN. BHD.	12,430,210	12,430,210	
	Borrowings			
	Mr. MOHAN SWAMI	650,000	-	