



CMM INFRAPROJECTS LTD.

CIN - L45201MP2006PLC018506

108, Shalimar Corporate Centre, 8-B, South Tukoganj, Indore - 452 001

Phone : +91-731-2516386 Fax : +91-731-2527955

E-mail : cmm.kmundra@gmail.com

07th September, 2020

The Manager
Listing Department
National Stock Exchange of India Limited
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

Dear Sir/ Ma'am,

Subject: Submission of Annual Report for the Financial Year 2019-2020.

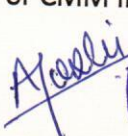
Ref.: Symbol: CMMIPL

Pursuant to Regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we are pleased to submit the copy Annual Report of the Company for the Financial Year 2019-2020.

Request you to take the afore-mentioned information in record and oblige

Thanking you,

For CMM Infraprojects Limited



Ankit Joshi
Company Secretary & Compliance Officer

Encl.: Annual Report for the Financial Year ended 31st March, 2020.

JAS-ANZ



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15th Annual Report
2019-2020

CMM INFRAPROJECTS LIMITED

Towards Green & Sustainable Future

CORPORATE INFORMATION

BOARD OF DIRECTORS

1. Shri Kishan Mundra	:	Chairman & Managing Director
2. Smt. Samta Mundra	:	Whole-Time Director
3. Smt. Laxmi Devi Mundra	:	Whole-Time Director
4. Shri Atul Chimanlal Sheth*	:	Independent Director
5. Shri Jitendra Tolani^	:	Independent Director
6. Shri Pranjal Dubey	:	Independent Director
7. Shri Sameer Tiwari^	:	Independent Director

AUDIT COMMITTEE

1. Shri Atul Chimanlal Sheth*	:	Independent Director- Chairman
2. Shri Pranjal Dubey	:	Independent Director- Chairman
3. Shri Kishan Mundra	:	Chairman & Managing Director- Member
4. Shri Jitendra Tolani^	:	Independent Director- Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

1. Shri Pranjal Dubey	:	Independent Director- Chairman
2. Smt. Samta Mundra	:	Whole-Time Director- Member
3. Shri Kishan Mundra	:	Chairman & Managing Director-Member

NOMINATION AND REMUNERATION COMMITTEE

1. Shri Pranjal Dubey	:	Independent Director- Chairman
2. Shri Atul Chimanlal Sheth*	:	Independent Director- Member
3. Shri Jitendra Tolani^	:	Independent Director- Member
4. Shri Sameer Tiwari ^	:	Independent Director-Member

CSR COMMITTEE

1. Shri Kishan Mundra	:	Chairman & Managing Director- Chairman
2. Shri Pranjal Dubey	:	Independent Director- Member
3. Smt. Samta Mundra	:	Whole-Time Director-Member

EXECUTIVE AND BORROWING COMMITTEE

1. Shri Kishan Mundra	:	Chairman & Managing Director- Chairman
2. Smt. Samta Mundra	:	Whole-Time Director- Member

NAME OF THE STOCK EXCHANGE

(Where the Company's Shares Listed)

NSE – SME PLATFORM

Exchange Plaza,

Plot no. C/1, G Block,

Bandra-Kurla Complex

Symbol: CMMIPL

REGISTERED OFFICE

108, Shalimar Corporate Center

8-B, South Tukoganj, Indore-452001 (M.P.)

CIN: L45201MP2006PLC018506

Tel: +91-731- 2516386

Email: cmm.kmundra@gmail.com

Website: www.cmminfra.com

REGISTRAR & SHARE TRANSFER AGENT

Link Intime India Private Limited

C-101, 247 Park, L B S Marg,

Vikhroli (West), Mumbai 400083, (M.H.)

Tel : + 91-22-49186000 - Fax: + 91-22-49186060

Website: www.linkintime.co.in

*Resigned w.e.f 16.02.2020

^Appointed w.e.f 27.02.2020

STATUTORY AUDITORS

M/s SPARK & Associates

Chartered Accountants

51, Scheme No. 53,

Near Medanta Hospital, Vijaynagar

Indore-452011 (M.P.)

SECRETARIAL AUDITORS

M/s Archana Maheshwari & Co.

Company Secretaries

“Kamal Kripa”, 97 Jaora Compound

Indore-452001 (M.P.)

COST AUDITORS

M/s Sushil Kumar Mantri &

Associates

Room No. 203/204, 565/1, M.G.

Road, behind Suvidha Petrol Pump,

Dhenu Market, Indore-452001 (M.P.)

BANKERS

Bank of Baroda

(Formerly Dena Bank)

8-B, Shalimar Corporate Center

South Tukoganj (Jail Road) Branch,

Indore – 452001 (M.P.)

COMPANY SECRETARY&

COMPLIANCE OFFICER

Ankit Joshi

CHIEF FINANCIAL OFFICER

Lokendra Singh Solanki

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NOTICE

NOTICE is hereby given that the 15th Annual General Meeting of the Members of CMM Infraprojects Limited will be held at the Registered Office of the Company at 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore – 452001 (M.P.) on 30th day of September, 2020 at 09.00 A.M. to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider, approve and adopt the audited financial statements of the Company for the year ended 31st March 2020, together with the Boards' and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Kishan Mundra (DIN: 00030739) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS**3. RATIFICATION OF REMUNERATION OF COST AUDITOR:**

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

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification (s) or re-enactment thereof for the time being in force) and subject to such Orders, Rules, Notifications, as may be promulgated by the appropriate authorities in this regard, M/s. Sushil Kumar Mantri & Associates (FRN: 101049) being the Cost Auditor appointed by the Board of Directors of the Company to conduct the audit of the Cost records of the Company for the financial year ending March 31, 2021, be paid the remuneration of Rs. 20,000/- (Rupees Twenty Thousands only) plus taxes as applicable and reimbursement of out of pocket expenses, if any, be and is hereby ratified and confirmed.”

4. REGULARIZATION OF APPOINTMENT OF MR. SAMEER TIWARI (DIN: 00883780) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT Mr. Sameer Tiwari (DIN: 00883780) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Independent) of the Company with effect from 27th February, 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Sameer Tiwari (DIN-00883780), who meets the criteria of independence as provided in Section 149(6) of the Act along with the Rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and has submitted a declaration to that effect, and is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 27th February, 2020 to 26th February, 2025 be and is hereby approved.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms with the Registrar of Companies and issue appointment letter to Mr. Sameer Tiwari (DIN-00883780) and filing of other necessary forms and documents with the Registrar of Companies.”

5. REGULARIZATION OF APPOINTMENT OF MR. JITENDRA TOLANI (DIN: 07152307) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT Mr. Jitendra Tolani (DIN: 07152307) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Independent) of the Company with effect from 27th February, 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company.

“RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Jitendra Tolani (DIN-07152307), who meets the criteria of independence as provided in Section 149(6) of the Act along with the Rules framed thereunder, and Regulation 16(1)(b) of SEBI Listing Regulations and has submitted a declaration to that effect, and is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing 27th February, 2020 to 26th February, 2025 be and is hereby approved.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the above resolution including certifying and filing of necessary forms with the Registrar of Companies and issue appointment letter to Mr. Jitendra Tolani (DIN: 07152307) and filing of other necessary forms and documents with the Registrar of Companies.”

By Order of the Board of Directors

Kishan Mundra
Chairman & Managing Director
DIN: 00030739

Indore, 04th September, 2020

Registered Office:
108, Shalimar Corporate Center,
8-B, South Tukoganj, Indore -452001

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. **A PERSON SHALL ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
3. The AGM will be held at the said venue by strictly adhering to Social Distancing norms and other safety protocols including face masks, hand sanitization etc. as per the latest guidelines/advisories/SOP issued by the Ministry of Health and Family Welfare, Government of India and the State/Local Government amid COVID-19 Pandemic. Entry to the venue will be made on 'first come, first basis' according to maximum permissible limit for a gathering at a place as per lock down restrictions prevailing at that time.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the meeting.
5. An Explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") in respect to Special Business to be transacted at the 15th Annual General Meeting is annexed hereto.
6. Register of Members and Share Transfer Books of the Company will remain closed from 23rd September, 2020 to 30th September, 2020 (both days inclusive).
7. Details of Directors retiring by rotation / seeking appointment / re-appointment at the ensuing Meeting are provided in the Annexure to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.
8. Members/Proxies are requested to :
 - a. Complete the attendance slip and deliver the same at the entrance of the venue.
 - b. Send their questions at least 10 days in advance of the Annual General Meeting about any further information on accounts so as to enable the Company to answer their question satisfactorily.
9. All documents referred to in the accompanying Notice and Explanatory Statements are open for inspection at the Registered Office of the Company on all working days except Saturday between 11.00 a.m. to 1.00 p.m. upto the date of the Annual General Meeting.
10. The Notice of the AGM along with the Annual Report 2019-2020 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same.
11. Members are requested to immediately notify any change in their address and E-mail IDs to the Registrar and Share Transfer Agent of the Company at the following address: Link Intime India Private Limited, C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai- 400083, Tel .+91-22- 49186000, Fax +91-22-49186060.
12. The Ministry of Corporate Affairs ("MCA") has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document by a Company can be made through electronic mode.

Or

Since the requirement of printing and dispatch of hard copy of annual report to the shareholders are dispensed with for listed entities who conduct their AGMs during the calendar year 2020 (i.e. till December 31, 2020) by SEBI vide its circular no.

SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020, therefore the Annual Report for the FY 2019-2020 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-2020 will also be available on the Company's website.

13. SEBI has mandated the submission of PAN by every participant of the securities market. Members are, therefore, requested to submit their PAN to their respective DPs with whom they are maintaining their demat accounts.
14. The Equity Shares of the Company are listed on EMERGE platform of National Stock Exchange of India Limited.
15. A route map and prominent land mark for easy location to the venue of AGM is attached to this Notice.
16. Members may also note that the Notice of the 15th Annual General Meeting and the Annual Report for the FY 2019-2020 will also be available on the Company's website for the purpose of downloading. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, for any communication, the shareholders may also send request to the Company's investor email id: cmm.kmundra@gmail.com.
17. Members may also note that the Annual Report for the year 2019-2020 is also available on Company's website www.cmminfra.com.
18. The Company has appointed CS Archana Maheshwari, Proprietor of M/s Archana Maheshwari & Co., Practicing Company Secretaries, as the Scrutinizer who will scrutinize the voting process in a fair and transparent manner.
19. As the Company is listed on SME Exchange [Company covered under Chapter XB of SEBI (Issue of Capital Disclosure Requirements) Regulations, 2009] pursuant to Rule 20 of the Companies (Management and Administration) Rules, it is not required to provide remote e-voting facility to its Shareholders.

By Order of the Board of Directors

Kishan Mundra
Chairman & Managing Director
DIN: 00030739

Indore, 04th September, 2020

Registered Office:

108, Shalimar Corporate Center,
8-B, South Tukoganj, Indore -452001

ANNEXURE TO THE NOTICE

Explanatory Statement pursuant to section 102 of the Companies Act, 2013:

In respect of Item No. 3: Ratification of Remuneration of Cost Auditor:

In pursuance of Section 148 of the Companies Act, 2013 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014, read with Companies (Cost Records and Audit) Rules, 2014, the Board of Directors of the Company, upon recommendation of Audit Committee, is required to appoint an individual who is a Cost Accountant in practice or a firm of Cost Accountants in practice, as cost auditor.

The remuneration of the cost auditor is required to be recommended by Audit Committee, approved by the Board of Directors and ratified by the members.

On recommendation of Audit Committee at its meeting held on September 04, 2020, the Board has considered and approved appointment of M/s Sushil Kumar Mantri & Associates (FRN - 101049) for conducting the audit of the Company's cost records for financial year 2020-2021 at a remuneration of Rs. 20,000/- (Rupees Twenty Thousand only) plus taxes as applicable and reimbursement of out of pocket expenses, if any.

Your Directors recommend the resolution set out at Item No. 03 to be passed as an Ordinary resolution by the members for approval and ratification by the Members in terms of Section 148 of the Companies Act, 2013.

None of the Promoter, Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution as set out at Item no. 03.

In respect of Item No. 4: Regularization of Appointment of an Independent Director:

Mr. Sameer Tiwari (DIN: 00883780) was appointed as an Additional Director by the Board of Directors on 27th February, 2020. In accordance with the provisions of Section 161 of the Companies Act, 2013, pursuant to the said section the above director holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of section 160 of the Companies Act, 2013. Mr. Sameer Tiwari (DIN: 00883780) is not disqualified from being appointed as a Director in terms of section 164 of the act. Section 149 of the Act stipulates the criteria of Independence and pursuant to said section an independent director can hold office for a term upto 5(five) consecutive years on the Board of the company and shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Mr. Sameer Tiwari (DIN: 00883780) that he meets the criteria of Independence as prescribed under sub-section(6) of section 149 of the Act and under SEBI (LODR) Regulation.

Brief resume of Mr. Sameer Tiwari (DIN: 00883780) together with other details as required under SEBI (LODR) Regulation is provided as an annexure to the notice calling Annual General Meeting. The Board feels that presence of Mr. Sameer Tiwari (DIN: 00883780) on the Board is desirable and would be beneficial to the company and hence recommend the resolution for adoption.

Your Directors recommend the resolution set out at Item No. 04 to be passed as an Ordinary resolution by the members for approval.

Except Mr. Sameer Tiwari (DIN: 00883780), None of the Promoter, Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution as set out at Item no. 04.

In respect of Item No. 5: Regularization of Appointment of an Independent Director:

Mr. Jitendra Tolani (DIN: 07152307) was appointed as an Additional Director by the Board of Directors on 27th February, 2020. In accordance with the provisions of Section 161 of the Companies Act, 2013, pursuant to the said section the above director holds office up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing from a member of the company proposing his candidature for appointment as Director of the Company in accordance with the provisions of section 160 of the Companies Act, 2013. Mr. Jitendra Tolani (DIN: 07152307) is not disqualified from being appointed as a Director in terms of section 164 of the act. Section 149 of the Act stipulates the criteria of Independence and pursuant to said section an independent director can hold office for a term upto 5(five) consecutive years on the Board of the company and shall not be included in the total number of directors for retirement by rotation. The Company has received a declaration from Mr. Jitendra Tolani (DIN: 07152307) that he meets

the criteria of Independence as prescribed under sub- section(6) of section 149 of the Act and under SEBI (LODR) Regulation.

Brief resume of Mr. Jitendra Tolani (DIN: 07152307) together with other details as required under SEBI (LODR) Regulation is provided as an annexure to the notice calling Annual General Meeting. The Board feels that presence of Mr. Jitendra Tolani (DIN: 07152307) on the Board is desirable and would be beneficial to the company and hence recommend the resolution for adoption.

Your Directors recommend the resolution set out at Item No. 04 to be passed as an Ordinary resolution by the members for approval.

Except Mr. Jitendra Tolani (DIN: 07152307), None of the Promoter, Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise in the resolution as set out at Item no. 05.

By Order of the Board of Directors

Kishan Mundra
Chairman & Managing Director
DIN: 00030739

Indore, 04th September, 2020

Registered Office:
108, Shalimar Corporate Center,
8-B, South Tukoganj, Indore -452001

ANNEXURE-I TO ITEM NOS. 4 AND 5 OF THE NOTICE

Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by Institute of Company Secretaries of India, following information is furnished about the Directors proposed to be appointed / re-appointed.

Name	Mr. Sameer Tiwari	Mr. Jitendra Tolani
Director Identification Number	00883780	07152307
Designation	Non-Executive Independent Director	Non-Executive Independent Director
Date of Birth/ Age	26-09-1973 (47 years)	08-07-1982 (38 years)
Date of appointment on the Board	27-02-2020	27-02-2020
Brief resume including experience	Mr. Sameer Tiwari is an engineering graduate with the masters in management (Marketing), started career in Mid 1990's & has 15+ years of entrepreneurial experience in diversified areas of IT. His Experience includes Sales and marketing, technology, strategic business planning and overall management of Multi location business.	Mr. Jitendra Tolani is Graduate in B.com from IPS Academy, Indore. He has experienced in the field of Manufacturing of Sewing Machines.
Relationship with other Directors, Managers and other Key Managerial Personnel of the company	None	None
Other Directorships	1. Abacus Consultancy Service (India) Pvt. Ltd. 2. Star Novation Pvt. Ltd. 3. Abacus Innovation (India) Pvt. Ltd. 4. Indianow365 Media Pvt. Ltd. 5. Persipent IT Solutions Pvt. Ltd.	1. Wondar Sewing Machines Pvt. Ltd.
Chairmanships/Memberships of committees of other companies	Nil	Nil
Equity Shares held in the Company (as on March 31, 2020)	Nil	Nil
No. of Board Meetings attended during FY 2019-2020	Nil	Nil

By Order of the Board of Directors

Kishan Mundra
Chairman & Managing Director
DIN: 00030739

Indore, 04th September, 2020

Registered Office:
108, Shalimar Corporate Center,
8-B, South Tukoganj, Indore -452001

BOARD'S REPORT

To,
The Members of
CMM Infraprojects Limited

have the pleasure of presenting the 15th Annual Report of the Company on the business and operations of the Company together, with the audited financial statements for the financial year ended March 31, 2020.

SYNOPSIS OF PROFIT AND LOSS ACCOUNT

The Company's Performance during the financial year ended March 31, 2020 as compared to the previous financial year is summarised below:

Particulars	2019-20	2018-19
Revenue from operations	70,32,82,547	98,29,73,192
Other income	1,36,44,244	2,22,53,323
Total revenue	71,69,26,791	1,00,52,26,515
Expenses	70,78,57,013	99,77,75,229
Profit/ (Loss) before interest, depreciation, amortization and taxes (EBITDA)	9,49,93,409	11,19,52,447
Depreciation and Amortisation	2,28,72,223	2,74,27,296
Finance Cost	6,30,51,408	7,70,73,865
Profit before tax	90,69,778	74,51,286
Tax expenses	(19,70,058)	(4,34,529)
Profit after tax	1,10,39,836	78,85,815

CHANGE IN THE NATURE OF BUSINESS

The Company is primarily into the business of construction of government infrastructure projects and development of various public civil construction/infrastructural projects in Building and Road sector. During the year under review. There has been no change in the nature of the business of the Company.

HIGHLIGHTS OF FINANCIAL PERFORMANCE

During the year under review, your Company's total revenue stood at Rs. 71,69,26,791/- as compared to Rs. 1,00,52,26,515/- for the previous year, representing an reduction of 28.68% profit before tax stood at Rs. 90,69,778/- for the year under review as compared to Rs. 74,51,286/- for the previous year representing an increase of 21.72%.

