

# GANGA BUILDERS LIMITED

CIN: U45209WB1982PLC035392

F3/313 & 314, Sreema Complx, 2<sup>nd</sup> Floor, B.B.T. Road, Jalkal, Maheshtala, Kolkata - 700141

E-mail ID : [gangabuilders82@gmail.com](mailto:gangabuilders82@gmail.com) Website: <https://gangabuilders.in/>

Phone No. +91-8272987459

September 06, 2024

The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata - 700 001

Dear Sirs,

**Sub: Submission of Annual Report for the Financial Year 2023-24.**

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of Annual Report of the Company for the financial year ended on March 31, 2024 is enclosed. The same is also available on the website of the Company at <https://gangabuilders.in/> as required under Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take note of this.

Thanking you,  
Yours faithfully,

**For GANGA BUILDERS LIMITED**

SUROJIT  
MONDAL  
Digitally signed  
by SUROJIT  
MONDAL  
Date: 2024.09.06  
17:40:47 +05'30'

**(SUROJIT MONDAL)**  
**DIRECTOR**  
**DIN: 09737859**

# **GANGA BUILDERS LIMITED**

**41<sup>ST</sup> ANNUAL REPORT 2023-24**

**REGISTERED OFFICE: F3/313 & 314, SREEMA COMPLEX, 2ND FLOOR BUDGE, BUDGE TRUNK ROAD,  
JALKAL, MAHESHTA, LA, KOLKATA, WEST BENGAL, INDIA, 700141**

**Board of Directors**

**Mr. Dolan Gantait**

Managing Director

**Mr. Surojit Mondal**

Non-Executive Independent Director

**Mr. Malay Kumar Paul**

Non-Executive Independent Director

**Mr. Dolan Gantait**

Chief Financial Officer

**Auditors**

M/s. Rahul Bansal & Associates, Chartered Accountants

Add: 33A, Jawaharlal Nehru Road, 6<sup>th</sup> Floor, Suit No. 3, Kolkata, West Bengal, 700071

Phone: +91- 9831111380

Email: rahulbansalandassociates@gmail.com

**Bankers**

RBL Bank Limited

**Registrar & Share Transfer Agents**

**Skyline Financial Services Private Limited**

**Registered Office:** D-153A, 1st Floor, Okhla Industrial Area Phase-1, New Delhi-110020

Phone: 011-26812682

Email Id: info@skylinerta.com

Website: www.skylinerta.com

**Registered Office of the Company**

F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

Email ID: gangabuilders82@gmail.com

Website: [www.gangabuilders.in](http://www.gangabuilders.in)

Phone: +91-8272987459

**CIN:** U45209WB1982PLC035392

**ISIN:** INE0JBQ01015

**CSE Scrip Code:** 017117

**GANGA BUILDERS LIMITED**

Regd. Off: F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road,

Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

CIN: U45209WB1982PLC035392

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Email Id: gangabuilders82@gmail.com Website: www.gangabuilders.in

**NOTICE**

Notice is hereby given that 41<sup>st</sup> Annual General Meeting of the Members of Ganga Builders Limited will be held at its registered office situated at F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141 on Monday, September 30, 2024 at 02:00 p.m. to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, including the Audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of Board of Directors and Auditors thereon.
2. To appoint M/s Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) as Statutory Auditors of the Company to fill the casual vacancy due to resignation of existing Statutory Auditors:

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

**“RESOLVED THAT** pursuant to the provisions of Section 139(8), 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s), re-enactments thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N), who have given their consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Act, be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of the existing Statutory Auditors, M/s Rahul Bansal & Associates, Chartered Accountants (FRN: 327098E).

**RESOLVED FURTHER THAT** M/s Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) shall hold office till the conclusion of the 42<sup>nd</sup> Annual General Meeting of the Company on such remuneration and out-of pocket expenses as determined by the Audit Committee/ Board of Directors of the Company in consultation with the auditors.

**RESOLVED FURTHER THAT** any Director or any Key Managerial Personnel (KMP) of the Company

be and is hereby severally authorized to file the necessary e-forms with the Registrar of Companies and to do all such acts, deeds and things which are necessary to give effect to the above resolution.”

### **SPECIAL BUSINESS**

#### **3. APPROVAL FOR SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE NATIONAL CAPITAL TERRITORY OF DELHI:**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s), or re-enactments, thereof for the time being in force), read with Rule 30 of the Companies (Incorporation) Rules, 2014 and subject to the confirmation of the Central Government/Regional Director or any other authority, the consent of the Members be and is hereby accorded to shift the Registered Office of the Company from the State of West Bengal to the National Capital Territory of Delhi

**RESOLVED FURTHER THAT** the Clause No. II of the Memorandum of Association of the Company be substituted by the following new clause II:

“II. The Registered Office of the Company will be situated in the State of National Capital Territory of Delhi.”

**RESOLVED FURTHER THAT** in pursuance to the aforesaid resolution, the registered office of the Company be shifted from State of West Bengal to the State of National Capital Territory of Delhi, at such place as may be decided by the Board of Directors of the Company in due course of time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred to it by this resolution) be and are hereby severally authorized to sign the petition, application, affidavits and such other documents as may be necessary and to file the petition, affidavits and other documents before the Central Government/Regional Director, Registrar of Companies and other authorities for and on behalf of the Company and to accept modifications as may be advised/recommended by the authority(s).

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as it may in its absolute discretion considers necessary, expedient and proper for giving effect to this resolution and matters incidental & consequential thereto.”

#### **4. APPROVAL TO AMEND EXISTING OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

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

**“RESOLVED THAT** pursuant to the provisions of Section 4, Section 13, Section 15 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (the “Act”) and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR Regulations**”) and any other applicable law(s), rule(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the Central Government/ Stock Exchange(s)/appropriate regulatory and statutory authorities, consent and approval of the members of the

Company be and is hereby accorded to modify the Clause III “The Objects for which the Company is Established” and Clause III(B) “Matters which are necessary for furtherance of the Objects specified in Clause III(a)” of the Memorandum of Association of the Company.

**RESOLVED FURTHER THAT** the existing Clause III “The Objects for which the Company is Established” of the Memorandum of Association of the Company be and is hereby modified by replacing the existing main objects and new sub clauses in Clause III [b] necessary for furtherance of the objects specified in Clause III (a):

(a)The main objects to be pursued by the company are

“To carry on in India or elsewhere or in alliance or collaboration or joint venture/partnership the business to prepare, treat, disinfect, compound, dissolve, formulate, mix, concentrate, improve, pack, repack, refine, add, alter, remove, pure, preserve, grade/upgrade, freeze, distillate, boil, sterilize, extract, buy, sell, import, export, barter, transport, store, forward, distribute, dispose, develop, research, discover, manipulate, market, supply and deal in all types, descriptions, sizes, specifications, strength and plications the high quality of international standard the tools, dies, moulds, parts and assemblies, specifications like shear blades for a glass bottled making units, ice machines, components, sheets and sheet metal, substances, articles, reconditioning, plastic moulding dies, turbine parts and all types of machineries, parts, high tech glass wares, sheets for its application in industries, domestic purpose, business utility ad to impart the training, advise the technical know-how to any industry in relation to the aforesaid activities including to do, commit, conduct the aforesaid activities in all types of glass industries, machineries, parts, spares on job work basis without limiting the nature and technical specification of the product or the utility, electrical and electronic circuits systems, pneumatic and hydraulic systems assemblies and parts, products.

\*To purchase, sell, store or otherwise deal in wheat, paddy and other grains, cereals, cotton, kapas, rice, seeds of all kinds and it's flour and its by product and other raw materials necessary for an incidental to or conducive to the Grain and Grain products.

To carry on the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of goods on retail as well as on wholesale basis in India or elsewhere. To carry on the business as exhibitors of all types of goods, services and merchandise and to undertake the necessary activities to procure goods and services demanded by various Government, Semi Government, Local statutory bodies by subscribing to the tenders and accommodate with all kind of tender/contract procurement services by obtaining the same from other wholesaler of specific goods of any kind or description and serve to the Government, Semi Government, Local statutory bodies by accumulating all at one place and To act as broker, trader, agent, C & F agent, shipper, commission agent, distributor, representative, franchiser, consultant, collaborator, stockiest, liaison, job worker, export house of goods, merchandise and services of all grades, specifications, descriptions, applications, modalities, fashions, including by-products, spares or accessories thereof, on retail as well as on wholesale basis.

(b)Matters which are necessary for furtherance of the objects specified in clause iii(a) are

1. To acquire, build, construct, improve, develop, give or take in exchange or on lease, rent, hire, occupy, allow, control, maintain, operate ,run, sell, dispose of, carry out or alter as may be necessary or convenient any lease-hold or freehold lands, movable or immovable properties, including building, workshops, warehouse, stores, easement or other rights, machineries, plant, work, stock in trade, industrial colonies, conveniences together with all modern amenities and facilities such as housing, schools, hospitals, water supply, sanitation, townships and other facilities or properties which may seem calculated directly or indirectly to advance the company’s objects and interest either in consideration of a gross sum of a rent charged in cash or services.

2. To apply for, purchase, acquire, and protect, prolong and renew in any part of the world any patents, patent rights, brevets invention, licenses, protections and concessions which may appear likely to be advantageous or useful to the company and to use and turn to account and or grant licenses or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the company may acquire or proposes to acquire.
3. To establish, provide, maintain and conduct or subsidize research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and devices and/or to sponsor or draw out programmes for promoting scientific, technical, social, economic and educational research and development and assist in the execution and promotion of such programmes either directly or through an independent agency or in any other manner, directly or indirectly and to secure such approvals, exemptions and/or recognitions under the Income Tax Act, 1961 and any other law for the time being in force and to promote studies and researches both scientific and technical investigations, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants to students and generally to encourage, promote inventions of any kind that may be considered useful to the company
4. To form incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), contracts, agreements, rights, privileges, effects, obligations and liabilities of any persons, firm or company or companies carrying on all or any of proposing to carry on or ceasing to carry on any business, profession or activities the company is authorized to carry on or the acquisition of all or any of the properties, rights and assets of any company or subject to the provisions of the Companies Act, 2013, the control and management of the company or the undertaking of the acquisitions of any other object or objects which in the opinion of the Company could or might directly or indirectly be beneficial or advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation or takeover or acquisition and to remunerate any person, firm or company in any manner, it shall think fit for services rendered or to be rendered for and in respect of such promotion or incorporation or takeover or acquisition or in obtaining subscription of or the placing of any shares, stocks, bonds, debentures, obligations or securities of any such company or companies.
5. Subject to the provisions of applicable law to procure registration, incorporation or recognition of the Company in any country state or place and to establish and regulate agencies for the purpose of the company's business and to apply or join in applying to any parliament, local government, municipal or other authority or body, Indian or foreign for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.
6. To enter into partnership or any arrangement for sharing or pooling profits, amalgamations, union of interest, co-operation, joint venture, reciprocal concessions or to amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business, undertaking or transactions which this company is authorized to carry on or engaged in any business, undertaking or transactions which may seem capable of being carried on or conducted, so as directly or indirectly, to benefit the company.
7. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this company.
8. To manage, sell, dispose off, let, mortgage, exchange, redeem, underlet, grant leases, licences, easements or turn to account or otherwise dispose off in any manner the whole of the undertaking or

any properties (movable or immovable), assets, rights, and effects of the Company or any part thereof, on such terms and for such purposes and for such consideration as the company may think fit and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company and in the event of winding up of the Company to distribute among the members in specie or kind any properties or assets of the Company or any proceeds of sale or disposal of any properties of the Company.

9. To enter into arrangements with any government or authorities municipal, local or any persons or company in India or abroad that may seem conducive to the objects of the company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, authority, charters, contracts, licences, concessions, grants, decrees, rights which the Company may think desirable.
10. To pay all costs, charges and expenses of and incidental to the promotion, formation, registration and establishment of the Company and charges in connection therewith and/ or make donations (by cash or other assets) to remunerate by allotment of fully or partly paid shares or by a call or option on shares, debentures, debenture-stocks or securities of this or any other company or in any other manner, whether out of the Company's capital or profits to any person, firm, company assisting to place or guaranteeing the subscription of other security of the company in or about the formation or promotion of the Company or for any other reason which the company may think fit.
11. To promote or join in the promotion of any company or companies including subsidiary companies (wholly owned or partly owned) for the purpose of acquiring all or any of the properties, rights and liabilities of the company or for any other purposes which may seem directly or indirectly calculated to benefit the Company and to underwrite shares and securities therein.
12. To do all or any of the above things in India or in any part of the world as principals, agents, contractors or trustees and either alone or in conjunction with others.
13. The directives issued by the Reserve Bank of India, to borrow or raise money or to take money on loan on interest from banks, financial institutions, government agencies, co-operative societies, persons, companies, firm, in such manner as the Company may think fit and in particular by the issue of debentures or debenture-stock, perpetual including debentures or debenture stock convertible into shares of this Company or perpetual annuities and in security of any such money borrowed, raised or received to mortgage, pledge, hypothecate, or charge the whole or any part of the properties (movable or immovable) assets or revenue of the Company present or future including its uncalled capital by special assignments or to transfer or convey the same absolutely or in trust and to give the lenders power of sale and may be deemed expedient and to purchase, redeem or pay off any such securities. The Company shall not carry on any banking or insurance business which may fall within the purview of Banking Regulations Act, 1949 or the Insurance Act, 1938, respectively
14. To make, draw, accept, endorse, discount, execute, negotiate, assign, and issue cheque, promissory notes, drafts, hundies, bonds, railway receipts, bills of exchange, bills of lading, warrants, debentures, and other negotiable or transferable instrument.
15. To guarantee the payment of money secured or unsecured by or payable under or in respect of any promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, central, state, municipal, local or of any person homsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations of any person, firm or company and to guarantee the repayment of loan with interest availed from Financial institution/s, Banks, Private Financiers, availed by any person, company, firm, society, trust or body corporate
16. To guarantee or become liable for the performance of the obligations and the payment of interest on any debentures or securities of any company, corporation or association or a persons in which such



guarantees may be considered beneficial or advantageous, directly or indirectly to further the objects of the Company or the interest of the members.