DIVIDEND

To cater the growing need of funds for business operations, your Directors have decided not to recommend any dividend on Equity Shares for the year under review.

TRANSFER TO RESERVES

It is not proposed to transfer any amount to reserve out of the profits earned during the FY 2019-2020.

DEPOSITS FROM PUBLIC

The Company has not accepted any deposits from public during the year under review to which the provisions of Section 73 of the Companies Act, 2013 are applicable.

EMERGENCE OF COVID-19 PANDEMIC

The outbreak of CoVID-19 was declared as a pandemic by the World Health Organization, which has infected millions number of people globally. CoVID-19 is seen having an unprecedented impact on people and economies worldwide. Due to CoVID-19 and in compliance with the directives of the Government of India/State Government / Local Authorities, the Company had during lockdown continued with the operations at different site at Madhya Pradesh. The uncertainty arising from the extended lockdown and the evolving situation while restarting the work may delay completion of the work.

The Company is following Government Directives regarding health and safety of all employees and has already adopted the practice of work from home for its employees in order to minimize the risk and contain the spread of CoVID-19. In the operations, focus is being maintained on social distancing and hygienic practices, for the safety of the workers/labours at different sites.

MATERIAL CHANGES AND COMMITMENT BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

No material changes or commitments, affecting the financial position of the Company have occurred between the end of the financial

year of the Company, to which the financial statements relate, i.e. 31st March, 2020 and the date of the Board's Report.

SHARE CAPITAL POSITION AS ON 31ST MARCH, 2020**AUTHORIZED CAPITAL:**

1,60,00,000 Equity Shares of face value of Rs. 10/- each aggregating to Rs. 1600.00 Lakhs.

ISSUED, SUBSCRIBED AND PAID-UP SHARE CAPITAL:

1,56,73,260 Equity Shares of face value of Rs. 10/- each aggregating to Rs. 1567.33 Lakhs

PAYMENT OF LISTING FEES

Annual listing fee for the year 2020-2021 has been paid by the Company to NSE Limited where the shares of the Company are listed. Annual Custody/Issuer fee for the year 2020-2021 has also been paid by the Company to National Securities Depository Limited and Central Depository Services (India) Limited.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to the financial statements. During the year, such controls were evaluated and no reportable deficiency in the design or operations of such controls were observed.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year under review were on arm's length basis and were in the ordinary course of the business. During the year, the Company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company. The disclosure of related party transactions as required to be made under Section 134(3) (h) of the Companies Act, 2013 in Form AOC -2 is therefore, not applicable.

PARTICULARS OF LOANS, GUARANTEES OF INVESTMENTS

Your Company has not given any loans or guarantees or made investment beyond the limits mentioned under Section 186 of the Companies Act, 2013.

Kindly refer the financial statements for the loans, guarantees and investments given/ made by the Company, if any, as on March 31, 2020.

DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2020, the Board of Directors hereby confirms that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures if any;
2. Such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on March 31, 2020 and of the profits of the Company for the year ended on that date;
3. Proper and sufficient care was 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;
4. The annual accounts of the Company have been prepared on a going concern basis;
5. Internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Kishan Mundra, Managing Director of the Company retires by rotation in accordance with the provisions of the Article of Associations of the Company and being eligible offer himself for re-appointment. The Board recommends his re-appointment.

The Directors on the Board have submitted notice of interest under Section 184(1) i.e. in Form MBP-1, intimation under Section 164(2) i.e. in Form DIR-8 and declaration as to compliance with the Code of Conduct of the Company.

Details of the proposal for appointment/ re-appointment of Directors are mentioned in the Notice of the Annual General Meeting.

CONFIRMATION OF APPOINTMENT

1. Pursuant to the provisions of the section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company, Mr. Sameer Tiwari (DIN: 00883780) is appointed as Additional Director of the Company with effect from 27th February, 2020 and he shall hold office only up to the date of this Annual General Meeting and being eligible offer himself for appointment as Independent Director of the Company to hold office for 5 (five) consecutive years.
2. Pursuant to the provisions of the section 161(1) of the Companies Act, 2013 read with the Articles of Association of the company, Mr. Jitendra Tolani (DIN: 07152307) is appointed as Additional Director of the Company with effect from 27th February, 2020 and he shall hold office only up to the date of this Annual General Meeting and being eligible offer himself for appointment as Independent Director of the Company to hold office for 5 (five) consecutive years.

KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Section 203 of the Act read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Key Managerial Personnel of the Company as on 31st March 2020 are summarized below:

Mr. Kishan Mundra Chairman & Managing Director	DIN: 00030739
Mrs. Samta Mundra Whole-Time Director	DIN: 00030837
Mrs. Laxmi Devi Mundra Whole-Time Director	DIN: 00030794
Mr. Lokendra Singh Solanki	CFO
Mr. Ankit Joshi	CS

DECLARATIONS BY INDEPENDENT DIRECTORS

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence and that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective of independent judgment and without any external influence, pursuant to Regulation 25 of the Listing Regulations. None of the Directors have been subjected to any disqualification under the Act.

CERTIFICATE OF NON DISQUALIFICATION OF DIRECTORS UNDER REGULATION 34 (3)

The Certificate of Non Disqualification of Directors under Regulation 34 (3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as “**Annexure F**” and forms a part of this Report.

BOARD MEETINGS

Four (04) meetings of Board of Directors were convened during the financial year under review on the following dates 30.05.2019; 04.09.2019; 14.11.2019 and 27.02.2020.

Name of Directors'	Number of Meetings attended/ Total Meetings held during the F.Y. 2019-2020	Last AGM Attended
Mr. Kishan Mundra	05/05	Yes
Mrs. Laxmi Devi Mundra	05/05	Yes
Mrs. Samta Mundra	05/05	Yes
Mr. Atul Chimanlal Sheth *	04/04	No
Mr. Pranjal Dubey	05/05	Yes
Mr. Jitendra Tolani#	--	N.A.
Mr. Sameer Tiwari#	--	N.A.

*Resigned on 16.02.2020

#Appointed on 27.02.2020

SEPERATE MEETING OF INDEPENDENT DIRECTORS

As stipulated by the Code of Independent Directors under the Companies Act, 2013; a separate meeting of the Independent Directors of the Company is required to be held every year. As per Circular no. General Circular No. 11 /2020 dated 24-03-2020 whereby due to CoVID-19 pandemic several relaxations have been given by MCA. As per Circular "As per Para VII (1) of Schedule IV to the CA-13, independent directors (IDs) are required to hold at least one meeting without the attendance of Non Independent directors and members of management. For the financial year 2019-2020, if the IDs of a company have not been able to hold such a meeting, the same shall not be viewed as a violation. The IDs, however, may share their views amongst themselves through telephone or e-mail or any other mode of communication, if they deem it to be necessary." Generally before the end of FY the IDs of the company held their meeting but nationwide lockdown due to CoVID-19, the same could not be held. Considering the same, the IDs of the company decided not to call their meeting and hence the meeting is not held for the FY 19-20.

COMMITTEE OF THE BOARD

The Company has following five Committees:

Audit Committee:

The Company has constituted Audit Committee as per requirement of section 177 of the Companies Act 2013 and Regulation 18 of the SEBI (LODR) Regulations, 2015. The terms of reference of Audit Committee are broadly in accordance with the provisions of SEBI (LODR) Regulations, 2015 and Companies Act, 2013. The constitution of the Audit Committee was approved by the Board of Directors. The Audit Committee comprises of the following Directors of the Company:

S. No.	Name of Director	Nature of Directorship	Designation in the Committee	No. of Meeting attended
1.	Mr. Pranjal Dubey	Independent Director	Chairman	5
2.	Mr. Jitendra Tolani*	Independent Director	Member	N.A.
3.	Mr. Kishan Mundra	Managing Director	Member	5
4.	Mr. Atul Chimanlal Sheth#	Independent Director	Member	4

*Appointed on 27.02.2020

#Resigned on 16.02.2020

The Audit Committee which met five times during the year 2019-2020, held its meetings on 08-04-2019; 30-05-2019; 04-09-2019; 14-11-2019 and 27-02-2020.

Nomination and Remuneration Committee:

The Company has constituted a Nomination and Remuneration Committee in accordance with section 178 of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. The constitution of the Nomination and Remuneration Committee was approved by a Meeting of the Board of Directors held. The Nomination and Remuneration Committee comprises of the following Directors of the Company:

S. No.	Name of Director	Nature of Directorship	Designation in the Committee	No. of Meeting attended
1.	Mr. Pranjal Dubey	Independent Director	Chairman	1
2.	Mr. Atul Chimanlal Sheth#	Independent Director	Member	-
3.	Mr. Jitendra Tolani*	Independent Director	Member	N.A.
4.	Mr. Sameer Tiwari*	Independent Director	Member	N.A.

*Appointed on 27.02.2020

#Resigned on 16.02.2020

The Committee which met once during the year 2019-2020, held its meeting on 27-02-2020.

Stakeholders' Relationship Committee:

The Company has constituted a Shareholder/Investors Grievance Committee ("Stakeholders Relationship Committee") to redress complaints of the shareholders. The Committee was constituted by the Board. The Stakeholders' Relationship Committee comprises the following Directors:

S. No.	Name of Director	Nature of Directorship	Designation in the Committee	No. of Meeting attended
1.	Mr. Pranjal Dubey	Independent Director	Chairman	1
2.	Mrs. Samta Mundra	Whole-Time Director	Member	1
3.	Mr. Kishan Mundra	Managing Director	Member	1

The Committee which met once during the year 2019-2020, held its meeting on 25-04-2019.

Corporate Social Responsibility (CSR) Committee:

Company has constituted a CSR Committee in accordance with the provisions of section 135 of Companies Act, 2013. The constitution of the CSR Committee was approved by a meeting of the Board and reconstituted as per requirements. The CSR Committee comprises the following Directors:

S. No.	Name of Director	Nature of Directorship	Designation in the Committee	No. of Meeting attended
1.	Mr. Kishan Mundra	Managing Director	Chairman	1
2.	Mr. Pranjal Dubey	Independent Director	Member	1
3.	Mrs. Samta Mundra	Whole-time Director	Member	1

During the year, one meeting of the CSR Committee was held on 27-02-2020.

Executive and Borrowing Committee:

Board of Directors has voluntarily constituted Borrowing Committee of the Board and powers of Borrowing were delegated to the said committee. This Committee comprises the following directors:

S. No.	Name of Director	Nature of Directorship	Designation in the Committee	No. of Meeting attended
1.	Mr. Kishan Mundra	Managing Director	Chairman	-
2.	Mrs. Samta Mundra	Whole-Time Director	Member	-

During the year under review no meeting was held.

RISK MANAGEMENT

Your Company is well aware of risks associated with its business operations and various project under execution. Comprehensively risk management system is being put in place involving classification of risk, adoption of risk mitigation measures and strong mechanism to deal with potential risks and situation leading to rise of risks in an effective manner. The Company is constantly on the lookout for identifying opportunities to enhance its enterprise value and keeping the need to minimize the risks associated with such efforts, every proposal of significant nature is screened and evaluated for the risks involved and then approved at different levels in the organisation before implementation.

Senior professionals conversant with risk management systems have been entrusted with the said task with a brief to implement the risk management.

The Company is not statutorily required to form risk management committee. However, the Audit Committee of the Company evaluates the risk management system regularly.

SUBSIDIARIES AND ASSOCIATES

The Company doesn't have any subsidiary, associate or joint venture during the Financial Year 2019-2020 as well as at the beginning or closing of the Financial Year.

DEMATERIALIZATION:

As on March 31, 2020, all equity shares of the Company are held in dematerialized form. The breakup of the equity shares as on March 31, 2020 is as follows:

Particulars	No. of Shares	Percentage
NSDL	78,65,768	50.19
CDSL	78,07,492	49.81
Total	1,56,73,260	100.00

RECONCILIATION OF SHARE CAPITAL AUDIT

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL) and Central Depository Service (India) Limited (CDSL) tally with the total number of issued, paid up, listed and admitted capital of the Company.

POSTAL BALLOT

During FY 2019-2020, no ordinary or special resolutions were passed through postal ballot. No special resolution is proposed to be conducted through postal ballot.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended March 31, 2020 made under the provisions of Section 92(3) of the Act is as “**Annexure A**” forming part of this report.

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

The Company has in place an Anti Harassment Policy in line with the requirements of the Sexual Harassment of Women at Work Place (Prevention, prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees) are covered under policy. There was no complaint received from any employee during the financial year 2019-2020 and hence no complaint is outstanding as on 31.03.2020 for redressal.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a Vigil Mechanism which also incorporates a Whistle Blower Policy in line with the provisions of the Companies Act, 2013 and the Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to report genuine concerns or grievances. The Vigil Mechanism/ Whistle Blower Policy may be accessed on the Company's website.

(Link: <http://www.cmminfra.com/wp-content/uploads/2017/12/Whistle-Blower-Policy.pdf>)

POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

The policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013, and under Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 adopted by the Board, is appended as “**Annexure B**” forming part of this report.

Annual evaluation by the Board

The evaluation framework for assessing the performance of directors comprises of the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings.
- ii. Quality of contribution to Board deliberations.
- iii. Strategic perspectives or inputs regarding future growth of company and its performance.
- iv. Providing perspectives and feedback going beyond the information provided by the management.
- v. Commitment to shareholder and other stakeholder interests.

The evaluation involves self-evaluation by the Board Member and subsequently assessment by the Board of directors. A member of the Board will not participate in the discussion of his/her evaluation.

CORPORATE GOVERNANCE

The Listing Regulations (Amended from time to time) has provided exemption under regulation 15(2)(b) from applicability of Corporate Governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V in respect of listed entity which has listed its specified securities on the SME Exchange.

Your Company falls under the exemption criteria as laid down under Regulation 15(2) (b) and therefore, not required mandatorily to comply with the said regulations.

The Company therefore is not required to make disclosures in Corporate Governance Report as specified in Para C of Schedule V to the Listing Regulations.

Hence no Corporate Governance Report is required to be disclosed/attached with Annual Report. It is important to mention that the Company follows majority of the provisions of the Corporate Governance voluntarily.

SHAREHOLDING PATTERN**Distribution of Shareholding as on March 31, 2020:**

Sr. No.	Shareholding of Shares		Number of Shareholders	% of Total	Shares	% of Total Share Capital
1.	1	500	1	0.16	100	0.00
2.	501	1000	1	0.16	539	0.00
3.	1001	2000	3	0.49	5000	0.04
4.	2001	3000	377	61.50	1131000	7.22
5.	3001	4000	2	0.33	7613	0.05
6.	4001	5000	1	0.16	5000	0.03
7.	5001	10000	114	18.60	777900	4.96
8.	10001	And above	114	18.60	13746108	87.70
	Total		613	100.00	15673260	100.00100

Category wise holding summary as on March 31, 2020:

Category	No. of Securities	No. of Shareholders	% of Issued Capital
Clearing Member	6100	2	0.04
Other Bodies Corporate	1306901	33	8.34
Other Bodies Corporate (Promoter Group)	1268980	5	8.10
Hindu Undivided Family	230497	46	1.47
Non Resident Indians	42000	6	0.27
Non Resident (Non Repatriable)	24000	1	0.15
Public	4165289	512	26.57
Promoters	7980533	6	50.92
Hindu Undivided Family (Promoter Group)	648960	2	4.14
Total	15673260	613	100.00

CODE OF CONDUCT

Regulation 17(5) of SEBI (LODR) Regulations requires listed companies to lay down a Code of Conduct for its Directors and Senior Management, incorporating duties of Directors as laid down in the Companies Act, 2013. The Company has adopted a Code of Conduct for all Directors and Senior Management of the Company which is applicable with effect from the date of listing of the Company i.e. 12th October, 2017 and same has been hosted on the website of the Company.

IMPACT OF COVID-19

The global economy is confronting with an unprecedented CoVID- 19 pandemic which has a rippling effect on the real GDP business of all the affected countries. In Indian context, almost all the sectors are impacted due to lock down and the social distancing restrictions, migration of labour, unavailability of labour at sites and etc, resulting in delays in completion of projects followed by delays in release of payments from various departments whose works are being performed at different places, which affected the financial stability of the Company. The resilience depends on the health & societal factors like disease progression, vaccine development, spending habits, timely availability of labour force etc.

Despite uncertainty surrounding the CoVID-19 pandemic and lockdown restrictions, the Company believes that, post lockdown; supportive measures and stimuli from the Central/State and Local Government & Reserve Bank of India will help the economy to regain its growth. The company expect that Government of India Schemes like Atma Nirbhar Bharat, Make in India etc. will boost the domestic sector immensely.

However the impact assessment of CoVID-19 is a continuing process, given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions.

AUDITORS, THEIR REPORT AND COMMENTS BY THE MANAGEMENT**STATUTORY AUDITORS**

M/s. SPARK & Associates, Chartered Accountants (FRN: 005313C), the Statutory Auditors of the Company were appointed as the Statutory Auditors of the Company in the 13th Annual General Meeting held on 29th September, 2018 for a period of five years i.e. till the conclusion of 18th Annual General Meeting.

The Ministry of Corporate Affairs (MCA) vide its notification dated 07th May, 2018 has omitted the requirement under first proviso to

Section 139 of the Companies Act, 2013 and rule 3(7) of the Companies (Audit & Auditors) Rules, 2014, regarding ratification of appointment of Statutory Auditors by Shareholders at every subsequent Annual General Meeting.

Further, there was no fraud in the Company, which was required to report by statutory auditors of the Company under sub-section (12) of Section 143 of Companies Act, 2013.

SECRETARIALAUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made there under, the Board has appointed **M/s. Archana Maheshwari & Co., Practicing Company Secretaries**, to conduct the Secretarial Audit of the Company for the financial year 2019-2020. The Secretarial Audit Report for the financial year 2019-2020 in prescribed Form MR-3 is appended hereto as “**Annexure C**” forming part of this report.

The Secretarial Audit report contains the following qualifications, reservations or adverse remarks as follows:

1. Internal Auditor was not appointed for the Financial Year 2019-20 in accordance with Section 138 of the Companies Act, 2013;
2. The Cost Audit Report for the financial year 2018-19 in prescribed E-form CRA-4 is still pending for filing.
3. The Composition of Nomination & Remuneration Committee is in non-compliance till 26-02-2020 as per the provisions of the Companies Act, 2013.
4. In terms of Section 135 of the Companies Act, 2013, the Company has unspent amount of INR 14,04,700/- of Corporate Social Responsibility for the Financial Year under review.