17. To open and operate current, overdrafts, loan, cash credit or deposit or any other type of accounts with any banks, company, firm, association or person.
18. To establish, continue and support or aid in the establishment of cooperative societies, association and other institutions, funds, trusts, amenities and conveniences calculated to benefit or indemnify or insure employees or ex-employees of the Company or Directors or ex-Directors of the Company or the dependants or connections of such persons and at its discretion to construct, maintain, buildings, houses dwelling or chawls or to grant bonus, pensions and allowance and to make payments towards insurance and to pay for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or to remunerate by the allotment of shares credited as fully or partly paid for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture-stock or other securities of the company in or about the formation or promotion of the Company or for the conduct of its business.
19. To undertake, carry out, promote and sponsor rural or semi urban or urban development including any programme for promoting the social and economic welfare or uplift of the public in any such area and to incur any expenditure on any programme of rural, semi-urban and urban development and to assist execution and promotion thereof either directly or through an independent agency or in any other manner.
20. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for the discharging of social and moral responsibilities of the Company to the public or any section of the public as also any activities to promote national welfare or social, economic and without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activities for publication of any books, literature, news-papers or for organizing lectures or seminars likely to advance these objects or for giving merit awards or scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, funds or trusts having any one of the aforesaid objects as one of its objects by giving donations and/or contributions, subsidies and/or grants or in any other manner.
21. To donate, gift, contribute, subscribe, promote, support or aid or assist or guarantee money to charitable, benevolent, religious, scientific, national, public or to other institutions, funds or objects, or for any public, general or other objects and to accept gifts, bequests devices and donations from any firm, company or persons as may be thought appropriate or conducive to the interest of the Company.
22. To create any depreciation fund, reserve funds, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures, redeemable preference shares or gratuity or pension or for any other purpose conducive to the interest of the Company.
23. To place, reserve, distribute, as dividend or bonus or to apply as the Company may from time to time determine any moneys received in payment of dividend or money arising from the sale of forfeited shares or any money received by way of premium on shares or debentures issued at a premium by the Company
24. To engage, employ, train, either in India or elsewhere, suspend and dismiss any agents, managers, superintendents, assistants, clerks, coolies other employees and to remunerate any such persons at such rate as shall be thought fit and to grant pensions or gratuities to any such person or to his widow

or children and generally to provide for the welfare of employees.

25. To refer or agree to refer any claims, demands, disputes or any other questions by or against company or in which the company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party to arbitration in India or at any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.
26. To use and undertake trademarks, trade names or brand names for the business activities products and goods and adopt such means of making known the business and products in which the company is dealing as may seem expedient and in particular by advertising on radio, television, newspapers, magazines, periodicals, by circulars, by opening stalls and exhibition, by publication of books and periodicals, by distributing samples and by ranting prizes, rewards and awards.
27. To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company.
28. To become members of or to enter into any agreement with any institution, association or company carrying on or which may carry on research and other scientific work of investigation in connection with any business of Company or other trades or industries allied therewith or ancillary thereto and to acquire shares in any such institutions, association or company and contribute towards the capital or funds, thereof.
29. To undertake and execute any trust which may be beneficial to the Company directly or indirectly.
30. To ensure properties, assets, undertakings, contracts, guarantees, liabilities, risks or obligations of the Company of every nature and kind.
31. To receive donations, gifts, contributions, subsidies, grants, and other mode of receipts of money for the furtherance of the objects of the Company.
32. To invest the funds of the Company not immediately required in Government or Semi Government corporations, companies or firms.
33. To pay a share in the profit of the company or commission to brokers sub-agents, agents or any other company, firm or person including the employees of the Company as may be thought fit for services rendered to the Company.
34. To employ experts, to investigate and examine into the conditions prospects, value character and circumstances of any business concerns and undertaking and generally of any assets, concessions, properties and/or rights.
35. To open establish, maintain and to discontinue in India or overseas any offices, branch offices, regional offices, trade centers exhibition centers, liaison offices and to keep local or resident representative in any part of the world for the purpose of promoting the business of the company.
36. To enter into arrangement for technical collaboration and/or other form of agreement including capital participation with a foreign or Indian company for the purpose of manufacture, quality control and product improvements and for marketing of the products which the Company is empowered to manufacture and/or market and to pay or to receive for such technical assistance or collaborations, royalties or other fees in cash or by allotment of shares of the Company credited as paid up or issue of debentures or debentures stock, subject to the provisions of laws for the time being in force.
37. To secure contracts for supply of the products manufactured by the company to military, civil and

other departments of the government or semi-government bodies, corporations, public or private contracts, firms or persons and to recruit trained persons including persons retired from defense, police, military and paramilitary forces to employ detectives.

38. To take part in the management, supervision and control of the contracts, rights, turnkey jobs, operations or business of any company or undertaking entitled to carry on the business which the company is authorized to carry on.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred to it by this resolution) be and is hereby authorized to do all such acts, deeds, matters and things, including without limitation, finalization and/or execution and/or filing of any document, form, statement etc. that may be required to give effect to the above authorization, as the Board in its absolute discretion deem fit without being required to seek any fresh approval of the members of the Company.”