Managements' Reply:

1. The Company had tried to find an internal auditor for the financial year 2019-2020, however could not find a suitable candidate. The management will comply the same for the financial year 2020-2021.
2. The management will try to file the pending cost audit report with the Registrar of the Company as soon as possible. The management further make sure to comply with the provisions related to Cost Audit within time line in future.
3. The committee's constitution was in non-compliance till 27th February, 2020, consequent to Resignation of one of a Non-Executive Director of the Company. During the year under review, the Company approached number of professional for the position, however could not find a suitable person. Hence, the non compliance persists till 27.02.2020 in the Nomination and Remuneration Committee in line with the provisions of Companies Act, 2013.
4. The Company is in the identification of Suitable projects for spending the unspent amount. The management will comply with the provisions at the earliest.

INTERNALAUDITOR

In accordance with the provisions of section 138 of the Companies Act, 2013 and Rules framed thereunder, your Company has appointed **M/s. BDMV & CO.** Chartered Accountant (Firm Registration No. : 101256W), as the Internal Auditor of the Company for Financial year 2020-2021.

COSTAUDITOR

The Board of Directors has appointed **M/s. Sushil Kumar Mantri & Associates**, Cost Accountant in Practice as Cost Auditors (Firm Registration No.: 101049) to undertake audit of the cost accounting records of the Company for the financial year 2020-2021. A resolution regarding ratification of the remuneration to **M/s. Sushil Kumar Mantri & Associates**, forms part of the Notice convening the 15th Annual General Meeting of the Company.

Further the E-form CRA-4 for the last four financial years i.e. 2015-16, 2016-17, 2017-18 and 2018-19 is not filed with the Registrar of Companies.

PARTICULARS OF THE EMPLOYEES AND RELATED DISCLOSURES

None of the employee has received remuneration exceeding the limit as stated in rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are given in the “**Annexure D**” forming part of this report.

DISCLOSURE PURSUANT TO SECTION 134(3)(M) OF THE COMPANIES ACT 2013 READ WITH RULE 8 OF THE COMPANIES (ACCOUNTS), RULES 2014:

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption and foreign exchange earnings and outgo during the year under review are as below:

Conservation of Energy

- (i) the steps taken or impact on conservation of energy : N.A.
- (ii) the steps taken by the company for utilising alternate sources of energy : N.A.
- (iii) the capital investment on energy conservation equipments : N.A.

Technology Absorption

- (i) the efforts made towards technology absorption : N.A.
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution : N.A.
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year) : N.A.
- (a) the details of technology imported;
- (b) the year of import;
- (c) whether the technology been fully absorbed;
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;
- (iv) the expenditure incurred on Research and Development : N.A.

Foreign Exchange Earning & Outgo

1.	Activities relation to export; initiative taken to increase export, development of new export markets for products and service, and export plan	NIL
2.	Total foreign exchange earned	N.A.
3.	Total foreign exchange used	N.A.

NON APPLICABILITY OF THE INDIAN ACCOUNTING STANDARDS (IND-AS)

As per proviso to regulation Rule 4(1) of the Companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R.111(E) on 16th Feb., 2015, Companies whose shares are listed on SME exchange as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, are exempted from the compulsory requirement of adoption of IND-AS w.e.f. 1st April, 2017. As your Company is also listed on SME (EMERGE) Platform of NSE Limited, is covered under the exempted category and is not required to comply with IND- AS for preparation of Financial Statements beginning with period on or after 1st April 2017.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of CSR are not applicable on the Company for the Financial Year 2019-2020 taking into account the financials of immediate preceding Financial Year i.e.2018-19. The Company does not fall in any of the limits as prescribed under Section 135 of Companies Act, 2013 amended by the Companies (Amendment) Act, 2017 which come into effect from 19.09.2018.

The Annual Report on CSR activities is annexed herewith as and the “**Annexure E**”.

CONSOLIDATED FINANCIAL STATEMENT

Since the company is not having any subsidiary, associates or joint venture, therefore, the requirement for Consolidated Financial Statements in accordance with relevant Accounting Standards (AS) is not applicable to the Company.

INDUSTRIAL RELATIONS

The Company’s Industrial relations with its employees at all level continued to be cordial throughout the year under review.

OTHER DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- The Company has not issued any equity shares with differential rights as to dividend, voting or otherwise.
- The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.
- No significant and material orders have been passed by any Regulators or Court or Tribunal which can have an impact on the going concern status and the Company’s operation in future.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis report has been separately furnished in the Annual Report and forms a part of the Annual Report.

CAUTIONARY STATEMENT

The statement made in this Report and Management Discussion and Analysis Report relating to the Company's objectives, projections, outlook, expectations and others may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results may differ from expectations those expressed or implied.

Some factors could make difference to the Company's operations that may be, due to change in government policies, global market conditions, foreign exchange fluctuations, natural disasters etc.

ACKNOWLEDGMENTS AND APPRECIATION

Your Directors would like to express their sincere appreciation for the assistance and co- operation received from the Financial Institutions, Banks, Government Authorities, Customers, Vendors, business associates and Members during the year under review.

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for every person who risked their life and safety to fight this pandemic.

Your Directors wish to place on record their sincere appreciation for the dedicated efforts and consistent contribution made by the employees at all levels, to ensure that the Company continues to grow and excel.

For and on behalf of the Board of Directors
CMM Infraprojects Limited

Kishan Mundra
Chairman & Managing Director
DIN: 00030739

Place : Indore
Date : 04th September, 2020

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on the Financial Year ended on 31.03.2020

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

I. REGISTRATION & OTHER DETAILS

i.	CIN	L45201MP2006PLC018506
ii.	Registration Date	27 th March, 2006
iii.	Name of the Company	CMMINFRAPROJECTS LIMITED
iv.	Category/Sub-category of the Company	Public Company/ Limited by Shares
v.	Address of the Registered office & contact details	108, Shalimar Corporate Centre, 8-B South Tukoganj, Indore, Madhya Pradesh, India – 452001 Tel.: +91-731-2516386, Fax: +91-731-2527955 Website: www.cmminfra.com
vi.	Whether listed company	Yes
vii.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited, C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai- 400083, Tel.+91-22-49186000, Fax +91-22-49186060. Website: www.linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1.	Construction of Building and Civil Engineering.	4100,4210	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/GLN	Holding /Subsidiary/ Associate	% of Shares Held	Applicable Section
--	--	--	--	--	--

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**1. Category-wise Share Holding :**

Category of Shareholders	No. of Shares held at the beginning of the year [As on 01-April-2019]				No. of Shares held at the end of the year [As on 31-March-2020]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	87,83,080	--	87,83,080	56.04	86,29,493	--	86,29,493	55.06	(0.98)
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	12,68,980	--	12,68,980	8.09	12,68,980	--	12,68,980	8.09	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
(2) Foreign									
a) Individual/ HUF	--	--	--	--	--	--	--	--	--
b) Central Govt	--	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A)	1,00,52,060	--	1,00,52,060	64.13	98,98,473	--	98,98,473	63.15	(0.98)
B. Public Shareholding									
1. Institutions	--	--	--	--	--	--	--	--	--
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--

c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--	--
2. Non-Institutions									
a) Bodies Corp.									
I) Indian	13,15,257	--	13,15,257	8.39	13,06,901	--	13,06,901	8.34	(0.05)
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--	--
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	17,96,540	--	17,96,540	11.46	16,86,939	--	16,86,939	10.76	0.47
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	21,80,081	--	21,80,081	13.91	24,78,350	--	24,78,350	15.81	1.90
c) Others (specify)									
HUF	2,35,000	--	2,35,000	1.50	2,30,497	--	2,30,497	1.47	(0.03)
Non Resident Indians (Non- Repat)	6,000	--	6,000	0.04	24,000	--	24,000	0.15	0.11
Non Resident Indians (Repat)	45,000	--	45,000	0.29	42,000	--	42,000	0.27	(0.02)
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	43,322	--	43,322	0.28	6,100	--	6,100	0.04	(0.24)
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies - DR	--	--	--	--	--	--	--	--	--
Sub-Total (B)(2):-	56,21,200	--	56,21,200	35.86	57,74,787	--	57,74,787	36.84	0.98
Total Public Shareholding (B)=(B)(1)+ (B)(2)	56,21,200	--	56,21,200	35.86	57,74,787	--	57,74,787	36.84	0.98
C-1 Shares held by Custodians and against which Depository Receipts have been issued									
Promoter and Promoter Group	--	--	--	--	--	--	--	--	--
Public	--	--	--	--	--	--	--	--	--
Sub-Total (C)(1) :	--	--	--	--	--	--	--	--	--
C-2 Employee Benefit Trust under SEBI (Share based Employee Benefit) Regulations, 2014)									
Sub-Total (C)(2) :	--	--	--	--	--	--	--	--	--
Total (C) = (C)(1)+(C)(2)	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	1,56,73,260	--	1,56,73,260	100	1,56,73,260	--	1,56,73,260	100	--

2. Shareholding of Promoter :

S.N.	Shareholder's Name	No. of Shares held at the beginning of the year [As on 01-April-2019]			No. of Shares held at the end of the year [As on 31-March-2020]			% change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Kishan Mundra	69,36,920	44.26	--	69,36,920	44.26	--	--
2.	Laxmi Devi Mundra	7,60,000	4.85	--	7,60,000	4.85	--	--
3.	Samta Mundra	2,40,000	1.53	--	2,40,000	1.53	--	--
4.	Ramniwas Mundra	40,000	0.26	--	40,000	0.26	--	--
5.	Pawan Kumar Mundra	1,57,200	1.00	--	3,613	0.02	--	(0.98)
6.	Shyam Sunder Kishan Kumar HUF	5,20,000	3.32	--	5,20,000	3.32	--	--
7.	Kishan Mundra HUF	1,28,960	0.82	--	1,28,960	0.82	--	--
8.	CMM Real Estate Private Limited	73,600	0.47	--	73,600	0.47	--	--
9.	ANG Realty Private Limited	73,600	0.47	--	73,600	0.47	--	--
10.	Dafodil Estates Private Limited	12,500	0.08	--	12,500	0.08	--	--
11.	CMM Infrastructure Limited	7,20,000	4.59	--	7,20,000	4.59	--	--
12.	Shell Real Estates Developers Private Limited	3,89,280	2.48	--	3,89,280	2.48	--	--
	Total	1,00,52,060	64.13	--	98,98,473	63.15	--	(0.98)

3. Change in Promoters' Shareholding:

S.N.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
MR. KISHAN MUNDRA					
At the beginning of the year (As on 01.04.2019)		69,36,920	44.26	69,36,920	44.26
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease:		—	—	—	—
At the end of the year (As on 31.03.2020)		69,36,920	44.26	69,36,920	44.26
MRS. SAMTA MUNDRA					
At the beginning of the year (As on 01.04.2019)		2,40,000	1.53	2,40,000	1.53
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		2,40,000	1.53	2,40,000	1.53
MRS. LAXMI DEVI MUNDRA					
At the beginning of the year (As on 01.04.2019)		7,60,000	4.85	7,60,000	4.85
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		7,60,000	4.85	7,60,000	4.85
MR. RAMNIWAS MUNDRA					
At the beginning of the year (As on 01.04.2019)		40,000	0.26	40,000	0.26
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		40,000	0.26	40,000	0.26

S.N.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
MR. PAWAN KUMAR MUNDRA					
At the beginning of the year (As on 01.04.2019)		1,57,200	1.00	1,57,200	1.00
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease:					
Market Sell: 07-06-2019		-3,000	-0.02	1,54,200	0.98
Market Sell: 14-06-2019		-3,000	-0.02	1,51,200	0.96
Market Sell: 19-07-2019		-221	-0.001	1,50,979	0.96
Market Sell: 26-07-2019		-7,657	-0.05	1,43,322	0.91
Market Sell: 02-08-2019		-3,000	-0.02	1,40,322	0.89
Market Sell: 16-08-2019		-1,28,322	-0.82	12,000	0.08
Market Purchase: 23-08-2019		1,07,322	0.68	1,19,322	0.76
Market Sell: 06-09-2019		-6,000	-0.04	1,13,322	0.72
Market Sell: 20-09-2019		-15,000	-0.09	98,322	0.63
Market Purchase: 27-09-2019		4,878	0.03	1,03,200	0.66
Market Sell: 30-09-2019		-7,878	-0.05	95,322	0.61
Market Sell: 04-10-2019		-6,000	-0.04	89,322	0.57
Market Sell: 11-10-2019		-13,709	-0.09	75,613	0.48
Market Sell: 25-10-2019		-9,000	-0.06	66,613	0.42
Market Sell: 01-11-2019		-3,000	-0.02	63,613	0.40
Market Sell: 15-11-2019		-3,000	-0.02	60,613	0.38
Market Sell: 22-11-2019		-12,000	-0.08	48,613	0.31
Market Sell: 29-11-2019		-9,000	-0.06	39,613	0.25
Market Sell: 06-12-2019		-3,000	-0.02	36,613	0.23
Market Sell: 20-12-2019		-15,000	-0.09	21,613	0.14
Market Sell: 27-12-2019		-3,000	-0.02	18,613	0.12
Market Sell: 10-01-2020		-6,000	-0.04	12,613	0.08
Market Sell: 24-01-2020		-3,000	-0.02	9,613	0.06
Market Sell: 28-02-2020		-3,000	-0.02	6,613	0.04
At the end of the year (As on 31.03.2020)		6,613	0.04	6,613	0.04
SHYAM SUNDER KISHAN KUMAR HUF					
At the beginning of the year (As on 01.04.2019)		5,20,000	3.32	5,20,000	3.32
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		5,20,000	3.32	5,20,000	3.32
KISHAN MUNDRA HUF					
At the beginning of the year (As on 01.04.2019)		1,28,960	0.82	1,28,960	0.82
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		1,28,960	0.82	1,28,960	0.82

S.N.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
CMM REAL ESTATES PRIVATE LIMITED					
	At the beginning of the year (As on 01.04.2019)	73,600	0.47	73,600	0.47
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:	--	--	—	—
	At the end of the year (As on 31.03.2020)	73,600	0.47	73,600	0.47
ANG REALTY PRIVATE LIMITED					
	At the beginning of the year (As on 01.04.2019)	73,600	0.47	73,600	0.47
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:	--	--	—	—
	At the end of the year (As on 31.03.2020)	73,600	0.47	73,600	0.47
DAFODIL ESTATES PRIVATE LIMITED					
	At the beginning of the year (As on 01.04.2019)	12,500	0.08	12,500	0.08
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:	--	--	—	—
	At the end of the year (As on 31.03.2020)	12,500	0.08	12,500	0.08
CMM INFRASTRUCTURE LIMITED					
	At the beginning of the year (As on 01.04.2019)	7,20,000	4.59	7,20,000	4.59
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:	--	--	—	—
	At the end of the year (As on 31.03.2020)	7,20,000	4.59	7,20,000	4.59
SHELL REAL ESTATES DEVELOPERS PRIVATE LIMITED					
	At the beginning of the year (As on 01.04.2019)	3,89,280	2.48	3,89,280	2.48
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease:	--	—	—	—
	At the end of the year (As on 31.03.2020)	3,89,280	2.48	3,89,280	2.48

4. Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

S.N.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NITIKET INVESTMENTS PRIVATE LIMITED					
At the beginning of the year (As on 01.04.2019)		3,69,000	2.35	3,69,000	2.35
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:		-	-	-	-
At the end of the year (As on 31.03.2020)		3,69,000	2.35	3,69,000	2.35
ANUJ GAGGAR					
At the beginning of the year (As on 01.04.2019)		--	—	—	—
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:					
Market Purchase: 14-06-2019		2,20,000	1.40	2,20,000	1.40
At the end of the year (As on 31.03.2020)		2,20,000	1.40	2,20,000	1.40

S.N.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
MUKESH KUMAR MUNDRA					
At the beginning of the year (As on 01.04.2019)		1,60,000	1.02	1,60,000	1.02
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:		-	-	-	-
At the end of the year (As on 31.03.2020)		1,60,000	1.02	1,60,000	1.02
RAJESH KUMAR MUNDRA					
At the beginning of the year (As on 01.04.2019)		2,03,200	1.30	2,03,200	1.30
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:		-	-	-	-
At the end of the year (As on 31.03.2020)		2,03,200	1.30	2,03,200	1.30
SYSTEMATIX SHARES AND STOCKS (INDIA) PRIVATE LIMITED					
At the beginning of the year (As on 01.04.2019)		2,19,000	1.40	2,19,000	1.40
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:					
Market Purchase: 05-04-2019		3,000	0.02	2,22,000	1.42
Market Sell: 26-04-2019		-3,000	-0.02	2,19,000	1.40
Market Purchase: 03-05-2019		3,000	0.02	2,22,000	1.42
Market Purchase: 10-05-2019		3,000	0.02	2,25,000	1.44
Market Purchase: 17-05-2019		3,000	0.02	2,28,000	1.46
Market Purchase: 24-05-2019		6,000	0.04	2,34,000	1.50
Market Sell: 31-05-2019		-15,000	-0.09	2,19,000	1.40
Market Purchase: 14-06-2019		9,000	0.06	2,28,000	1.45
Market Purchase: 21-06-2019		9,000	0.06	2,37,000	1.51
Market Purchase: 29-06-2019		12,000	0.08	2,49,000	1.59
Market Sell: 12-07-2019		-3,000	-0.02	2,46,000	1.57
Market Purchase: 19-07-2019		12,000	0.08	2,58,000	1.65
Market Purchase: 23-08-2019		9,000	0.06	2,67,000	1.70
Market Purchase: 30-08-2019		6,000	0.04	2,73,000	1.74
Market Purchase: 06-09-2019		6,000	0.04	2,79,000	1.78
Market Sell: 13-09-2019		-9,000	0.06	2,70,000	1.72
Market Sell: 20-09-2019		-18,000	-0.12	2,52,000	1.60
Market Purchase: 27-09-2019		6,000	0.04	2,58,000	1.64
Market Sell: 30-09-2019		-3,000	-0.02	2,55,000	1.62
Market Purchase: 04-10-2019		6,000	0.04	2,61,000	1.66
Market Sell: 11-10-2019		-3,000	-0.02	2,58,000	1.64
Market Purchase: 18-10-2019		3,000	0.02	2,61,000	1.66
Market Sell: 25-10-2019		-3,000	-0.02	2,58,000	1.64
Market Sell: 01-11-2019		-3,000	-0.02	2,55,000	1.62
Market Purchase: 08-11-2019		9,000	0.06	2,64,000	1.68
Market Purchase: 15-11-2019		6,000	0.04	2,70,000	1.72
Market Purchase: 22-11-2019		15,000	0.10	2,85,000	1.82
Market Purchase: 29-11-2019		6,000	0.04	2,91,000	1.86
Market Sell: 06-12-2019		-3,000	-0.02	2,88,000	1.84
Market Purchase: 13-12-2019		3,000	0.02	2,91,000	1.86
Market Purchase: 20-12-2019		3,000	0.02	2,94,000	1.88
Market Purchase: 27-12-2019		3,000	0.02	2,97,000	1.90
Market Sell: 31-12-2019		-3,000	-0.02	2,94,000	1.88
Market Sell: 03-01-2020		-9,000	-0.06	2,85,000	1.82
Market Sell: 10-01-2020		-12,000	-0.08	2,73,000	1.74
Market Sell: 17-01-2020		-6,000	-0.04	2,67,000	1.70
Market Sell: 24-01-2020		-15,000	-0.10	2,52,000	1.60
Market Sell: 31-01-2020		-33,000	-0.21	2,19,000	1.39
Market Sell: 07-02-2020		-42,000	-0.27	1,77,000	1.12
Market Purchase: 21-02-2020		3,000	0.02	1,80,000	1.14
Market Purchase: 06-03-2020		3,000	0.02	1,83,000	1.16
At the end of the year (As on 31.03. 2020)		1,83,000	1.16	1,83,000	1.16