By Order of the Board of Directors

For **GANGA BUILDERS LIMITED**

Sd/-

**(DOLAN GANTAIT)**

**Managing Director**

**Place:** Kolkata

**Date:** September 06, 2024

**Notes:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten 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 person or shareholders.
3. The Register of Member and Transfer Books will remain closed from September 24, 2024 to September 30, 2024 (both days inclusive) for the purpose of Annual General Meeting.
4. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. In case shares are jointly held, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named member and in his/her absence, by the next named member.
6. Members/Proxies are requested to bring their attendance slips duly filed in along with their copies of Annual Report to the Annual general Meeting.
7. Copy of relevant documents referred to in this notice are open for inspection at the registered office of the Company on all working days between 11.00 A.M to 2.00 P.M, except holidays the date of declaration of the results of e-voting.
8. Any member desirous of getting any information on the accounts of the Company is required to forward his/her queries at least 7 days prior to the meeting so that the required information can be made available at the meeting.
9. Members are requested to intimate change in their address if any immediately to Skyline Financial Services Private Limited, the Company's Registrar and Share Transfer Agents, at their office at D-153A, 1st Floor, Okhla Industrial Area Phase-1, New-Delhi-110020. Phone: 011-26812682 and Email Id: [info@skylinerta.com](mailto:info@skylinerta.com)
10. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s. Skyline Financial Services Private Limited, Registrar and Share Transfer Agents of the Company, at their address given above.
11. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self-attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
12. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the meeting. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. For members who have not registered their email address, physical copies of the Notice of the Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. Members may also note that Notice of Annual General Meeting and Annual Report for 2023-2024 will be available on Company's website [www.gangabuilders.in](http://www.gangabuilders.in) for

their download.

14. Members who have not registered their email addresses so far are requested to register their email address for receiving all communications including annual report, notices, circulars etc. from the company electronically.
15. For any assistance or information about shares etc. members may contact the Company.

## **16. VOTING THROUGH ELECTRONIC MEANS**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e- Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

### **III. The process and manner for remote e-voting are as under:**

- (i) The voting period begins on Friday, September 27, 2024 at 9.00 A.M. and ends on Sunday, September 29, 2024 at 5.00 P.M. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., Monday, September 23, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository

Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> </ol> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsiindia.com">www.cdsiindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is</li> </ol>

	launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an

earlier e-voting of any company, then your existing password is to be used.

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

	<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li></ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.



- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address [csgoelaakash@gmail.com](mailto:csgoelaakash@gmail.com) and [gangabuilders82@gmail.com](mailto:gangabuilders82@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurx, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

By Order of the Board of Directors

**For GANGA BUILDERS LIMITED**

Sd/-

**(DOLAN GANTAIT)**

**Managing Director**

**Place:** Kolkata

**Date:** September 06, 2024

## **EXPLANATORY STATEMENT**

As required under Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to business mentioned under Items of the accompanying Notice:

### **ITEM NO. 2: TO APPOINT M/S MAHESH KAMLESH & ASSOCIATES, CHARTERED ACCOUNTANT (FRN: 021687N) AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY DUE TO RESIGNATION OF EXISTING STATUTORY AUDITORS:**

M/s Rahul Bansal & Associates, Chartered Accountants, the existing Statutory Auditors have tendered their resignation w.e.f. September 06, 2024 due to their pre-occupation in the other assignments. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company. As per the Section 139 (8) of the Companies Act, 2013, the casual vacancy caused due to resignation of auditor is required to be approved by the Shareholders in the General Meeting within three (3) months from the date of recommendation of the Board of Directors of the Company, who shall hold office till the conclusion of next annual general meeting.

The Board of Directors, on the recommendation of the Audit Committee, have at their meeting held on September 06, 2024 recommended the appointment of M/s Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) as the Statutory Auditors of the Company to fill the casual vacancy. M/s Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) shall hold office till the conclusion of the ensuing 42<sup>nd</sup> Annual General Meeting of the Company.

The Audit Committee and the Board considered their eligibility, capability to serve the given business of the Company, market standing of the firm, clientele served, technical knowledge etc. found M/s Mahesh Kamlesh & Associates best suited for the Company.

M/s. Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) have given their consent to act as the Statutory Auditors of the Company along with confirmation that their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013. Accordingly, the approval of shareholders of the Company is sought by way of an Ordinary Resolution.

The Board of Directors of the Company recommends the passing of the resolution in Item No. 02 of the notice as an Ordinary Resolution.

None of the Directors or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, in the Resolution set out at Item No. 2 of this Notice.

### **ITEM NO. 3: APPROVAL FOR SHIFTING OF THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF NATIONAL CAPITAL TERRITORY OF DELHI:**

The Board of Directors of the Company in their meeting held on September 06, 2024, proposed to shift the registered office of the Company from State of West Bengal to the State of National Capital Territory of Delhi, subject to the approval of shareholders and Central Government.

The Board of Directors of the Company is of the opinion that shifting of the registered office of the Company to the State of National Capital Territory of Delhi would be more beneficial to the Company as it will provide an edge to

the Company and would be feasible from the point of administrative convenience, economical and efficient management of the affairs of the Company. Further, shifting of registered office to the State of National Capital Territory of Delhi will also enable the Company to attain the long-term strategic business objectives.

With a view to improve coordination and communication and for ease and effective management, the Board of Directors considered that the registered office of the Company be shifted to any place within the State of National Capital Territory of Delhi, as may be decided by Board, so as to enable the Company to carry out its operation more economically and efficiently.

Since the proposal for shifting of the registered office is the subject to the approval of shareholders and Central Government and further involves amendment of Clause II of the Memorandum of Association of the Company which can be affected by passing the special resolution subject to the confirmation of the Central Government/Regional Director in terms of Section 13 of the Companies Act, 2013, read with Rule 30 of Companies (Incorporation) Rules 2014, approval of the members is being sought by way of intended Special Resolution.

The Board recommends the Resolution set out under Item No. 3 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

None of the Directors or any Key Managerial Personnel or any relative of the directors / key managerial personnel of the Company are, in any way concerned or interested, in the Resolution set out at Item No. 3 of this Notice.

#### **Item No. 4. APPROVAL TO AMEND EXISTING OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY**

In order to expand the Company's present scope of operations and business it is recommended to alter the main objects of the Company.

To commence the proposed new business activities, the main Object Clause [Clause III (A)] of the Memorandum of Association of the Company needs to be altered.

It is proposed to amend the Main Objects under the Objects Clause of the Memorandum of Association of the Company to enable the Company to expand and diversify its present scope of operations as stated in the Special Resolution annexed to the Notice.

A copy of the Memorandum of Association of the Company together with the proposed alterations would be available for inspection by the members at the Registered Office and at the Corporate Office of the Company during normal business hours on any working day, till the date of the Annual General Meeting, i.e. September 30, 2024.

None of the Directors or the Key Managerial Persons of the Company or their respective relatives are concerned or interested, financially or otherwise in the resolution as set out at the accompanying Notice except to the extent of their shareholding.

The Board recommends the Resolution set out under Item No. 4 of the accompanying Notice, for the approval of the Members of the Company as a Special Resolution.

By Order of the Board of Directors

**For GANGA BUILDERS LIMITED**

Sd/-

**(DOLAN GANTAIT)**

**Managing Director**

**Place:** Kolkata

**Date:** September 06, 2024

**GANGA BUILDERS LIMITED**

Regd. Off: F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road,  
Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

CIN: U45209WB1982PLC035392

Phone:- +91-8272987459

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Email Id: gangabuilders82@gmail.com Website: www.gangabuilders.in

(Members or their proxies are requested to present this form for admission, duly signed in accordance with their specimen signatures registered with the Company.)

DP Id*		Client Id*	
Regd. Folio No.		No. of Shares	

\*Applicable for shares held in electronic form

Name(s) and address of the shareholder / Proxy in full: \_\_\_\_\_

I/we hereby record my/our presence at the 41<sup>st</sup> Annual General Meeting of the Company being held on Monday, September 30, 2024 at 02.00 p.m. at the Registered Office situated at F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

Please (√) in the box

MEMBER ☐

PROXY ☐

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Signature of Shareholder / Proxy

**GANGA BUILDERS LIMITED**

Regd. Off: F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road,  
Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

CIN: U45209WB1982PLC035392

Phone:- +91-8272987459

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Email Id: gangabuilders82@gmail.com Website: www.gangabuilders.in

**Form No. MGT-11**

**PROXY FORM**

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

**CIN:** U45209WB1982PLC035392

**Name of the Company:** GANGA BUILDERS LIMITED

**Registered Office:** F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141

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

I/We, being the holder(s) of .....shares of the above named Company, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_ or failing him/her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 41<sup>st</sup> Annual General Meeting of the Company, to be held on September 30, 2024 at 02.00 p.m. at the Registered Office of the Company at F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141, and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolution No.</b>	<b>Resolutions</b>
<b>Ordinary Business:</b>	
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, including the Audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and the reports of Board of Directors and Auditors thereon.
2.	To appoint M/s. Mahesh Kamlesh & Associates, Chartered Accountant (FRN: 021687N) as Statutory Auditors of the Company to fill the casual vacancy due to resignation of existing Statutory Auditors.
<b>Special Business:</b>	
3.	Approval for shifting of the Registered Office of the Company from the State of West Bengal to The National Capital Territory of Delhi.
4.	Approval to amend existing Objects Clause of the Memorandum of Association of the Company

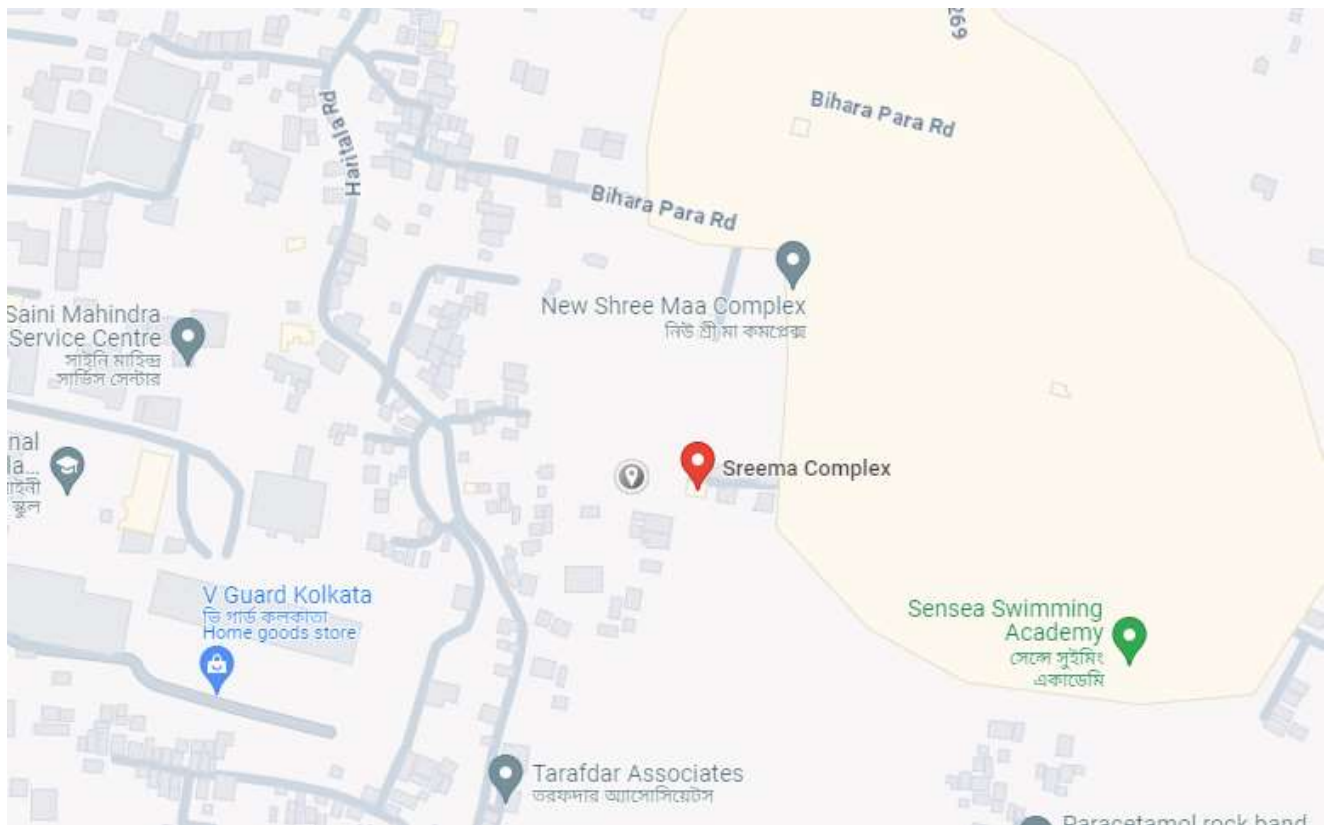
Signed this ..... day of ..... 2024

Affix  
Revenue  
Stamp

Signature of shareholder(s) Signature of Proxy holder(s) **Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. Any alteration or correction made to this Proxy form must be initialled by the signatory / signatories.

Route Map for AGM Venue: F3/313 & 314, Sreema Complex, 2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA, Kolkata, West Bengal, India, 700141



## DIRECTORS' REPORT

To

The Members

Your Directors have pleasure in presenting their 41<sup>st</sup> Annual Report together with the Audited Financial Statements of the Company for the Year ended March 31, 2024.

### FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY

The Key highlights of financial results for Ganga Builders Limited for the financial year 2023-24 are tabulated below:

(Amount in Lakhs)

Particulars	2023-24	2022-23
Revenue from Operations	1.27	1.08
Other Income	-	-
<b>Total Income</b>	1.27	1.08
Less: Total Expenses	1.12	1.03
<b>Profit Before Tax</b>	0.15	0.05
<b>Tax Expenses:</b>		
Current Year Tax	0.04	0.01
Deferred Tax	-	-
<b>Net Profit After Tax</b>	0.12	0.04

### BRIEF DESCRIPTION OF THE COMPANY'S STATE OF AFFAIRS:

During the year under review the Company had profit of Rs. 12,000/- (Rupees Twelve Thousand Only). The company is hopeful and optimistic about the increase in revenue of the company in coming years.