S.N.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
AGOG SECURITIES BROKERAGES PRIVATE LIMITED					
At the beginning of the year (As on 01.04.2019)		2,10,000	1.34	2,10,000	1.34
Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase / decrease:		--	--	—	—
At the end of the year (As on 31.03.2020)		2,10,000	1.34	2,10,000	1.34
KANTA DEVI MUNDRA					
At the beginning of the year (As on 01.04.2019)		1,54,381	0.98	1,54,381	0.98
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:					
Market Purchase: 05-04-2019		2,791	0.02	1,57,172	1.00
Market Purchase: 12-04-2019		1,028	0.006	1,58,200	1.00
Market Sell: 29-06-2019		-9,000	-0.06	1,49,200	0.95
Market Sell: 12-07-2019		-3,000	-0.02	1,46,200	0.93
Market Sell: 30-08-2019		-6,000	-0.04	1,40,200	0.89
Market Purchase: 08-11-2019		3,000	0.02	1,43,200	0.91
Market Purchase: 29-11-2019		3,000	0.02	1,46,200	0.93
Market Sell: 10-01-2020		-12,000	-0.08	1,34,200	0.85
Market Sell: 24-01-2020		-6,000	-0.04	1,28,200	0.81
Market Sell: 31-01-2020		-3,000	-0.02	1,25,200	0.79
At the end of the year (As on 31.03.2020)		1,25,200	0.79	1,25,200	0.79
AJEET MODI					
At the beginning of the year (As on 01.04.2019)		1,35,000	0.86	1,35,000	0.86
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:		--	—	—	—
At the end of the year (As on 31.03.2020)		1,35,000	0.86	1,35,000	0.86
NISHANT SNEHAL PAREKH					
At the beginning of the year (As on 01.04.2019)		--	--	--	--
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:					
Market Purchase: 26-04-2019		6,000	0.04	6,000	0.04
Market Purchase: 05-07-2019		3,000	0.02	9,000	0.06
Market Purchase: 19-07-2019		3,000	0.02	12,000	0.08
Market Purchase: 02-08-2019		5,618	0.03	17,618	0.11
Market Sell: 09-08-2019		-11,618	-0.08	6,000	0.03
Market Purchase: 16-08-2019		15,000	0.09	21,000	0.12
Market Purchase: 30-09-2019		1,574	0.01	22,574	0.14
Market Purchase: 25-10-2019		22,426	0.14	45,000	0.28
Market Purchase: 22-11-2019		3,000	0.02	48,000	0.30
Market Purchase: 29-11-2019		18,000	0.12	66,000	0.42
Market Purchase: 06-12-2019		3,000	0.02	69,000	0.44
At the end of the year (As on 31.03.2020)		69,000	0.44	69,000	0.44

S.N.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
ASHMAVIR FINANCIAL CONSULTANTS PVT. LTD.					
At the beginning of the year (As on 01.04.2019)		--	--	--	--
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease:					
Market Purchase: 04-10-2019		3,000	0.02	3,000	0.02
Market Purchase: 11-10-2019		48,000	0.30	51,000	0.32
Market Purchase: 20-12-2019		9,000	0.06	60,000	0.38
Market Purchase: 24-01-2020		9,000	0.06	69,000	0.44
At the end of the year (As on 31.03.2020)		69,000	0.44	69,000	0.44

5. Shareholding of Directors and Key Managerial Personnel:

S.N.	Name of Directors and KMP	Shareholding as on 01.04.2019		Shareholding as on 31.03.2020	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Kishan Mundra (MD & Chairman)	69,36,920	44.26	69,36,920	44.26
2.	Mrs. Laxmi Devi Mundra (WTD)	7,60,000	4.85	7,60,000	4.85
3.	Mrs. Samta Mundra (WTD)	2,40,000	1.53	2,40,000	1.53
4.	Mr. Atul Chimanlal Sheth (NEID)*	--	--	--	--
5.	Mr. Jitendra Tolani (NEID)#	--	--	--	--
6.	Mr. Sameer Tiwari (NEID)#	--	--	--	--
7.	Mr. Pranjal Dubey (NEID)	25,000	0.16	25,000	0.16
Key Managerial Personnel		--	--	--	--
1.	Mr. Ankit Joshi (Company Secretary)	--	--	--	--
2.	Mr. Lokendra Singh Solanki (Chief Financial Officer)	--	--	--	--

* Mr. Atul Chimanlal Sheth, resigned w.e.f 16th February, 2020.

Mr. Jitendra Tolani and Mr. Sameer Tiwari appointed w.e.f 27th February, 2020.

V) INDEBTEDNESS

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01.04.2019)	46,51,38,280	7,43,28,054	--	53,94,66,334
i) Principal Amount	46,51,38,280	7,43,28,054	--	53,94,66,334
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	46,51,38,280	7,43,28,054	--	53,94,66,334
Change in Indebtedness during the financial year				
* Addition	34,56,64,823	4,12,37,319	--	38,69,02,142
* Reduction	39,70,10,380	7,03,25,065		46,73,35,445
Net Change	(5,13,45,557)	(2,90,87,746)		(8,04,33,303)
Indebtedness at the end of the financial year (31.03.2020)	41,37,92,722	4,52,40,309	--	45,90,33,031
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	41,37,92,722	4,52,40,309		45,90,33,031
Total (i+ii+iii)	41,37,92,722	4,52,40,309	--	45,90,33,031

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-Time Directors and/or Manager**

(Amount in Rs.)

S.N.	Particulars of Remuneration	Name of MD/WTM/ Manager			Total Amount
		Mr. Kishan Mundra (Managing Director)	Mrs. Samta Mundra (Whole-Time Director)	Mrs. Laxmi Devi Mundra (Whole-Time Director)	
1.	Gross salary	15,00,000	7,50,000	--	22,50,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	--	--	--
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--
4.	Commission - as % of profit - others, specify.	--	--	--	--
5.	Others, please specify	--	--	--	--
	Total (A)	15,00,000	7,50,000	--	22,50,000
	Ceiling as per the Act	Based on Effective Capital as per Schedule V of the Companies Act, 2013.			

B. Remuneration to other directors						(Amount in Rs.)
S.N.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		Mr. Atul Chimanlal Sheth [#]	Mr. Jitendra Tolani [*]	Mr. Sameer Tiwari [*]	Mr. Pranjal Dubey	
1.	Independent Directors Fee for attending board committee meetings	--	—	—	—	
	Commission	--	—	—	—	
	Others, please specify	--	—	—	—	
	Total (1)	--	—	—	—	
2.	Other Non-Executive Directors Fee for attending board committee meetings	--	—	—	—	
	Commission	--	—	—	—	
	Others, please specify	--	—	—	—	
	Total (2)	--	—	—	—	
	Total (B)=(1+2)	--	--	--	--	
	Total Managerial Remuneration (A and B)**	--	--	--	—	22,50,000
	Overall Ceiling as per the Act	Based on Effective Capital as per Schedule V of the Companies Act, 2013.				

**Total remuneration of Managing Director; Whole time Director and other Directors including sitting fee (being the total of A and B).

[#] Mr. Atul Chimanlal Sheth resigned w.e.f 16th February, 2020.

^{*} Mr. Jitendra Tolani and Mr. Sameer Tiwari appointed w.e.f 27th February, 2020.

C. Remuneration to Key Managerial Personnel Other than MD/Manager/WTD				(Amount in Rs.)
S.N.	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Ankit Joshi Company Secretary	Mr. Lokendra Singh Solanki Chief Financial Officer	
1.	Gross salary	3,60,000	3,84,000	7,44,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	—	—
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--
2.	Stock Option	--	—	—
3.	Sweat Equity	--	—	—
4.	Commission	--	—	—
	- as % of profit	--	—	—
	others, specify...	--	—	—
5.	Others, please specify	--	—	—
	Total	3,60,000	3,84,000	7,44,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty Punishment /compounding fees imposed	Authority (RD/ NCLT/ COURT)	Appeal made, if any (give details)
A. COMPANY					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
B. DIRECTORS					
Penalty	--	--	--	----	
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
C. OTHER OFFICERS IN DEFAULT					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of Listing Regulation, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee and has been approved by the Board of Directors.

DEFINITIONS

“Act” means the Companies Act, 2013 and Rules made thereunder, as amended from time to time.

“Board” means Board of Directors of the Company.

“Company” means “CMM INFRAPROJECTS LIMITED”.

“Committee” means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

“Directors” means Directors of the Company.

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

“Key Managerial Personnel” means:

1. The Chief Executive Officer or the Managing Director or the Manager;
2. The Company Secretary;
3. The Whole-time Director;
4. The Chief Financial Officer; and such other officer as may be prescribed

“Senior Management” means the personnel of the Company who are members of its core management team excluding Board of Directors.

“Policy” or **“This policy”** means Nomination and Remuneration Policy.

“Independent Director” means a Director referred to in Section 149 (6) of the Companies Act, 2013.

INTERPRETATION

Terms that have not been defined in this policy shall have the same meaning as assigned to them in the Companies Act, 2013, Listing Agreement and/ or any other SEBI Regulation(s) as amended from time to time.

NOMINATION AND REMUNERATION COMMITTEE

The Board constituted a Nomination and Remuneration Committee consisting of three or more non-executive directors out of which at least one half are independent directors. The Chairman of the Committee is an independent director.

ROLE OF THE COMMITTEE

The role of the Committee is as under:

- (a) To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- (b) To formulate criteria for evaluation of Independent Directors and the Board;
- (c) To carry out evaluation of every Director's performance;
- (d) To devise a policy on Board diversity;
- (e) To identify persons who are qualified to become directors and who may be appointed in Senior Management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- (f) To recommend to the Board on remuneration payable to the Directors, Key Managerial Personnel and Senior Management;
- (g) To ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meet appropriate performance benchmarks;

- (h) To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

POLICY FOR APPOINTMENT OF MANAGERIAL PERSONNEL, DIRECTOR, KMP AND SENIOR MANAGEMENT:

I. Appointment criteria and qualifications

- (a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Managerial Personnel, Director or KMP or Senior Management and recommend to the Board his /her appointment.
- (b) A person should possess adequate qualification, expertise and experience for the position he /she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient /satisfactory for the concerned position.
- (c) Appointment of Independent Directors is also subject to compliance of provisions of Section 149 of the Companies Act, 2013, read with Schedule IV and rules thereunder and the Listing Agreement.
- (d) The proposed appointee shall also fulfil the following requirements for appointment as a director:
 1. Shall possess a Director Identification Number;
 2. Shall not be disqualified under the Companies Act, 2013;
 3. Shall give his written consent to act as a Director;
 4. Shall endeavour to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
 5. Shall abide by the Code of Conduct established by the Company for Directors and Senior Management Personnel;
 6. Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, Equity Listing Agreements and other relevant laws.

II. Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

III. Retirement

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

POLICY FOR REMUNERATION OF MANAGERIAL PERSONNEL, DIRECTOR, KMP AND SENIOR MANAGEMENT:

I. Remuneration to Executive Directors and Key Managerial Personnel

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

The Executive Director and Key Managerial Personnel shall be eligible for a monthly remuneration as may be approved by the Board. The breakup of the pay scale and quantum of perquisites including employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/the Person authorized by the Board and approved by the shareholders and Central Government, wherever required.

II. Remuneration to Non-Executive and Independent Directors

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Non-Executive and Independent Directors of the Company within the overall limits approved by the shareholders.

Non-Executive and Independent Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof. The amount of such fees shall be decided by the Board on recommendation of the Nomination and Remuneration Committee.

The Non-Executive and Independent Directors shall also be entitled to profit related commission in addition to the sitting fees, if approved by the Board on recommendation of the Nomination and Remuneration Committee.

The remuneration payable to the Non-Executive and Independent Director shall be subject to ceiling/limits as provided under the Companies Act, 2013 and rules made thereunder.

III. Remuneration to other employees

Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

REVIEW AND AMENDMENT

The Nomination and Remuneration Committee or the Board may review and amend the Policy as and when it deems necessary. In case of any amendment(s), notification(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), notification(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification, circular(s) etc.

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,
The Members
CMM Infraprojects Limited
CIN: L45201MP2006PLC018506
 108, Shalimar Corporate Center,
 8-B, South Tukoganj,
 Indore – 452001 (M.P.)

Dear Sir/Madam,

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **CMM INFRAPROJECTS LIMITED** (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 Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2020**, generally 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 the Company i.e. **CMM INFRAPROJECTS LIMITED** for the financial ended on 31st March 2020, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the Rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(not applicable to the extent of ODI AND ECBs);**
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendments from time to time; **(Not Applicable to the Company during the audit period)**
 - c. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the audit period)**
 - d. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
 - e. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 **(Not Applicable as the Company is not registered as Registrar to Issue and**

Share Transfer Agent during the financial year under review);

- f. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the audit period)**
- g. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the audit period)**
- i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
- vi) Other laws applicable specifically to the Company namely:
 - (a) Income Tax Act, 1961;
 - (b) The Goods and Service Tax Act, 2017;
 - (c) The Employee Provident Fund and Miscellaneous Provision Act, 1952;
 - (d) The Employee State Insurance Act, 1948;
 - (e) The Payment of Bonus Act, 1965;
 - (f) The Payment of Gratuity Act, 1972;
 - (g) The Payment of Wages Act, 1936;
 - (h) Contract Labour (Regulation and Abolition) Act, 1970;
 - (i) Building and other Construction Workers' (Regulation of Employment and Conditions of Services) Act, 1996

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India, with respect to Board and General meetings.
- ii. The Listing Agreement entered into by the Company with National Stock Exchange of India Limited (NSE) as the Company is listed on SME Emerge Platform of National Stock Exchange of India Limited (NSE) being "NSE Emerge".

During the year under review, the Company has complied with the provision of the Act, Rules, Regulations, Guidelines, standard etc. mentioned above subject to the following observation/non-compliance:

- 1. Internal Auditor was not appointed for the Financial Year 2019-20 in accordance with Section 138 of the Companies Act, 2013;
- 2. The Cost Audit Report for the financial year 2018-19 in prescribed E-form CRA-4 is still pending for filing.
- 3. The Composition of Nomination & Remuneration Committee is in non-compliance till 26-02-2020 as per the provisions of the Companies Act, 2013.
- 4. In terms of Section 135 of the Companies Act, 2013, the Company has unspent amount of INR 14,04,700/- of Corporate Social Responsibility for the financial year under review.

I further report that:

On the basis of the information provided by the Company, its officers and authorised representatives during the conduct of the audit, and also on the review of quarterly compliance reports by the respective department heads/ Company Secretary/CEO taken on records by the Board of Directors of the Company, in my opinion, adequate systems and processes and control mechanism exist in the Company to monitor and ensure compliance with applicable general laws like labour laws, competition law and environmental laws.

The compliance by the Company of applicable financial laws, like direct and indirect laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year under review, Mr. Atul Chimanlal Sheth (DIN: 02430087) resigned from the post of Non-Executive Independent Director with effect from 16-02-2020 and Mr. Jitendra Tolani (DIN: 07152307) & Mr. Sameer Tiwari (DIN: 00883780) were appointed as Non-Executive Independent Director with effect from 27-02-2020. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013 and the re-constitution of various Committees also took place adhering the provisions of Companies Act, 2013.

Adequate notices were given to all the Directors of the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance to all Directors, 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

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.

There were no specific events/ actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**For Archana Maheshwari & Co.
Company Secretaries**

**Archana Maheshwari
Proprietor
FCS No.:9436
CPNo.:12034
UDIN : F009436B000656973**

**Place: Indore
Date: 03/09/2020**

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

To,
The Members
CMM Infracore Limited
CIN: L45201MP2006PLC018506
108, Shalimar Corporate Center,
8-B, South Tukoganj,
Indore – 452001 (M.P.)

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

1. Maintenance of Secretarial records 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 the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. 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 procedure on test basis.
5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Archana Maheshwari & Co.
Company Secretaries

Place: Indore
Date: 03/09/2020

Archana Maheshwari
Proprietor
FCS No.:9436
CPNo.:12034
UDIN : F009436B000656973

ANNEXURE: D

DETAILS UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**A. Ratio of the remuneration of each director to the median remuneration of the employee of the Company for the Financial Year 2019-20 :**

Sr. No.	Name with Designation	Remuneration	Median Remuneration	Ratio
1.	Mr. Kishan Mundra Chairman & Managing Director	15,00,000	3,78,000	3.96:1
2.	Mrs. Samta Mundra Whole-Time Director	7,50,000	3,78,000	1.98:1
3.	Mrs. Laxmi Devi Mundra* Whole-Time Director	--	3,78,000	N.A.
4.	Mr. Atul Chimanlal Sheth Independent Director	--	3,78,000	N.A. (Resigned on 16.02.2020)
5.	Mr. Jitendra Tolani Independent Director	--	3,78,000	N.A. (Appointed on 27.02.2020)
6.	Mr. Sameer Tiwari Independent Director	--	3,78,000	N.A. (Appointed on 27.02.2020)
7.	Mr. Pranjal Dubey Independent Director	--	3,78,000	N.A.
8.	Mr. Lokendra Singh Solanki Chief Financial Officer	3,84,000	3,78,000	1.01:1
9.	Mr. Ankit Joshi Company Secretary	3,60,000	3,78,000	0.95:1

* Mrs. Laxmi Devi Mundra has not taken the salary during the year under review.

B. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the Financial Year:

There is no increase in the Remuneration of Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary paid during the year under review.

C. The percentage increase in median remuneration of the employee in the Financial Year:

The Median remuneration of employee was Rs. 3,78,000/- during the year 2019-20 as compared to Rs. 93,500/- in the previous year. The increase in the Median remuneration of Employee was 304.27% during financial year under review.

D. There were 15 Employees on the rolls of the Company as on 31.03.2020.**E. Average percentage increase in the salaries of employees other than Executive Directors in the last financial year i.e. FY 2019-20 was 42.86% as compared to FY 2018-19.**

The average percentage increase in the salaries of employees other than executive directors is due to reduction in number of employees during the year under review

F. Affirmation that the Remuneration is as per the Remuneration Policy of the Company: It is affirmed that remuneration is as per the remuneration policy of the Company.**G. Statement containing the particulars of employees in accordance with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

There are no employees appointed by the Company who were in receipt of remuneration of Rs. 1.02 Cr. or more per annum employed throughout the year and Rs. 8.50 Lakhs per month employed for part of the year.

STATEMENT CONTAINING INFORMATION AS PER SECTION 135 READ WITH THE RULE 8 OF COMPANIES (CORPORATE SOCIAL RESPONSIBILITY) RULES, 2014

1. (i) A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken:

The objectives of Company's CSR Policy are to demonstrate commitment to the common good through responsible business practices and good governance and to set high standards of quality in the delivery of services in the social sector by creating robust processes and replicable models.. The Company endeavours to make CSR a key business process for sustainable development.

Schedule VII of the Companies Act, 2013, contains the activities which may be considered as eligible for CSR activities. CMM Infraprojects Limited may undertake one or more project/s under any of the areas or such other area that may, under the law for the time being in force, be permissible:-

2. **Composition of CSR Committee:**

- | | | | |
|----|--------------------|---|----------|
| a. | Mr. Kishan Mundra | - | Chairman |
| b. | Mr. Pranjali Dubey | - | Member |
| c. | Mrs. Samta Mundra | - | Member |

3. **Details of CSR spent during the financial year :**

- a. Total amount required to be spent [carried forward from previous year(s)]: **Rs. 19,04,700.00**
b. Amount spent if any: **Rs. 5,00,000.00**
c. Amount Unspent: **Rs. 14,04,700.00**

The provisions of CSR are not applicable on the Company for the Financial Year 2019-20 taking into account the financials of immediate preceding Financial Year i.e. 2018-19. The Company does not fall in any of the limits as prescribed under Section 135 of Companies Act, 2013 amended by the Companies (Amendment) Act, 2017 which come into effect from 19.09.2018. The balance CSR expenditure which is related to previous years is expected to be taken up in the coming year.

- d. Manner in which the amount spent during the Financial Year:

Sr. No.	Project/ Activities	Sector	Location	Amount Outlay (Budget for project/ activities)	Amount spent on the project/ activities	Cumulative expenditure upto the reporting period	Amount spent: Direct or through implementing agency
1.	Education	Promoting Education	Indore (M.P.)	5,00,000	5,00,000	5,00,000	Direct
	Total			5,00,000	5,00,000	5,00,000	

4. In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report: The committee is looking for suitable activity to spend the remaining CSR amount.
5. For the FY 19-20, as mentioned above, the provisions of CSR are not applicable on the Company therefore there will be no requirement for calculation of Average Net profit for the last three financial years and prescribed CSR amount required to be spend during the year (2% of average net profit). Hence no calculation is provided.
6. The Company is in process to identify suitable projects for CSR activities to spend the balance expenditure of previous years. The Company shall find out ways and means to spend the same in the coming year and shall submit the relevant report in the ensuing year. We are continuously looking at new CSR initiatives to give back to the society and moving forward the Company will endeavour to spend the complete amount on CSR activities in accordance with the statutory requirements.
7. We hereby declare that implementation and monitoring of the CSR policy are in compliance with CSR objectives and policy of the Company.

Kishan Mundra
DIN:00030739
Chairman of CSR Committee

The CSR Policy may be accessed on the Company's website at the link <http://www.cmminfra.com/wp-content/uploads/2017/12/Corporate-Social-Responsibility-Policy.pdf>

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
CMM INFRAPROJECTS LIMITED,
CIN: L45201MP2006PLC018506
108, Shalimar Corporate Center,
8-B, South Tukoganj, Indore - 452001

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **CMM INFRAPROJECTS LIMITED**(CIN: L45201MP2006PLC018506) and having registered office at 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore – 452001 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN/PAN	Date of appointment in Company
1.	Mr. Kishan Mundra	00030739	27/03/2006
2.	Mrs. Laxmi Devi Mundra	00030794	27/03/2006
3.	Mrs. Samta Mundra	00030837	27/03/2006
4.	Mr. Pranjal Dubey	07026164	26/08/2017
5.	Mr. Sameer Tiwari	00883780	27/02/2020
6.	Mr. Jitendra Tolani	07152307	27/02/2020
7.	Mr. Atul Chimanlal Sheth	02430087	17/02/2015 (resigned w.e.f. 16/02/2020)

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

For Archana Maheshwari & Co.
Company Secretaries

Archana Maheshwari
Proprietor
FCS No.:9436
CP No.:12034
UDIN :F009436B000656931

Place: Indore
Date: 03/09/2020

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Global Economy Overview

The year 2019 was a challenging year for the global economy. The ongoing trade war between the US and China, geopolitical tension between the US and Iran leading to rise in crude oil prices and Brexit affected the GDP growth rate. The GDP is estimated to be 2.9% in 2019, down from 3.6% in 2018¹. This downturn of the global economy was also due to slowdown in the manufacturing sector across the globe, with diminishing demands and lower consumption. The year 2020 is expected to be yet another challenging year mainly due to the recent outbreak of corona virus. The virus has brought the global economy to a standstill with major disruptions in manufacturing and supply. As a result of the pandemic, the global economy is projected to contract sharply by 3% in 2020, much worse than during the 2008 financial crisis. In a baseline scenario (which assumes that the pandemic fades in the second half of 2020) the global economy is projected to grow by 5.8% in 2021 as economic activity normalizes, helped by policy support².

However, the sudden outbreak of COVID-19 has added to the already existing problems. Risk of a global recession in CY2020 is extremely high and the scenario is expected to be much worse than the CY2008 crisis. The global economy is projected to contract sharply by 4.9% in CY2020 as almost all the major nations had shutdown economic activity for a period to limit the spread of the disease. It has already created and would further deepen a supply shock, a demand shock and undoubtedly a market shock. The global impact of China's slowdown is already being felt around the world as the virus outbreak has disrupted manufacturing supply chains and sharply curtailed energy and commodity demand. Also, what was previously a manufacturing-only recession has now spread to the services sector as well.

1. IMF WEO

2. OECD- World Economic Outlook Report

GDP growth rates

Region	CY2019	CY2020 (P)	CY2021 (P)
World output	2.9	-4.9	5.4
United States	2.3	-8.0	4.5
China	6.1	1.0	8.2
India	4.2	-4.5	6.0
Japan	0.7	-5.8	2.4
Europe region (includes Germany, France, Italy, Spain)	1.2	-10.2	6.0

(Source: International Monetary Fund, World Economic Outlook, June 2020) | P: Projection

Indian Economic Overview

An outbreak of CoVID-19 was first reported in Wuhan, China on December 31st, 2019 and impacted the whole world. The World Health Organization (WHO) declared the virus outbreak a pandemic in the second week of March 2020. Most of the countries are facing this pandemic and are into lockdown during this period. Everyone is facing extraordinary challenging times; this has impacted businesses and economies at large. The outbreak of CoVID-19 has disrupted people's lives and is expected to result in significant adverse economic impacts across the world. The global health crisis sparked by the outbreak of the CoVID-19 is projected to shrink global economy dramatically. As a result of the pandemic, the global economy is projected to contract sharply by -3 percent in 2020 as per the IMF report. India's GDP growth was slowing down for the current fiscal and it was to an 11 year low of 4.2% in 2019-20. For the Indian economy there would be both supply and demand side disruptions. The CoVID-19 outbreak came at a time when India's economy was already slowing, due to persistent financial sector weaknesses. India is likely to record its worst growth performance since 1991 liberalization in the financial year 2020-21. The World Bank projects India's economy to contract 3.2% in FY21. India's fiscal deficit in 2020-21 may be up to 6.2 percent of GDP from 3.5 percent Government estimate as fallout of the CoVID-19 economic stimulus package as per Fitch Solutions.

Construction Industry

Construction is the second largest economic activity in India after agriculture and has been growing rapidly. The construction sector also includes housing which is estimated to account for 8.03% of GDP for the FY19-20 and the sector employs about 12% of the workforce³. A huge employment opportunity exists for India's youth in construction, operation and maintenance of infrastructure. As a result, the National Skill Development Agency is also maintaining its thrust on infrastructure-focused skill development opportunities.

India's construction industry was valued at US\$ 505.7 Billion in 2018 and it is expected to grow at a CAGR of 6.44% from 2019-2023, to reach US\$ 690.9 Billion by 2023⁴. The growth will be driven by the government's efforts to improve the country's infrastructure as well as the housing sector, with an emphasis on smart cities. The country's rising urban population will also boost residential construction, which is expected to remain the largest market, accounting for 30.1% of the total industry value by 2023⁴.

3. Economic Survey FY19-20

4. Global Data, Construction Intelligence Centre

Outlook

India has a requirement of investment worth Rs. 50 trillion in infrastructure by 2022 to have sustainable development in the country. The Government of India is taking every possible initiative to boost the infrastructure sector. There are plans in place to spend Rs. 100 Lakhs crore on infrastructure in the next five years, mainly highways, renewable energy and urban transport.

(Source: IBEF & PRS India research)

Indian Infrastructure Industry

Infrastructure sector is one of the key drivers for the Indian economy. The sector is highly responsible for driving India's overall development and hence enjoys intense focus from the Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Infrastructure sector includes power, bridges, dams, roads and urban infrastructure development. India was ranked second in the 2019 Agility Emerging Markets Logistics Index.

India is witnessing significant interest from international investors in the infrastructure space. Large investment in infrastructure have provided momentum to overall PE/VC investments into India which touched an all-time high of US\$ 14.5 billion during the calendar year (CY) 2019. In the Union Budget 2020-21, the Government of India has given a massive push to the infrastructure sector by allocating Rs. 1,69,637 crores for the transport infrastructure. While, communication sector was allocated Rs. 38,637.46 crores for the development of post and telecommunications departments, Rs. 3,899.9 crores has been earmarked to increase the capacity of Green Energy Corridor Project along with wind and solar power projects.

(Source: IBEF)

Government Initiatives

The government, through a series of initiatives, is working on policies to attract significant investor interest. The Ministry of Road Transport and Highways is expected to award road projects with a total length of around 4,500 km worth Rs. 50,000 crores in 2020. 30,000 kms of PMGSY (Pradhan Mantri Gram Sadak Yojana) roads have been built using green technology, waste plastic and cold mix technology, thereby reducing carbon footprint. The Government of India has set a target to complete one road projects every two days as a part of 100-day plan. A total of 2,00,000 km national highways is expected to be completed by 2022.

(Source: IBEF)

Union Budget Highlights 2020-2021

- The Government of India has allocated Rs. 91,823 crores under the Ministry of Road Transport and Highways, which is 11% higher than the revised estimates for 2019-20
- In 2020-21, the Ministry has allocated Rs. 379 crores towards road transport and safety, which is 39% higher than the revised estimates of 2019-20.
- Ministry of Railways have been allocated Rs. 72,216 crores.
- Of the allocated funds, Rs. 12,000 crores has been allocated for construction of new lines, Rs. 2,250 crores for gauge conversion, Rs. 700 crores for doubling, Rs. 5,786.97 crores for rolling stock.
- Government introduced Krishi Udan scheme on both domestic and international routes to help farmers in transporting agricultural products and improve the product value
- 100 more airports will be developed by 2025 to support the UDAN scheme.
- The Union Budget 2020-21 has allocated Rs. 15,875 crores to Ministry of Power and Rs. 5,500 crores towards the Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY)

(Source: IBEF & PRS India research)

Roads : With a span over 5.89 million km, India has the one of largest road network across the world. Besides transporting 90% of India's total passenger traffic, it also transports approx. 65% of freight traffic. Moreover, with an improvement in connectivity between cities, towns and villages in the country, road transportation has increased steadily over the past few years. As on December 2019, 824 projects were recommended for development by the Public Private Partnership Appraisal Committee (PPPAC). With rapid rise in sales of automobiles and freight traffic, it is expected that in the next five years, National Highway Authority of India (NHAI) would be able to generate Rs. 1 lakh crore annually from toll and other sources.

Railways: The Indian Railways is among the world's largest rail networks. The Indian Railways route length network is spread over 1,23,236 km, with 13,452 passenger trains and 9,141 freight trains from 7,349 stations plying 23 million travellers and 3 million tonnes (MT) of freight daily. India's railway network is recognised as one of the largest railway systems in the world under single management. The railway network is also ideal for long-distance travel and movement of bulk commodities, apart from being an energy efficient and economic mode of conveyance and transport.

The gross revenue stood at Rs. 1,45,333.61 crores in FY20P (up to January 2020). Passenger earnings of Indian Railways is estimated at Rs. 44,279.72 crores in FY20 (up to January 2020). Freight earnings in FY20 (up to January 2020) stood at Rs. 92,960.65 crores.

As per the theme of "Aspirational India", the Finance Minister proposed to set-up "Kisan Rail" through PPP arrangements to establish seamless national cold supply chains for perishables like milk, meat and fish. The government also proposed to revamp 4 major stations and 150 passenger trains through PPP.

Airports: Noting the rapid growth of air traffic in the country, the Budget announced a proposal to develop 100 more airports by 2024, to support the Regional Connectivity Scheme UDAN. By 2024, the government proposed to double the air fleet number from the existing 600.

The civil aviation industry in India has emerged as one of the fastest growing industries in the country over the past few years. India's passenger (both international as well as domestic) traffic stood at 293.99 million in FY20 (till January 2020) where domestic passenger traffic reached 235.44 million and international passenger reached 58.55 million. By end of January 2020, domestic freight traffic stood at 1.14 million tonnes whereas international freight traffic was at 1.70 million tonnes. Also, India's domestic and international aircraft movements reached 1.82 million and 0.37 million in FY20 (till January 2020), respectively. While, India has envisaged increasing the number of operational airports to 190-200 by FY40, the number of airplanes is expected to grow to 1,100 planes by 2027. Rise in working group and middle-class demography will affect the demand positively. Approximately Rs. 420-455 billion worth of investments are expected to be made in India's airport infrastructure between FY 2018-23.

Company Overview

During the year under review Company has made a turnover of **Rs. 71,69,26,791/-** and a profit after tax of **Rs. 1,10,39,836/-**.

The Cash Flow summary for the financial year 2019-20 under indirect cash flow method is as follows:-

(Amount in Rs.)		
Sr. No.	Particulars	2019-2020
1.	Operational Cash Outflow	9,87,22,700
2.	Investing Cash Inflow	4,34,64,566
3.	Financing Cash Outflow	(13,94,02,811)

COVID-19

The Economic lockdown as announced by the government on March 23, 2020, that is in the last week of the last financial year. Normally March is a very important month for our business as we do the maximum billing and payments also are released by Government departments in the month of March of any financial year. In the initial weeks of nationwide lockdown though our sites were ordered to be closed for works but from first week of May the government extend certain relaxation and the necessity to keep workers engaged and to restart the economic activities allowed construction works to re-start in Madhya Pradesh.

The site operations were resumed gradually at the end of third week of April, 2020 at a number of projects upon revocation of the restrictions imposed by the State /Central and Local Governments.

Opportunities

As construction activity is the main line of business of the Company, because of CoVID-19, the same to an extent affected due to migration of certain labours but in line with the various directives issued by the Government, the Company continued its construction activities on different sites with the help of local labours. Your Company firmly believes that the Construction sector in a country like India remain strong in the medium to long term even at this time of CoVID-19.

Outlook

We strive to maintain and enhance the level of customer satisfaction through successful execution of various projects. We aim to maintain consistent product quality and timely delivery through latest technology and competent manpower. The leadership team wants

to bring continual improvement in technology, manpower, systems and comply with all statutory and regulatory requirements as and when required. On a regular basis, we review the effectiveness of our quality policy and set appropriate objectives to achieve the same, so as to improve market shares in various civil and infrastructure projects.

Risk and Concerns

The Company's ability to foresee and manage business risks is crucial in achieving favourable results. While management is positive about the Company's long term outlook, we are subject to few risks and uncertainties as given below:

Market price fluctuation: The performance of your company may be affected by the sales at a price which are driven by prevailing market conditions, the nature and location of the projects.

Price risk of the input material: The primary construction materials like steel, cement and etc are subject to price volatility due to general economic conditions, competition, production levels, transportation costs and domestic and import duties and any adverse impact of rise in input cost will have impact on the profitability of the Company.

Development & regulatory risk: Development depends on several factors which include receipt of required approvals, weather conditions, labour availability, material shortages etc. and any of these factor may have an adverse impact on execution.

Economic risk: Any adverse change in any macroeconomic variables like GDP growth, interest rates, inflation, changes in tax, trade, fiscal and monetary policies etc. may adversely impact the Company's business, profitability and financial condition.

Health and safety risks: Construction Companies constantly face the risk of injury or illness to the Company's or third parties' construction workers.

Threats

- The Indian construction sector is still highly unorganized with lots of middle men and depressed demand, together with increased construction costs - both material and labour which has been putting pressure on the cost of projects and profit margins.
- Finance plays an imperative role in the construction industry, liquidity crisis or any adverse move by the banking sector towards the lending policy on the loans may adversely impact the execution of the projects and increase the cost of borrowing.
- Acute shortage of skilled workforce at all levels.