### GENERAL RESERVE:

The Company has not transferred any amount to the General Reserve for the Financial Year 2023-24.

### DIVIDEND:

The Board has not recommended any dividend for the Financial Year 2023-24.

### SHARE CAPITAL:

During the year, there was no change in the capital structure of the Company. The paid-up equity share capital as on March 31, 2024 was Rs. 64,00,000/- (Rupees Sixty Four Lakhs Only).

- a) Buy Back of securities: The Company has not bought back its shares/securities during the year under review.
- b) Sweat Equity: No Sweat Equity Shares are issued during the year under review.



- c) Bonus Shares: No Bonus Shares were issued during the year under review.
- d) Employees Stock Option Plan: The Company has not provided any Stock Option Scheme to the employees.

#### **CHANGES IN THE NATURE OF BUSINESS:**

During the Financial Year 2023-24, there had been no change in the nature of the business of the Company.

#### **PUBLIC DEPOSITS:**

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 for the financial year 2023-24.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

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

#### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an adequate Internal Control System, commensurate with the size, scale and complexity of its operations. The scope of work includes review of process for safeguarding the assets of the Company, review of operational efficiency and effectiveness of systems and processes and assessing the internal control strengths in all areas.

Pursuant to Section 138 of the Companies Act, 2013 read with rule 13 of the Companies (Accounts) Rules, 2014, M/s. AKGS & Associates, Chartered Accountants (Firm Registration Number: 007762N) was appointed as the Internal Auditor of the Company.

#### **CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES:**

In pursuance of the provision of Section 135 of the Companies Act, 2013, the CSR provisions are not applicable to your Company.

#### **ANNUAL RETURN**

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return is available on the website of the Company on the following link: <https://gangabuilders.in/investors.html>.

#### **FRAUDS REPORTED BY AUDITORS UNDER SECTION 143:**

There have been no instances of fraud reported by the Statutory Auditors under Section 143 of the Act read with relevant Rules framed thereunder either to the Company or to the Central Government.

#### **DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:**

The Company has no subsidiary Company, Joint Ventures or Associate Companies during the year under review.

### **DIRECTOR'S RESPONSIBILITY STATEMENT:**

In terms of Section 134 (5) of the Companies Act, 2013, the Directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Directors have prepared the annual accounts on a going concern basis.
- v) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

### **APPOINTMENT/RESIGNATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

During the year under review there was no appointment/ resignation of directors and key managerial personnel.

After the Financial Year end, the following changes took place in board of directors of the Company:-

S.NO .	NAME	DESIGNATION	PARTICULARS	DATE OF EVENT
1.	Mr. Dolan Gantait	Chief Financial Officer	Appointment as Chief Financial Officer	1 <sup>st</sup> April, 2024.
2.	Mr. Dolan Gantait	Managing Director	Redesignated as Managing Director	1 <sup>st</sup> April, 2024.

### **NUMBER OF MEETINGS OF THE BOARD:**

The Board meets at regular intervals to discuss and decide on Company / business policies and strategies apart from other Board business. During the year under review, 04 (Four) Board meetings were held. The intervening gap between the two consecutive meetings was within the period prescribed under the Companies Act, 2013. The notice of Board meeting including detailed agenda is given well in advance to all the Directors prescribed under the Companies Act, 2013.

The Board met on April 05, 2023, July 27, 2023, October 06, 2023 and January 12, 2024.

Sr No.	Name of Directors	Designation	No. of Meeting attended
1.	Mr. Dolan Gantait	Managing Director	04
2.	Mr. Surojit Mondal	Non-Executive Independent Director	04
3.	Malay Kumar Paul	Non-Executive Independent Director	04

### **BOARD EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulation, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration Committee.

The result of the evaluation done by Independent Directors was reported to the Chairman of the Board. It was reported that the performance evaluation of the Board & Committee's was satisfactory. The Chairman of the Board provided feedback to the Directors on an individual basis, as appropriate. The Directors expressed their satisfaction with the evaluation process.

### **DIRECTORS' REMUNERATION POLICY AND CRITERIA FOR MATTERS UNDER SECTION 178:**

The current policy is to have an appropriate mix of Executive, Non-Executive and Independent Directors to maintain the independence of the Board and separate its functions of governance and management. As of March, 31, 2024, the Board had three (3) Directors.

The Policy of the company on directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of section 178 of Companies Act, 2013 is in place and maintained by company as per law.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGOINGS:**

The provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 with respect to the particulars of conservation of energy, technology absorption etc. are not applicable to the Company.

### **RELATED PARTY TRANSACTIONS:**

The details of the transactions with related parties during the Financial Year 2023-24 are provided in the accompanying financial statements. Form AOC-2 pursuant to Section 134 (3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is attached as **Annexure-A**.

### **MATERIAL CHANGES / COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH FINANCIAL STATEMENTS RELATE AND THE DATE OF THIS REPORT:**

No significant and material changes have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

### **CHANGE IN NAME OF COMPANY**

No change has happened in the name of the Company in the financial year 2023-24.

### **DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS:**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

### **AUDITORS:**

The Company had appointed M/s. Rahul Bansal & Associates, Chartered Accountants (FRN: 327098E) as Statutory Auditors of the Company on its Annual General Meeting held on September 30, 2023 for a period of 5 years. However, M/s. Rahul Bansal & Associates had resigned as Statutory Auditors on August 05, 2024. The Board has appointed M/s. Mahesh kamlesh & Associates, Chartered Accountants (FRN: 021687N) as Statutory Auditors of the Company in casual vacancy subject to the approval of members of the Company in Annual General Meeting and who shall hold office till the conclusion of the next Annual General Meeting to be held in Financial Year 2025-26.

### **AUDITOR'S REPORT:**

The observation made in the Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013. The Auditors' Report does not contain any qualification, reservation or adverse remark.

### **SECRETARIAL AUDIT:**

The Board had appointed Mr. Aakash Goel, Proprietor of G Aakash & Associates, Company Secretaries (Membership No. A57213, CP No.21629), to carry out Secretarial Audit Pursuant to provision of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The Secretarial Audit report is annexed herewith as “**Annexure B**” for the financial year 2023-24.

### **DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each of the Independent Directors, under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in section 149(6) of the companies Act, 2013.

### **INDEPENDENT DIRECTOR MEETING:**

During F.Y. 2023-24, one (1) meeting of the Independent Directors was held on October 06, 2023. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, Board as a whole and Chairman of the Company, taking into account the views of executive directors and nonexecutive directors.