Risk Management

Construction industry is highly risk prone, with complex and dynamic project environments creating an atmosphere of high uncertainty and risk. The industry is vulnerable to various technical, socio-political and business risks- errors caused on account of adoption of improper methodology of construction, carrying out improper market survey, improper data input, extraordinary hike in the cost of construction materials, fluctuation in the exchange rates involving transactions in foreign currency, improper assessment of the locational hazards and assessment of taxes/duties in the operation of the contract are being independently assessed/analyzed by various Cells-like tendering, operations, procurement, finance, banking, HR and IT Cells and mitigation procedures/plans are being formulated and monitored to reduce, if not totally eliminate, the risks associated with the above.

The operations of the Company have been impacted by the various CoVID-19 pandemic related measures taken by the governments / authorities. In particular, the national lockdown has impacted activities across the economic ecosystem. CoVID-19 related fears could continue to impact sentiment leading to lower footfalls over an extended period.

Financials

	(Rs. in Lakhs)	
Balance Sheet	As at March 31, 2020	As at March 31, 2019
Share Capital	1,567.33	1,567.33
Reserve & Surplus	4,095.37	3,984.97
Non- Current Liabilities	1,546.10	2,083.27
Current Liabilities	5,940.20	6,965.84
Non- Current Assets	2,768.79	3,448.95
Current Assets	10,380.20	11,152.46

	(Rs. in Lakhs)	
Profit & Loss Account	For the year 2019-20	For the year 2018-2019
Total Revenue	7,169.27	10,052.27
Profit/ (Loss) before interest, depreciation, amortization and taxes (EBITDA)	949.93	1,119.52
Depreciation and amortisation	228.72	274.27
Profit after tax	110.40	78.86
Earning Per Share	0.70	0.50

The Company's financial position has also affected due to the ongoing pandemic. Delays in release of payments are being observed from various departments whose works are being performed at different places, which affected the financial stability of the Company. Still the Company has tried to fulfil its financial commitments to a certain extent.

Human Resources

Employees are the key to achieve the Company's objectives and strategies. The Company provides to the employees a fair equitable work environment and support from their peers with a view to develop their capabilities leaving them with the freedom to act and to take responsibilities for the tasks assigned. The Company strongly believes that its team of capable and committed manpower, which is its core strength, is the key factor behind its achievements, success and future growth. We are continuously working to create and nurture an organization that is highly motivated, result oriented and adaptable to the changing business environment. The industrial relations remained cordial during the year.

Cautionary Statement

The statements in this report on "Management Discussion and Analysis", describing the Company's objectives, estimations, expectations or projections, outlook etc., may constitute forward looking statements within the meaning of the applicable Rules, Laws and Regulations. Actual results may vary from such expectations, projections etc., whether express or implied. These statements are based on certain assumptions and expectations of future events over which the Company has no direct control.

INDEPENDENT AUDITOR'S REPORT

To,
The Members
CMM INFRAPROJECTS LIMITED
Indore (M.P.)
CIN: L45201MP2006PLC018506

Report on the Financial Statements

We have audited the accompanying financial statements of **CMM INFRAPROJECTS LIMITED, Shalimar Corporate Centre, 108, 8B, Nath Mandir Road, South Tukoganj, Indore, Madhya Pradesh 452001**, which comprises of the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss and cash flow statement, for the year then ended and a summary of significant accounting policies and other explanatory information of the company.

Unqualified Opinion

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

- (a) In the case of the Balance Sheet, of the state of affairs of the company as at 31st March, 2020; and
- (b) In the case of the Statement of Profit and Loss of the profit, for the year ended on that date;
- (c) In the case of the Cash Flow Statement, for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There is no key audit matter to be communicated in our report.

Other Matters

We do not audited the two branches, Nagpur and Bhubaneswar. These financial statements have been audited by other auditors whose reports have been furnished to us by the management, and our opinion on the financial statement of the company for the year ended to the extent they relate to the financial statement not audited by us stated in this paragraph is solely based on the audit report of other auditor. Our opinion is not qualified in respect of this matter.

Information Other than the 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Business Responsibility Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these 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 accounting principles generally accepted in India, prescribed under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

In preparing the 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 also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, We report that:
 - a. We have sought obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c. In our opinion the Balance Sheet, Statement of Profit and Loss and cash flow statement, dealt with by this Report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, with the rule of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on 31st March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in '**Annexure B**'. Our Report expresses disclaimer of opinion on the company's internal financial controls over financial reporting for the reason stated therein.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us.
 - i. The company does not have any pending litigation which would impact its position as on 31-03-2020.
 - ii. The company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses,
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company.
 - h. With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act, as amended:
 - i. In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its managing director during the year is in accordance with the provisions of section 197 of the Act.

Unique Document Identification Number (UDIN) for this document is 20404644AAAADJ6126.

For: SPARK& Associates

Chartered Accountants
FRN: 005313C

Pankaj Kumar Gupta

Partner
Membership No. 404644
Date: 31.07.2020, Indore

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

The annexure referred to the Independent Auditors' Report to the members of the company on the financial statements for the year ended 31st March, 2020, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
- (b) The Company does not have a regular program of physical verification of its fixed assets however, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is not reasonable having regard to the size of the Company and the nature of its assets.
- (c) The Company does not have any immovable property under Fixed Asset head.
- ii. As explained to us the physical verification of certain inventory has been conducted at reasonable intervals by the management and no material discrepancies were notice on such verification. As explained by the management that the company is involved in construction activities and there are so many items spread out at the site so it is very difficult to maintain the quantitative records of each and every item.
- iii. The Company has not granted any investments in, given any guarantee or security or granted any loans or advances which are characterized as loans, unsecured or secured, to LLPs, firms or companies or any other person. Thus, paragraph 3(iii)(a),(b) and (c) of the Order is not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made;
- v. According to information and explanations provided to us, the company has not accepted any deposit from public as defined according to the provisions of Section 73 to 76 of the Companies Act, 2013, and the Rules framed there under. Hence we offer no comments in respect of any contraventions thereto.
- vi. According to the information and explanations provided to us, the Companies (Cost Accounting Record) Rules 2011 have been applicable to the companies for its construction operations. The Company has appointed Sushil Kumar Mantri & Associates, Cost Accountant (FRN: 101049) to reviewed books of accounts maintained by the company and pursuant to the rules made by the Central Government for maintenance of Cost Records under sub section (I) of section 148 of the Act in respect of construction activity. The final audit report of the Independent Cost Auditor is not provided by the company hence we are not able to give any comment on cost records maintained by the company
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company has been irregular in depositing undisputed statutory dues excluding GST.
- (b) According to the information and explanations given to us, undisputed amounts payable in respect of provident fund, income tax, sales tax, service tax, duty of customs, value added tax, Goods and Service tax, cess and other material statutory dues were in arrears as at 31st March, 2020 for a period of more than six months from the date they became payable.

S.No	Type of Dues	Period to which amount relates	Amount
1	Provident Fund	FY 2018-19	2,99,326
		FY 2019-20	1,58,372
2	E.S.I.C	FY 2017-18	99,353
		FY 2018-19	1,26,785
		FY 2019-20	24,972
3	T.D.S	FY 2017-18	27,02,683
		FY 2018-19	18,95,619
		FY 2019-20	17,51,119
4	Income Tax	FY 2017-18	2,44,44,680

- (c) The disputed statutory dues aggregating Rs. 3,08,96,740 that have not been deposited on account of disputed matters pending before appropriate authorities are as under:

S.No	Name of the Statute	Nature of the Dues	Amount Pending	Period to which the amount relates	Forum Where dispute is pending
1	Service Tax	Service tax Demand	3,08,96,740	January 2013 to March 2016	DGCEI INDORE, SERVICE TAX

- viii. Based on our audit procedure and according to the information and explanations given to us, we are of the opinion that the Company has defaulted in repayment of loans / borrowings to the financial institutions, banks, Government or debenture holders as per details given here-under:

S.No	Particular of Bank/Financial Institution	Amount of Default		Period of Default (in Days)
		Principal	Interest	
1	TATA CAPITAL	1,45,619	638	395
2	ICICI BANK (CE-10)	5,07,815	59,725	605
3	ICICI BANK (CE -123)	22,88,730	2,59,170	575
4	ICICI BANK (CE -4,5,6,7,8)	25,65,024	2,97,122	605
5	ICICI BANK (9,11)	8,50,622	80,161	665
6	ICICI BANK LTD (LOADER)	25,18,506	94,782	485
7	ICICI BANK (DUMPER 1)	8,00,657	0	395
8	ICICI BANK (TANDAM ROLLER)	10,73,197	1,18,022	605
9	ICICI BANK (TANDAM ROLLER)	14,10,961	1,97,185	815
10	HDFC BANK (FINE ROCK BRAKER)	5,70,859	57,791	665
11	HDFC BANK (MOTOR GRADER)	75,88,987	3,99,908	635
12	HDFC BANK (POCLAIN - HYUNDAI)	20,65,270	2,09,090	665
13	HDFC BANK (POCLAIN - KOMATSU)	24,04,762	2,43,487	665
14	HDFC BANK (SOIL COMPACTOR)	41,94,353	4,24,657	665
15	HDFC BANK (TEREX CRUSHER)	1,67,39,115	25,09,565	665
16	HDFC BANK (MAHINDRA DUMPER)	1,22,71,395	7,74,645	665
17	HDFC BANK (NEW BOLERO)	8,14,417	18,472	575
18	HDFC BANK (POCLAIN-2)	49,18,636	3,31,865	665
19	HDFC BANK (VSI-1000)	9,41,663	70,337	695
20	SREI FINANCE LTD	7,16,000	0	75
	TOTAL	6,53,86,588	61,46,622	

- ix. The company has raised money by way of term loan and the same was applied for the purpose for which it has been raised. The company has not made any further public offering during the year.
- x. According to the information and explanations given to us, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanation given to us and based on our examination of the records of the Company, the company has paid/ provided for managerial remuneration in accordance with the requisite approvals by the provisions of section 197 read with Schedule V to the Act.
- xii. In our Opinion and according to the information and explanation given to us, the Company is not a Nidhi company.

- xiii. According to our information and explanation given to us and based on our examination of the records of the company, transaction with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transaction have been disclosed in the financial statement as required by the applicable accounting standards.
- xiv. According to information and explanation given to us and based on our examination of the records of the company, the company has not made any preference allotment or private allotment of shares or fully or partly convertible debentures during the year.
- xv. According to information and explanation given to us and based on our examination of the records, the company has not entered into non-cash transaction with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the order is not applicable.
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Unique Document Identification Number (UDIN) for this document is 20404644AAAADJ6126.

For: SPARK& Associates

Chartered Accountants

FRN: 005313C

Pankaj Kumar Gupta

Partner

Membership No. 404644

Date: 31.07.2020, Indore

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **CMM INFRA PROJECTS LIMITED** as at 31st March, 2020 in conjunction with our audit of the financial statements of the company for the year ended on that day.

Management's Responsibility for Internal Financial Controls

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 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 by the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Basis for Disclaimer of Opinion

According to information and explanation given to us, the company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in Guidance note issued by Institute of Chartered Accountants of India.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis of Disclaimer of Opinion paragraph above we are unable to obtain sufficient appropriate audit evidence to provide a basis of our opinion whether company had adequate internal financial control over financial reporting and whether such internal financial control was operating effectively as at 31st March 2020. Accordingly, we don't express an opinion on the company internal financial control over financial reporting.

We have considered the disclaimer reported above in determining the nature, timing and extent of audit test applied in our audit of financial statement of company for the year ended 31st March 2020, and the disclaimer does not affect our opinion on the said financial statement of company.

For: SPARK& Associates

Chartered Accountants
FRN: 005313C

Pankaj Kumar Gupta

Partner
Membership No. 404644

Date: 31.07.2020, Indore

CMM INFRAPROJECTS LIMITED

108, SHALIMAR CORPORATE CENTER 8-B, SOUTH TUKOGANJ, INDORE, MP - 452001

CIN NO. L45201MP2006PLC018506

BALANCE SHEET AS ON 31st MARCH, 2020

(Figures in ₹)

PARTICULARS	NOTES	Current Year 31.03.2020	Previous Year 31.03.2019
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	15,67,32,600	15,67,32,600
(b) Reserves & Surplus	3	40,95,37,235	39,84,97,399
(2) Share Application Money Pending Allotment			
(3) Non - Current Liabilities			
(a) Long Term Borrowings	4	8,55,72,050	14,04,92,330
(b) Deferred Tax Liabilities(Net)	5	34,52,497	1,02,27,555
(c) Other Long term liabilities	6	6,55,85,030	6,28,10,047
(d) Long-term Provisions		-	-
(4) Current Liabilities			
(a) Short Term Borrowings	7	29,00,28,652	31,42,34,758
(b) Trade Payables	8	8,54,35,047	13,13,80,697
(c) Other Current Liabilities	9	20,94,85,909	23,15,97,164
(d) Short Term Provisions	10	90,70,446	1,41,68,639
Total		1,31,48,99,466	1,46,01,41,188
II. ASSETS			
(1) Non- Current Assets			
(a) Property Plant & Equipment	11	14,71,89,838	18,75,80,054
(i) Tangible Assets		-	-
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		-	-
(b) Non Current Investments	12	48,06,421	47,71,288
(c) Deferred Tax Asset		-	-
(d) Long Term Loans and Advances	13	11,51,54,669	13,89,76,613
(e) Other Non Current Asset	14	97,28,379	1,35,67,145
(2) Current Assets			
(a) Current Investment		-	-
(b) Inventories	15	42,16,00,000	43,99,10,000
(c) Trade Receivables	16	46,23,99,985	43,78,60,462
(d) Cash & Cash Equivalents	17	5,69,05,422	5,41,20,966
(e) Short Term Loans and Advances	18	9,48,86,679	18,31,51,669
(f) Other Current Assets	19	22,28,073	2,02,991
Total		1,31,48,99,466	1,46,01,41,188
Significant Accounting Policies	1		
Notes on Financial Statements	2-36		

As per our report of even date
For M/s. SPARK & Associates
Chartered Accountants
 FRN NO. 005313C

CA. Pankaj Kumar Gupta
 (Partner)
 M. No. 404644

Place: Indore
 Date: 31.07.2020

For and on behalf of Board of Directors of
CMM Infraprojects Limited

Kishan Mundra
 Managing Director
 DIN: 00030739

Samta Mundra
 Whole Time Director
 DIN: 00030837

Lokendra Singh Solanki
 Chief Financial Officer

Ankit Joshi
 Company Secretary

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2020

PARTICULARS	NOTES	Current Year 31.03.2020	Previous Year 31.03.2019
		₹	₹
I Revenue from Operations	20	70,32,82,547	98,29,73,192
II Other Income	21	1,36,44,244	2,22,53,323
III Total Revenue	(I+II)	71,69,26,791	1,00,52,26,515
IV Expenses			
Contract Purchase & Expenses	22	57,67,13,640	92,24,66,370
Changes in Inventories	23	1,83,10,000	(7,38,35,000)
Employee Benefit Expenses	24	89,85,260	2,09,28,904
Finance Cost	25	6,30,51,408	7,70,73,865
Depreciation and amortization expenses	11	2,28,72,223	2,74,27,296
Other Expenses	26	1,79,24,483	2,37,13,794
Total Expenses		70,78,57,013	99,77,75,229
V Profit before exceptional and extraordinary items and tax	(III-IV)	90,69,778	74,51,286
VI Exceptional Items		-	-
VII Profit before extraordinary items and tax	(V-VI)	90,69,778	74,51,286
VIII Extraordinary Items		-	-
IX Profit Before Tax	(VII+VIII)	90,69,778	74,51,286
X Tax Expenses			
(1) Current Year Tax		48,05,000	41,40,658
MAT credit entitlement		-	-
(2) Last year tax		-	-
(3) Deferred Tax		(67,75,058)	(45,75,187)
Total Tax Expenses		(19,70,058)	(4,34,529)
XI Profit(Loss) from the continuing operations	(IX-X)	1,10,39,836	78,85,815
XII Profit/(Loss) for the period		1,10,39,836	78,85,815
XIII Earning per Equity Share:	27		
(1) Basic		0.70	0.50
(2) Diluted		0.70	0.50
Significant Accounting Policies	1		
Notes on Financial Statements	2-36		

As per our report of even date
For M/s. SPARK & Associates
Chartered Accountants
FRN NO. 005313C

CA. Pankaj Kumar Gupta
(Partner)
M. No. 404644

Place: Indore
Date: 31.07.2020

For and on behalf of Board of Directors of
CMM Infraprojects Limited

Kishan Mundra
Managing Director
DIN: 00030739

Samta Mundra
Whole Time Director
DIN: 00030837

Lokendra Singh Solanki
Chief Financial Officer

Ankit Joshi
Company Secretary

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

(Figures in ₹)

Particulars	Current Year 31.03.2020	Previous Year 31.03.2019
Cash Flow from Operating Activities		
Profit before taxation	90,69,778	74,51,286
Adjustment for:		
Depreciation / Amortization	2,28,72,223	2,74,27,296
Profit from partnership firm	(35,132)	-
(Profit) / Loss on sale of PPE	37,93,967	44,77,871
Amortization of Initial Public Issue Expenses	38,38,766	38,38,766
Interest income	(59,18,597)	(5,24,010)
Finance Cost	6,30,51,408	7,70,73,865
Gain on Gratuity Valuation	-	-
Miscellaneous balances written off	-	-
Cash generated from operations before working capital changes	9,66,72,413	11,97,45,074
Adjustment for: changes in Working Capital		
(Increase)/ Decrease in inventories	1,83,10,000	(7,38,35,000)
(Increase)/ Decrease in trade Receivable	(2,45,39,523)	2,43,31,667
(Increase)/ Decrease in short term loans and Advances	8,82,64,990	(8,58,14,250)
(Increase)/ Decrease in Other Current Asset	(20,25,082)	(32,08,375)
Increase/ (Decrease) in Trade Payable	(4,59,45,650)	(5,20,36,979)
Increase/ (Decrease) in other Current Liability	(2,21,11,255)	8,97,92,911
Increase/ (Decrease) in short term provision	(99,03,193)	(3,33,58,413)
Cash generated from/ (used in) operations	9,87,22,701	(1,43,83,365)
Direct tax paid	-	-
Net cash from/ (used in) Operating Activities (A)	9,87,22,701	(1,43,83,365)
Cash Flow from Investing Activities		
Purchases of Fixed Assets	(77,025)	(90,39,572)
Interest received	59,18,597	5,24,010
(Purchase) / Sale of Investments	-	(26,812)
Sale of Fixed Assets	1,38,01,051	2,00,86,464
Changes in Long term loans and advances	2,38,21,944	(1,08,72,057)
Net cash from/ (used in) Investing Activities (B)	4,34,64,567	6,72,033
Cash Flow from Financing Activities		
Interest Cost	(6,30,51,408)	(7,70,73,865)
Issue of share	-	-
Share Issue Expense	-	38,38,766
Changes In Long Term Borrowing	(5,49,20,280)	3,52,62,395
Changes in Other Non Current Liability	27,74,983	(3,75,28,478)
Changes In Short term Borrowing	(2,42,06,106)	4,92,21,558
Net cash from/ (used in) Financing Activities (C)	(13,94,02,811)	(2,62,79,624)
Net increase/ (decrease) in Cash and Cash Equivalents (A+B+C)	27,84,456	(3,99,90,956)
Cash and Cash Equivalents at the beginning of the year	5,41,20,966	9,41,11,922
Cash and Cash Equivalents at the end of the year	5,69,05,422	5,41,20,966
Components of Cash and Cash Equivalents at the end of the year		
Cash in hand	5,12,557	12,27,295
Balance with scheduled banks		
Current account	1,39,015	13,30,046
Fixed deposit	5,62,53,849	5,15,63,625
Total Rs.	5,69,05,422	5,41,20,966

As per our report of even date
For M/s. SPARK & Associates
Chartered Accountants

FRN NO. 005313C

CA. Pankaj Kumar Gupta
(Partner)

M. No. 404644
Place: Indore
Date: 31.07.2020

For and on behalf of Board of Directors of
CMM Infraprojects Limited

Kishan Mundra
Managing Director
DIN: 00030739

Samta Mundra
Whole Time Director
DIN: 00030837

Lokendra Singh Solanki
Chief Financial Officer

Ankit Joshi
Company Secretary

NOTE : 1: SIGNIFICANT ACCOUNTING POLICIES**COMPANY INFORMATION:**

CMM Infraprojects Limited (“the Company”) was originally incorporated as a Partnership Firm in the name of M/s. C.M. Mundra & Co. in the year 2006, the Company was converted to a Limited Company vide Certificate of Incorporation dated 27th March, 2006 issued by the Registrar of Companies and is engaged in the business of Construction of government infrastructure projects and development of various public civil constructions/infrastructural projects in Building and Road Sector. The Company is a public Company domiciled in India. The Company is listed on EMERGE platform of National Stock Exchange of India Limited. The registered office of the company is located at 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore- 452001 (M.P.).

BASIS FOR PREPARATION OF FINANCIAL STATEMENT:

The financial statements have been prepared to comply all material aspects with the mandatory Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 2013 wherever applicable. The Financial Statements have been prepared under the historical cost Convention on an accrual basis. The accounting policies applied by the company are consistent with those used in the previous years.

SYSTEM OF ACCOUNTING:

The Company follows Mercantile System of Accounting.

INVENTORIES:

Inventories are valued at cost or NRV whichever is lower. Cost of inventory comprises cost of purchases, cost of conversion and other cost incurred in bringing them to their respective location and condition.

Since the principal business of the company is construction activity, quantitative data in respect of trading and manufacturing activities carried out by the company as required by the Part II of schedule VI to the Company’s Act, 1956 is not furnished.

FIXED ASSETS:

Fixed Assets are stated at cost less accumulated depreciation. Cost comprises the cost of acquisition and any attributable cost of bringing the asset to its working condition for its intended use.

DEPRECIATION:

Depreciation is provided for in the Accounts on Straight-Line Method based on the useful lives specified Schedule II of the Companies Act as in force and proportionate depreciation is charged for addition/deletions during the year.

INVESTMENT IN PARTNERSHIP FIRM:

The Company has interest in certain joint partnership, and accordingly, it recognizes in relation to its interest in joint partnership, its:

- Assets, including its share of any assets held jointly.
- Liabilities, including its share of any liabilities incurred jointly.
- Revenue from the sale of its share of the output arising from the joint partnership.

REVENUE RECOGNITION:

The Company follows the “Percentage of Completion Method” of accounting for all contracts in accordance with “Accounting Standard -7” “Accounting for Construction Contracts” issued by the Institute of Chartered Accountants of India. The revenue from the execution of contracts is recognized proportionately with the degree of completion achieved under each contract, matching revenue with expenses incurred and after considering the total contract value and associated costs.

Contract revenue for the work done is taken on actual basis. The work completed, which was not billed, is treated as Work-in-Progress and is valued on the basis of actual expenditure incurred as per the books of account. In respect of escalation and other claims, revenue is recognized on receipt basis.

Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

RETIREMENT BENEFITS:

1. Provident Fund is a defined contribution scheme and the contributions are charged to the Profit & Loss Account of the year when the contributions to the respective funds are due.
2. Other retirement benefits such as Gratuity etc. are recognized as per actuarial valuer certificate.

EXPENDITURE:

Expenses are accounted on accrual basis and provision has been made for all known losses and liabilities.

DEFERRED REVENUE EXPENDITURE:

All expenditures, the benefit of which is spread over more than a year are amortized over the expected serviceable life of such expenditure.

INCOME TAX:

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets, if any are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which deferred tax assets can be realized.

BORROWING COSTS:

Borrowing costs consisting of commitment charges, if any and eligible interest are charges to revenue.

CMM INFRAPROJECTS LIMITED
NOTES ON FINANCIAL STATEMENTS AS AT 31ST MARCH 2020

(Figures in ₹)

PARTICULARS	Current Year 31.03.2020	Previous Year 31.03.2019
2.SHARE CAPITAL		
(A) PARTICULARS		
AUTHORIZED		
1,60,00,000 Equity Shares of Rs. 10/- Each	16,00,00,000	16,00,00,000
[Previous Year : 1,60,00,000 Equity Shares of Rs. 10/- each]	16,00,00,000	16,00,00,000
ISSUED, SUBSCRIBED & PAID - UP		
1,56,73,260 Equity Shares of Rs. 10/- Each Fully Paid	-	-
[Previous Year : 1,56,73,260 Equity Shares of Rs.10/- each]	15,67,32,600	15,67,32,600
TOTAL	15,67,32,600	15,67,32,600

2.1 The reconciliation of the number of shares outstanding is set out below :

Particulars	As at 31 st March 2020		As at 31 st March 2019	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares at the beginning of the year	15,67,73,260	15,67,32,600	15,67,73,260	15,67,32,600
Add : Shares issued through Bonus	-	-	-	-
Add : Shares issued through Initial Public Offer	-	-	-	-
Less : Shares buy back	-	-	-	-
Equity Shares at the end of the year	15,67,73,260	15,67,32,600	15,67,73,260	15,67,32,600

2.2 Details of Shareholders holding more than 5 % shares:

Name of Shareholder	As at 31 st March 2020		As at 31 st March 2019	
	No. of Shares	% held	No. of Shares	% held
Kishan Mundra	69,36,920	4.42%	69,36,920	4.42%

2.3 Terms/rights attached to equity shares:

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, in case proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

3. RESERVES & SURPLUS	Current Year 31.03.2020	Previous Year 31.03.2019
General Reserve		
Opening Balance	1,90,828	1,90,828
Add : Transfer from Profit and Loss Account	-	-
Closing Balance	1,90,828	1,90,828
Share Premium Account		
Opening Balance	14,67,02,800	14,67,02,800
Closing Balance	14,67,02,800	14,67,02,800
Profit and Loss Account		
Opening Balance	25,16,03,771	24,37,17,956
Add: Profit During The Year	1,10,39,836	78,85,815
	26,26,43,607	25,16,03,771
Total Rs.	40,95,37,235	39,84,97,399

4. LONG TERM BORROWINGS	Current Year 31.03.2020	Previous Year 31.03.2019
Secured		
Term Loans*		
-From Bank	7,92,88,611	7,80,62,604
-From Financial Institution	4,43,57,742	71,805,595
Less:- Current Maturity of Long term debt (Note 9)	(8,33,14,611)	(8,83,25,296)
Total Rs. (A)	4,03,31,742	6,15,42,903
Unsecured		
-From Financial Institution**	1,17,717	16,16,883
Less:- Current Maturity of Long term debt (Note 9)	(1,17,717)	(16,16,884)
-From Directors	2,05,79,251	3,72,20,957
-From Inter Corporate Deposits	2,46,61,057	4,17,28,471
Total Rs. (B)	4,52,40,308	7,89,49,427
Total Rs. (A+B)	8,55,72,050	14,04,92,330

4.1 *Secured by hypothecation of Specified Fixed Asset.

Lender	Amount Sanction	Interest Rate	Secured By	Tenure	Date of Sanction
HDFC Bank Ltd.(Fine Rock Braker)	11,39,400	9.41%	Fine 23 Rock Breaker	48	17/02/2016
HDFC Bank Ltd.(Moter Grader)	1,61,99,000	9.40%	Motor Grader	48	30/12/2015
HDFC Bank Ltd.(Poclain)Hundai	41,22,225	9.41%	Poclain Hundai	48	17/02/2016
HDFC Bank Ltd.(Poclain)Komatsu	48,00,000	9.41%	L&T Komatshu PC 210	48	17/02/2016
HDFC Bank Ltd.(Soil Compactor)	83,71,930	9.41%	Vibr Compactor Hamm311	48	17/02/2016
HDFC Bank Ltd.(Terex Crusher)	3,46,85,000	9.71%	Terex Crusher 400	48	28/07/2016
HDFC Bank(Mahindra Dumper)	2,40,00,000	9.35%	Mahindra Dumper	48	31/03/2016
HDFC Bank(New Bolero)	19,00,000	9.90%	Belero Camper Gold	48	29/01/2016
HDFC Bank Poclain-2	1,45,35,000	9.40%	Proclain Hydraulic	48	12/05/2015
HDFC Bank(VSI-1000)	18,21,625	9.77%	Ncm Shova VSI-1000	48	31/03/2016
ICICI Bank CE Loan 10	8,79,000	10.03%	Batching Plant/ATP/21 Pnc	36	26/06/2017
ICICI Bank CE Loan 1,2,3	41,53,500	10.04%	Batching Plant/CRP/300	26	06/02/2017
ICICI Bank CE Loan 4,5,6,7,8	45,22,500	10.03%	Batching Plant/CRP/300	36	31/05/2017
ICICI Bank CE Loan 9,11	18,99,000	9.26%	Loader	36	29/06/2017
ICICI Bank Ltd.(Loader)	64,62,000	9.40%	HM 2021 / Loader	46	30/06/2016
ICICI Bank New Dumper-1	1,14,75,000	9.40%	Tata LPK 2523	48	14/01/2016
ICICI Bank (Tandam Roller)	47,50,650	9.40%	Tandom Roller/HD 99VV	48	31/05/2016
SREI Equipment Finance Ltd-2	91,35,900	10.16%	Tata Hitachi	35	24/04/2018
NSIC*	5,00,00,000	10.25%	Bank Guarantee	-	13/03/2018

*Loan from NSIC is repayable on Demand

4.2 **Unsecured loans

Lender	Amount Sanction	Interest Rate	Secured By	Tenure	Date of Sanction
Tata Capital Financial Services Ltd.	30,00,000	16.09%	unsecured	24	31-05-2016

5. DEFERRED TAX LIABILITY

In accordance with the Accounting Standard-22 'Accounting for Taxes on Income' issued by the Institute of Chartered Accountants of India, the Company has provided for the Provision for Deferred Tax during the year, as under –

Particulars	31.03.2020	31.03.2019
Opening Balance	1,02,27,555	1,48,02,742
Add : - Deferred Tax Liability Created For The Year	-	-
Less : - Deferred Tax Liability Reversal For The Year	(67,75,058)	(45,75,187)
Total Deferred Tax Liability	34,52,497	1,02,27,555

6. OTHER LONG TERM LIABILITIES

	Current Year 31.03.2020	Previous Year 31.03.2019
Advance from Clients	4,99,09,991	5,17,76,883
Gratuity Payable	2,57,596	2,60,005
Security Deposits	1,54,17,443	1,07,73,159
Total Rs.	6,55,85,030	6,28,10,047

7. SHORT TERM BOROWING

	Current Year 31.03.2020	Previous Year 31.03.2019
Secured		
From Dena Bank*	29,00,28,652	31,42,34,758
Total Rs.	29,00,28,652	31,42,34,758

*Working capital loans from Dena Bank Ltd. are secured by charge over hypothecation of stocks, book debts and all other current assets of the Company & charge over fixed assets of the Company. Interest Rate is 11.95%.

8. TRADE PAYABLES

	Current Year 31.03.2020	Previous Year 31.03.2019
Due to Micro, Small and Medium Enterprises	-	-
Due to Others	8,54,35,047	13,13,80,697
Total Rs.	8,54,35,047	13,13,80,697

9. OTHER CURRENT LIABILITIES

	Current Year 31.03.2020	Previous Year 31.03.2019
Current maturities of long term debt	8,34,32,328	8,99,42,180
Other Payable	87,64,990	36,69,629
For Statutory Dues	1,15,03,320	1,45,20,111
Security Deposit	10,57,85,271	12,34,65,244
Total Rs.	20,94,85,909	23,15,97,164

10. SHORT TERM PROVISIONS	Current Year 31.03.2020	Previous Year 31.03.2019
Audit Fees Payable	2,45,000	28,000
Corporate Social responsibility Provision	17,82,568	22,82,568
Income Tax Provision	48,05,000	98,39,585
Professional Tax Payable	14,600	7,500
Provision for Employee Benefits	22,23,278	20,10,986
Total Rs.	90,70,446	141,68,639

12. *NON CURRENT INVESTMENT	Current Year 31.03.2020	Previous Year 31.03.2019
Investment in Immovable Property	43,72,669	43,72,669
Investment in Others:		
Investment in Partnership Firm	1,21,548	86,416
LIC Endowment Plan	3,12,204	3,12,204
Total Rs.	48,06,421	47,71,288

* Non current investment are valued at cost

13. LONG TERM LOANS & ADVANCES	Current Year 31.03.2020	Previous Year 31.03.2019
Unsecured Considered Good: Unless otherwise stated		
Security Deposits	3,87,39,005	1,63,38,279
Prepaid Bank Guarantee Commission	50,23,961	90,72,388
Advance to Staff	-	9,36,928
Inter-Corporate Deposits and others	7,13,91,703	11,26,29,018
Total Rs.	11,51,54,669	13,89,76,613

14. OTHER NON- CURRENT ASSET	Current Year 31.03.2020	Previous Year 31.03.2019
Deferred expenses	97,28,379	1,35,67,145
Total Rs.	97,28,379	1,35,67,145

15. INVENTORY	Current Year 31.03.2020	Previous Year 31.03.2019
Work In Progress	42,16,00,000	43,99,10,000
Total Rs.	42,16,00,000	43,99,10,000

* Inventory's are valued at cost or NRV whichever is lower.

16. TRADE RECEIVABLES	Current Year 31.03.2020	Previous Year 31.03.2019
Unsecured Considered Good: Unless otherwise stated		
More than 6 months		
Good	30,35,14,496	42,53,90,437
Below 6 Months		
Good	15,88,85,488	1,24,70,025
Total Rs.	46,23,99,985	52,01,75,693

NOTE: 11 : PROPERTIES, PLANT & EQUIPMENTS

Sr. No.	DESCRIPTION OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK		(Amount in ₹)
		COST AS ON 01.04.2019	ADDITION DURING THE YEAR	ADJ. DURING THE YEAR	TOTAL COST AS ON 31.03.2020	AS ON 01.04.2019	CHARGED FOR THE YEAR	DEP ADJ.	TOTAL DEPRE. AS AT 31.03.2020	AS ON 31.03.2020	AS ON 31.03.2019	
1	Tangible Assets: Special Plant and Machinery											
a)	Earth -Moving Equipment	15,55,07,947		2,20,28,120	13,34,79,827	5,60,94,221	1,25,41,315	43,82,456	6,42,53,080	6,92,26,741	9,94,13,726	
b)	Concreting, Crushing Piling Equipment and Road making Equipment	10,87,66,926	-	-	10,87,66,926	3,16,11,163	74,27,649	-	3,90,38,812	6,97,28,114	7,71,55,763	
2	Electrical Installation and Equipment	8,13,101	-	-	8,13,101	3,77,906	1,12,616	-	4,90,522	3,22,580	4,35,195	
3	Furniture & Fixtures	8,60,308	-	-	8,60,308	4,81,921	48,952	49,010	4,81,863	3,78,446	3,78,387	
4	Computer	20,38,719	-	-	20,38,719	18,20,111	1,03,097	-	19,23,208	1,15,512	2,18,608	
5	Vehicle	2,28,32,492	-	-	2,28,32,492	1,34,16,913	24,18,548	-	1,58,35,461	69,97,032	94,15,579	
6	Office Equipment	23,74,132	77,025	-	24,51,157	18,11,335	2,20,046	1,637	20,29,744	4,21,414	5,62,797	
	Goodwill											
	Total	29,31,93,625	77,025	2,20,28,120	27,12,42,530	10,56,13,570	2,28,72,223	44,33,103	12,40,52,690	14,71,89,839	18,75,80,055	
	Previous Year	31,75,21,658	90,39,572	3,33,67,605	29,31,93,625	8,69,89,545	2,74,27,296	88,03,271	10,56,13,570	18,75,80,054	23,05,32,113	

17. CASH & CASH EQUIVALENTS	Current Year 31.03.2020	Previous Year 31.03.2019
Cash in Hand	5,12,557	12,27,295
Balance with Banks		
-In Current Accounts	1,39,015	13,30,046
In Fixed Deposit		
-Less than 1 Year	1,13,33,229	18,02,999
-More than 1 Year	-	-
Deposit held Against BG		
-Less than 1 Year	4,29,59,629	3,20,59,256
-More than 1 Year	19,60,991	1,77,01,370
Total Rs.	5,69,05,422	5,41,20,966

18. SHORT TERM LOANS & ADVANCES	Current Year 31.03.2020	Previous Year 31.03.2019
(Unsecured, considered good, unless otherwise stated)		
Advance to Clients	1,05,42,367	50,94,400
Advances to Suppliers	4,18,80,476	3,78,74,873
Other Advances	3,46,704	2,00,995
Security Deposit	3,00,000	-
Balance with Statutory Authorities	78,82,284	1,09,22,577
Income Tax Refund	3,35,34,423	2,94,54,393
Prepaid Expenses	3,95,261	1,64,048
Interest Receivable	5,165	5,165
Total Rs.	9,48,86,679	8,37,16,451

19. OTHER CURRENT ASSETS	Current Year 31.03.2020	Previous Year 31.03.2019
Accrued Interest on FDR with Dena Bank	22,28,073	2,02,991
Total Rs.	22,28,073	2,02,991

20. REVENUE FROM OPERATIONS	Current Year 31.03.2020	Previous Year 31.03.2019
Sales	70,32,82,547	98,29,73,192
Total Rs.	70,32,82,547	98,29,73,192

21. OTHER INCOME	Current Year 31.03.2020	Previous Year 31.03.2019
Discount Received	49,15,574	68,847
Interest income	59,18,597	5,24,010
Miscellaneous Balances Written Off	27,08,413	1,04,87,873
Interest on Vat Refund	-	34,37,369
Profit from Partnership firm	35,132	26,813
Gratuity Provision Reversal	-	1,64,586
Other Income	66,528	75,43,825
Total Rs.	1,36,44,244	2,22,53,323

22. PURCHASES & EXPENSES	Current Year 31.03.2020	Previous Year 31.03.2019
Contract Purchases & Expenses	57,67,13,640	92,24,66,370
Total Rs.	57,67,13,640	92,24,66,370

23. CHANGES IN INVENTORIES	Current Year 31.03.2020	Previous Year 31.03.2019
Opening WIP	43,99,10,000	36,60,75,000
Closing WIP	(42,16,00,000)	(43,99,10,000)
Stock Decreased /Increased by	1,83,10,000	(7,38,35,000)

24. EMPLOYEES REMUNERATION & BENEFITS	Current Year 31.03.2020	Previous Year 31.03.2019
Salary and Wages	82,27,132	1,92,72,739
Contribution to Provident & Other Funds	7,33,028	8,44,157
Staff Welfare	25,100	8,12,008
Total Rs.	89,85,260	2,09,28,904

	Current Year 31.03.2020	Previous Year 31.03.2019
24.1 Details of Director's Remuneration:		
Managing Director		
- Salary to Kishan Mundra	15,00,000	18,00,000
Whole Time Directors		
- Salary to Samta Mundra	7,50,000	9,00,000
- Salary to Laxmi Devi Mundra	-	9,00,000
Total Rs.	22,50,000	36,00,000

24.2 As per Accounting Standard 15 “Employee benefits”, the disclosures as defined in the Accounting Standard are given below:

Defined Benefit Plans :

Contribution to Defined Contribution Plans, recognized as expense for the year is as under :

Particulars	2019-20	2018-19
Employer’s Contribution to Provident Fund	5,74,163	6,13,468
Employer’s Contribution to ESIC	1,58,865	2,30,689

Defined Benefit Plans :

"The present value of the defined benefit obligation and the related current service cost were measured using the Projected Unit Credit Method, with actuarial valuations."