### **RISK MANAGEMENT:**

In today's economic environment, Risk Management plays a very important part of business. The main aim of risk management is to identify, assess, prioritize, monitor and take precautionary measures in respect of the events that may pose risks to the business. The Company is not subject to any specific risk except risks associated with the general business of the Company as applicable to the industry as a whole.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

### **VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

In line with the provisions of the Section 177(9) of the Act and the revised Regulation 22 of the SEBI (LODR) Regulation, the Company has adopted Whistle Blower Policy, as part of vigil mechanism to provide appropriate avenues to the Directors and employees to bring to the attention of the management any issue which is perceived to be in violation of or in conflict with the fundamental business principles of the Company.

This vigil mechanism provides for adequate safeguards against victimization of employees and directors who avail of the vigil mechanism and also provide for direct access to the chairperson of the Audit committee, in exceptional cases.

#### **DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN:**

Your Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. During the year under review, there was no case filed pursuant to the sexual harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **PARTICULARS OF EMPLOYEES:**

As required under the provisions of Companies Act, 2013 and Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there are no employee falling under the above category, thus no information is required to be given in the report.

#### **MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:**

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Management's Discussion and Analysis is presented in a separate section forming part of the Annual Report.

#### **CORPORATE GOVERNANCE:**

As per the SEBI Circular No. SEBI/LAD-NRO/GN/2015-16/013 dated 2nd September, 2015, of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015, the Paid up equity capital as on the last day of previous Financial Year i.e. on 31st March 2024 and Net Worth both were not exceeding the limit as given under the regulation 15 of the Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Therefore, in terms of the said circular the compliance with the corporate governance provisions as specified in Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub regulation (2) of regulation 46 and Para C, D and E of Schedule V are not applicable to our Company during the year 2023-24.

#### **AUDIT COMMITTEE:**

The Audit Committee of the Company was constituted on April 05, 2023 and the committee consist of the following members:-

1. Mr. Dolan Gantait
2. Mr. Surojit Mondal
3. Mr. Malay Kumar Paul

The Committee met 4 (Four) times on April 05, 2023, July 26, 2023, October 05, 2023 and January 11, 2024 during the financial year 2023-24. The minutes of the meetings of the Audit Committee were discussed and taken note by the Board of Directors. The Statutory Auditor, Internal Auditor and Executive Directors/ Chief Financial Officer are invited to the meeting as and when required.

### **NOMINATION AND REMUNERATION COMMITTEE:**

The Nomination and Remuneration Committee of the Company was constituted on April 05, 2023 and the committee consist of the following members:-

1. Mr. Dolan Gantait
2. Mr. Surojit Mondal
3. Mr. Malay Kumar Paul

The Committee met once on July 27, 2023 during the financial year 2023-24. The minutes of the meetings of the Nomination and Remuneration Committee were discussed and taken note by the Board of Directors.

### **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee of the Company was constituted on April 05, 2023 and the committee consist of the following members:-

1. Mr. Dolan Gantait
2. Mr. Surojit Mondal
3. Mr. Malay Kumar Paul

The Committee met once on October 06, 2023 during the financial year 2023-24. The minutes of the meetings of the Stakeholders Relationship Committee were discussed and taken note by the Board of Directors.

### **TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:**

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

### **ACKNOWLEDGEMENTS:**

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 and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**By the order of the Board of Directors**

**Sd/-**

**DOLAN GANTAIT**

**Managing Director**

**Sd/-**

**SUROJIT MONDAL**

**Director**

Date: September 06, 2024

Place: Kolkata

**Form AOC – 2**

**(Pursuant to Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)**

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

**1. Details of contracts or arrangements or transactions not at arm's length basis: NONE**

- a. Name(s) of the related party and nature of relationship
  - b. Nature of contracts/arrangements/transactions
  - c. Duration of the contracts/arrangements/transactions
  - d. Salient terms of the contracts or arrangements or transactions including the value, if any N.A.
  - e. Justification for entering into such contracts or arrangements or transactions
  - f. Date(s) of approval by the Board
  - g. Amount paid as advances, if any
  - h. Date on which (a) the requisite resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013
- 

**2. Details of material contracts or arrangement or transactions at arm's length basis: NONE**

- a. Name(s) of the related party and nature of relationship
- b. Nature of contracts/arrangements/transactions
- c. Duration of the contracts/arrangements/transactions
- d. Salient terms of the contracts or arrangements or transactions including the value, if any
- e. Date(s) of approval by the Board, if any
- f. Amount paid as advances, if any

All related party transactions are in the ordinary course of business and on arm's length basis and are approved by Audit Committee of the Company.

**FORM NO. MR-3 SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

**[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**

**GANGA BUILDERS LIMITED**

**F3/313 & 314, Sreema Complex,**

**2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA,**

**Kolkata, West Bengal, India, 700141**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Ganga Builders Limited** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the period covered by our audit, that is to say, from April 01, 2023 to March 31, 2024 (hereinafter referred to as 'Audit Period' or 'Period under Review'), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company till March 31, 2024, according to the provisions of:

1. The Companies Act, 2013 (the 'Act') and the Rules made thereunder;
2. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
3. The Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; and
4. The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder;
5. The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");
6. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
7. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
8. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
9. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



10. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018\*;
11. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021\*;
12. Securities and Exchange Board of India(Issue and Listing of Non-Convertible Securities) Regulations, 2021\*

and circulars/ guidelines issued thereunder;

\* no event took place in (\*) mark acts/rules/regulations

We have also examined compliance with the applicable clauses of the Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India.

We report that during the Period under Review, the Company has complied with the provisions of the Laws, Rules, Regulations, Guidelines, Standards etc. mentioned above.

The summary of the non-compliances is as under:

**(i) The Companies Act, 2013 (The Act) and the rules made there under;**

- a) The Company has not appointed Internal Auditor in the Company for Financial Year 2023-2024 as per the provisions of Section 138 of Companies Act, 2013.
- b) The Company did not file with the Registrar, the Board Resolution for appointment of Secretarial Auditor in Form MGT-14 in Financial Year 2023-2024 as per the provisions of Section 138 of Companies Act, 2013.
- c) The Company did not file with the Registrar, the Board Resolution for approval of Director's Report for the year ended 31.03.2023 in Form MGT-14 as per the provisions of section 117 (3) of the Act.
- d) There is no rotational director on the Board of the Company.
- e) The Company did not file the Resolution for approval of Financial Statements of the Company for the year ended 31.03.2023 with ROC as per the provisions of section 117 of the Act.
- f) The Company did not maintain any statutory register, records and minutes.
- g) The Company did not appoint any Company Secretary or Compliance Officer during the period under review as per the provision of Section 203 (4) of the Companies Act, 2013 read with Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- h) The Company did not appoint whole time Key Managerial Personnel of the Company as per Section 203 of the Companies Act, 2013.