Reconciliation of opening and closing balances of Defined Benefit Obligation

Particulars	2019-20	2018-19
Defined Benefit Obligation at beginning of the year	3,35,116	4,99,702
Interest Cost	23,458	-
Current Service Cost	32,842	(30,580)
Benefits Paid	-	-
Actuarial (Gain) / Loss	(1,839)	(1,34,006)
Present value of obligations as at end of year	3,89,577	3,35,116

Actuarial Assumptions		
Particulars	2019-20	2018-19
Withdrawal Rate	5.00%	5.00%
Discount rate	7.00%	7.75%
Salary Escalation	5.00%	5.00%

25. FINANCE COST	Current Year 31.03.2020	Previous Year 31.03.2019
Bank Charges	1,02,45,778	1,39,86,314
Bank Interest	5,28,05,630	6,30,87,551
Total Rs.	6,30,51,408	7,70,73,865

26. OTHER EXPENSES	Current Year 31.03.2020	Previous Year 31.03.2019
Office & administrative expenses		
Office Expenses	2,06,355	8,15,766
Postage Expenses	11,538	21,958
Rent	7,08,438	10,85,208
Repairs & Maintenance	1,37,635	14,10,065
Rating Expenses	-	1,42,968
Stationery & Printing	21,738	89,510
Telephone Expenses	39,584	1,12,185
Legal & Professional Charges	22,57,006	24,61,931
Donation	-	11,100
Consultancy Charges	26,000	-
Rent, Rates & Taxes	19,54,634	6,85,256
Insurance	8,44,379	47,86,015
Fee & Subscription	25,488	21,877
Advertisement	1,00,000	2,80,023
Initial public issue expense w/off	38,38,766	38,38,766
	1,01,71,561	1,57,62,629

	Current Year 31.03.2020	Previous Year 31.03.2019
Other expenses		
Corporate Social Responsibility Expenses	-	15,09,649
Provision for Doubtful advances	-	1,64,595
Loss On Sale Of Assets	37,93,967	44,77,871
Loss On Revaluation of Gratuity	54,461	-
Tender Fees	1,00,995	64,798
Travelling Expenses	9,56,996	12,87,369
Late fee on GST & TDS	70,859	1,32,510
Interest on TDS	66,956	-
Misc. General Expenses	1,94,671	64,373
Sundry balances written off	22,64,017	-
Auditor's Remuneration		
Audit Fees	2,50,000	2,50,000
	77,52,922	79,51,165
Total Rs.	1,79,24,483	2,37,13,794

26.1 Details of Auditor's Remuneration (excluding GST)

	31.03.2020	31.03.2019
Statutory and Tax Audit Fee	2,50,000	2,50,000
Total Rs.	2,50,000	2,50,000

27. EARNINGS PER SHARE (EPS)	Current Year 31.03.2020	Previous Year 31.03.2019
i) Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs.)	1,10,39,836	78,85,815
ii) Number of equity shares	1,56,73,260	1,56,73,260
iii) Weighted Average number of equity shares used as denominator for calculating EPS	1,56,73,260	1,56,73,260
a) Basic EPS	0.70	0.50
b) Diluted EPS	0.70	0.50
(Face value Rs. 10/- per equity share)		

28. CONTINGENT LIABILITIES	Current Year 31.03.2020	Previous Year 31.03.2019
(a) Guarantees - Bank Guarantee	39,47,93,840	49,74,56,274
(b) Other money for which the Company is contingently liable.		
(i) Service tax Demand	3,08,96,740	3,08,96,740
(ii) TDS Demand	8,55,934	64,920
(iii) Income tax demand	2,44,44,680	-
(c) Pending litigations		

29. As per the definition of Business Segment and Geographical Segment contained in Accounting Standard 17 "Segment Reporting", the management is of the opinion that the Company's operation comprise of operating in Primary and Secondary market and incidental activities thereto, there is neither more than one reportable business segment nor more than one reportable geographical segment, and, therefore, segment information as per Accounting Standard 17 is not required to be disclosed.
30. Additional information pursuant to provisions of paragraph 5 of schedule III of the Companies Act, 2013.
- No Expenditure incurred in foreign currency during the year.
31. Previous year's figures have been reclassified regrouped and rearranged wherever found necessary to make them comparable with current year
32. Current Asset, Current Liability and Loans & Advances are subject to Confirmation.
33. There is no impairment of Fixed Asset.

34. Corporate Social Responsibility (CSR Activity) : In pursuance to section 135 of the Companies Act, 2013

Section 135 of the Companies Act, 2013 and Rules made under it prescribed that every company having a net worth of Rs. 500 crore or more, or turnover of Rs. 1000 crore or more or a net profit of Rs. 5 crore or more during the immediately preceding financial year shall ensure that the company spends, in every financial year, at least 2% of the average net profit made during the three immediately preceding financial year, in pursuance of its Corporate Social Responsibility (CSR) Policy. The provision to CSR as prescribed under the Companies Act, 2013 are not applicable to company.

The Company is made provision of Rs. Nil in current year (Previous year Rs.15,09,649/-) towards CSR Activity. The total unspent amount is Rs. 17,82,568 /- as on 31-Mar-20.

Amount Spent during the period:- 5,00,000 /- (Previous year : Rs. Nil)

35. Disclosure of the Revenue Recognition as Per AS-7

(Rupees in Lakhs)

Particulars	31.03.2020	31.03.2019
Contract Revenue Recognized as Revenue in the Period	7,033	9,830
Contract Costs Recognized as Expenses in the Period	5,950	8,486
Recognized Profit	1,083	1,343
Recognized Billing In the Period	7,033	9,830
Amount Due From Customers	4,624	5,202
Amount Due to Customers	-	-

36. RELATED PARTY (As per Accounting Standard 18 - "Related Party Disclosures")

(i) List of related parties where control exists and related parties with whom transactions have taken place and relationships:

Nature of relationship	Name of the related party
Key Management Personnel	Mr. Kishan Mundra, Managing Director Mrs. Samta Mundra, Whole Time Director Mrs. Laxmi Devi Mundra, Whole Time Director Mr. Lokendra Singh Solanki, CFO Mr. Ankit Joshi, Company Secretary
Enterprises having significant control of KMP	CMM Real Estate Pvt. Ltd. Dafodil Estates Pvt. Ltd. CMM Infrastructure Ltd. Giriraj Shyam Agritech Pvt. Ltd. CMM-KETI JV (Partnership Firm) Banmateshwari Commercials Private Limited ANG Realty Private Limited CMM Info Project Private Limited Laxmi Logistics Shiv Jyoti Estates

(ii) Disclosure in Respect of Related Party Transactions during the year :

Particulars	Relationship	FY 19-20	FY 18-19
Remuneration Paid			
Kishan Mundra	Key Management Personnel	15,00,000	18,00,000
Samta Mundra		7,50,000	9,00,000
Laxmi Devi Mundra		-	9,00,000
Lokendra Singh Solanki		3,84,000	3,84,000
Ankit Joshi		3,60,000	3,60,000
Total		29,94,000	43,44,000
Loan Given			
CMM Real Estate Pvt. Ltd.	Enterprises having significant control of KMP	-	10,12,734
Shiv Jyoti Estates		-	46,979
Total		-	10,59,713
Repayment of Loan Given			
Dafodil Estates Pvt. Ltd.	Enterprises having significant control of KMP	1,80,000	-
CMM Real Estates Pvt. Ltd.		11,94,700	11,02,800
Shiv Jyoti Estates			5,00,000
Total		13,74,700	16,02,800
Loan Taken			
CMM Infrastructure Ltd.	Enterprises having significant control of KMP	4,00,000	3,75,000
Kishan Mundra	Key Management Personnel	2,81,26,736	7,03,35,490
Laxmi Devi Mundra		7,43,500	1,38,130
Samta Mundra		10,23,600	3,80,000
Total		2,92,70,236	7,12,28,620
Loan Repaid			
CMM Infrastructure Ltd.	Enterprises having significant control of KMP		-
Kishan Mundra	Key Management Personnel	4,56,81,270	3,66,30,231
Laxmi Devi Mundra		8,54,500	27,130
Total		4,56,81,270	3,66,57,361
Sales			
CMM KETI- JV	Enterprises having significant control of KMP	17,35,62,302	1,93,31,561
Total		17,35,62,302	1,93,31,561
Unsecured Loan Balances (At the end of FY)			
Kishan Mundra	Key Management Personnel	1,91,75,423	3,67,29,957
Laxmi Devi Mundra		-	1,11,000
Samta Mundra		14,03,828	3,80,000
Loans & Advances Given (Balance as on end of FY)			
Dafodil Estate Pvt. Ltd.	Enterprises having significant control of KMP	49,14,400	50,94,400
Giriraj Shyam Agritech Pvt. Ltd.		23,74,200	23,74,200
Shiv Jyoti Estates		-	12,46,977
Laxmi Logistics		-	5,00,000

37. Global Health Pandemic on Covid-19 and Economic Slowdown

"The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to contain the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. In assessing the recoverability of the Company's assets such as Investments, Loans, Trade receivable etc. the Company has considered internal and external information. The Company has performed sensitivity analysis on the assumptions used basis the internal and external information/indicators of future economic conditions, the Company expects to recover the carrying amount of the assets."

As per our report of even date
For M/s. SPARK & Associates
Chartered Accountants
 FRN NO. 005313C
CA. Pankaj Kumar Gupta
 (Partner)

M. No. 404644
 Place: Indore
 Date: 31.07.2020

For and on behalf of Board of Directors of
CMM Infraprojects Limited

Kishan Mundra
 Managing Director
 DIN: 00030739

Samta Mundra
 Whole Time Director
 DIN: 00030837

Lokendra Singh Solanki
 Chief Financial Officer

Ankit Joshi
 Company Secretary

CMM INFRAPROJECTSLIMITED

CIN: L45201MP2006PLC018506

Regd. Office : 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore – 452001, Madhya Pradesh

Phone: 0731-2516386, Fax: 0731-2527955

E-mail: cmm.kmundra@gmail.com Website: www.cmminfra.com

Form No. MGT-11

PROXY FORM

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

15th Annual General Meeting – 30th September, 2020

Name of the Member(s):		
Registered address:		
E-mail ID:		
Folio No./ Client Id No.:		DPID No.:

I/We, being the holder(s) of _____ equity shares of CMM Infraprojects Limited, hereby appoint:

1.	Name	
	Address	
	E-mail Id	
	Signature	

or failing him/her

2.	Name	
	Address	
	E-mail Id	
	Signature	

or failing him/her

As my/ our proxy to attend and vote (on a poll) for me/us and on my/ our behalf at the 15th AGM of the Company to be held on 30th September, 2020 at 09.00 A.M. at 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore - 452001 and at any adjournment thereof in respect of such resolutions as are indicated below:

thereof in respect of such resolutions as are indicated below:

Sr. No.	Particulars	Vote	
Ordinary Business		For	Against
1.	Receive, Consider, approve and adopt the audited financial statements of the Company for the year ended 31 st March 2020, together with the Boards' and Auditors' Reports thereon.		
2.	Appointment a Director in place of Mr. Kishan Mundra (DIN: 00030739) who retires by rotation and being eligible offers himself for re-appointment.		
Special Business			
3.	Ratify and confirm payment of remuneration of Cost Auditors for the financial year ending March 31, 2021		
4.	To approve the appointment of Mr. Sameer Tiwari (DIN: 00883780) as an Independent Director of the Company.		
5.	To approve the appointment of Mr. Jitendra Tolani (DIN: 07152307) as an Independent Director of the Company.		

Signed this.....day of.....2020

Signature of Shareholder _____

Signature of Proxy holder(s) _____

Affix Revenue Stamp of Rs. 1

Note:

- Shareholders / proxy holders are requested to bring the attendance Slips with them when they come to the meeting and hand over them at the entrance after affixing their signatures on them.
- If it is intended to appoint a proxy, the form of proxy should be completed and deposited at the Registered Office of the Company at least 48 hours before the Meeting.

CMM INFRAPROJECTSLIMITED

CIN: L45201MP2006PLC018506

Regd. Office : 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore – 452001, Madhya Pradesh

Phone: 0731-2516386, Fax: 0731-2527955

E-mail: cmm.kmundra@gmail.com Website: www.cmminfra.com

ATTENDANCE SLIP

**15th Annual General Meeting on 30th September, 2020 at 09.00 A.M.
at 108, Shalimar Corporate Center, 8-B South Tukoganj, Indore - 452001**

DP ID: _____

Folio No: _____

Client ID: _____

No. of Shares: _____

Name and address of Shareholder:

I/We hereby record my presence at the 15th Annual General Meeting of the Company held on 30th September, 2020 at 09.00 A.M. at 108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore - 452001

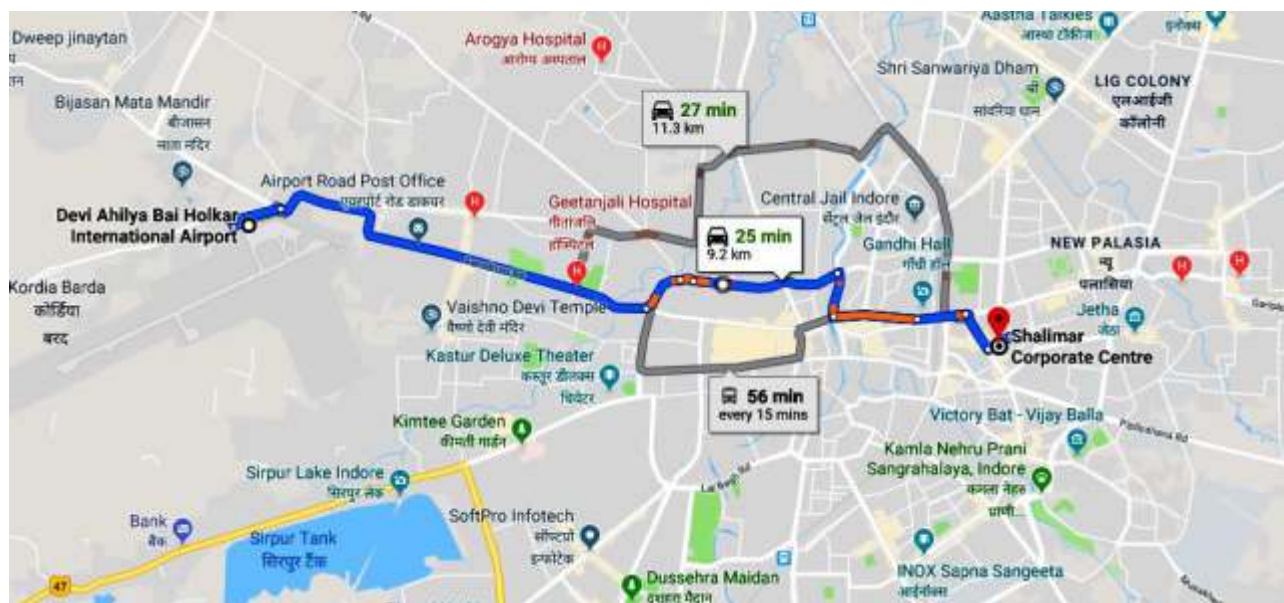
Signature of Shareholder/ Proxy

(Name in BLOCK LETTERS, if signed by proxy)

NOTE: The Map of Venue of AGM is given at the last page of Annual Report.

CMM INFRAPROJECTS LIMITED

Route Map to the venue of AGM





CMM INFRAPROJECTS LIMITED

Towards Green & Sustainable Future

REGISTERED OFFICE

108, Shalimar Corporate Center, 8-B, South Tukoganj, Indore-452001 (M.P.)

CIN: L45201MP2006PLC018506

Tel : + 91- 731- 2516386

Email: cmm.kmundra@gmail.com - Website: www.cmminfra.com