S.no	Action taken by	Compliance Requirement (Regulations/ circulars /guidelines including specific clause)	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks
1.	The Calcutta Stock Exchange Limited	Regulation 14 of Securities and Exchange Board of India (Listing Obligations and	The Company has not paid Annual Listing fees of The Calcutta Stock	The trading in securities has been suspended	

		Disclosure Requirement) Regulations, 2015	Exchange Limited (CSE)	by CSE	
2.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 33 of SEBI (LODR) Regulations, 2015	Non-submission of the financial results within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)	-	All financial results pertaining to quarter ended June 30, 2022 to quarter ended December 31, 2023 were duly filed by Company on Board meeting held on April 11, 2024.
3.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 47(1)(b) of SEBI (LODR) Regulations, 2015	Non-Publication of the financial results in the newspaper, along-with the modified opinion(s) or reservation(s), if any, expressed by the auditor within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)	-	Company has published the financial results pertaining to quarter ended June 30, 2022 to quarter ended December 31, 2023 in All editions of 'Financial Express (English language)' & the 'Arthik Lipi' (Bengali Language) on April 13, 2024.
4.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 13 of SEBI (LODR) Regulations, 2015	Non-submission of Statement of Investors complaint within the period prescribed under the regulation. (For quarter ended March 31, 2023 to quarter ended December 31, 2023)	-	The Company has filed the Statement of Investors' complaints after the closure of the relevant financial year.

5.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 27 of SEBI (LODR) Regulations, 2015	Non-submission of Certificate for Non- applicability of provisions of Corporate governance within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)	-	All certificates relating to Non- applicability of provisions of Corporate governance pertaining to quarter ended June 30, 2022 to quarter ended December 31, 2023 was duly mailed by the Company to The Calcutta Stock Exchange Limited on April 03, 2024.
6.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 31 of SEBI (LODR) Regulations, 2015	Non-submission of Shareholding pattern within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)	-	The Shareholding patterns pertaining to quarter ended June 30, 2022 and September 30, 2022 was filed on April 05, 2024 and for the quarter ended on December 31, 2022 to December 31, 2023 were duly filed by the Company on The Calcutta Stock Exchange Limited on April 2, 2024.
7.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Non-submission of Certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 within the	-	The Company has filed the Certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations,

			period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)		2018, after the closure of the relevant financial year.
8.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2015	Non-submission of Share Reconciliation report within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023)	-	The Company has filed the Share Reconciliation report after the closure of the relevant financial year.
9.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 7(3) of SEBI (LODR) Regulations, 2015	Non-submission of Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 report within the period prescribed under the regulation.	-	The Company has filed the Certificate under Regulation 7(3) of SEBI (LODR) Regulations, 2015 after the closure of the relevant financial year.
10.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 40(10) of SEBI (LODR) Regulations, 2015	Non-submission of Certificate under Regulation 40(10) of SEBI (LODR) Regulations, 2015 report within the period prescribed under the regulation.	-	The Company has filed the Certificate under Regulation 40(10) of SEBI (LODR) Regulations, 2015 after the closure of the relevant financial year.
11.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 34 of SEBI (LODR) Regulations, 2015	Non-submission of Annual Report for the Financial year 2022-2023.	-	The Company has filed the Annual Report of the Company with the Stock Exchange after

					the closure of the relevant financial year.
12.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 3 of SEBI (PIT) Regulations, 2015	Non-submission of Certificate under Regulation 3 of SEBI (PIT) Regulations, 2015 report within the period prescribed under the regulation. (For quarter ended June 30, 2022 to quarter ended December 31, 2023).	-	The Company has not installed the SDD Software required for making the entries as required under Regulation 3 of SEBI (PIT) Regulations, 2015.
13.	Stock Exchange (The Calcutta Stock Exchange Limited)	Regulation 34 of SEBI (LODR) Regulations, 2015	Non-appointment of the Company Secretary and Compliance Officer of the Company.	-	

We further report that:

- The website of the Company is not updated according to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Nomination and Remuneration Committee of the Company is not duly constituted as per the applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws.
- The Board of Directors of the Company was not constituted with adequate number of Executive Directors, Non-Executive Directors and Independent Directors as required under the applicable laws, rules and regulations.

There were no changes in the composition of the Board of Directors of the Company during the Period under Review.

S.NO.	NAME	DESIGNATION	PARTICULARS	DATE OF EVENT
	NIL	NIL	NIL	NIL

- During the Audit Period, there were no instances of:
  - (i) Public/Right Preferential issue of shares / debentures/sweat equity, etc.
  - (ii) Redemption / buy-back of securities
  - (iii) Major decisions taken by the Members in pursuance to section 180 of the Companies Act, 2013.

(iii) Merger/amalgamation/ reconstruction, etc.

(iv) Foreign technical collaborations

We further report that during the Audit Period there was no event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines etc.,

As represented to us, adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance or on a shorter notice with due approval of the Board, 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.

Dissenting members' views were not required to be captured and recorded as part of the minutes as there was no such instance.

We further report that there are adequate systems and processes in the Company, commensurate with the size and operations of the Company, to monitor and ensure compliance with the applicable Laws, Rules, Regulations and Guidelines.

We further report that during the Audit Period, the Company has not undertaken any specific events / actions that can have a bearing on the Company's compliance responsibility in pursuance of the above referred Laws, Rules, Regulations, Guidelines, Standards, etc.

We have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

**For G Aakash & Associates**

**Company Secretaries**

**Sd/-**

**Aakash Goel**

**(Prop.)**

**M. No.: A57213**

**CP No.: 21629**

**Peer Review No.: 1685/2022**

**UDIN: A057213F001164979**

**Date:** September 06, 2024

**Place:** Panipat

Encl: Annexure 'I' forming an integral part of this Report

To

The Members

**GANGA BUILDERS LIMITED**

F3/313 & 314, Sreema Complex,

2nd Floor Budge, Budge Trunk Road, Jalkal, Maheshta, LA,

Kolkata, West Bengal, India, 700141

Our 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. Our responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and the 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. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. Our Audit was based on examination, in physical or electronic form, as feasible under the prevailing circumstances, of books and records maintained by the Company.
4. We have not verified the correctness and appropriateness of financial records and books of account of the Company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
5. Wherever required, we have obtained Management Representation about the compliance of Laws, Rules and Regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, and Standards etc. is the responsibility of management.
7. Our examination was limited to the verification of procedures on test basis.
8. 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 G Aakash & Associates**

**Company Secretaries**

**Sd/-**

**Aakash Goel**

**(Prop.)**

**M. No.: A57213**

**CP No.: 21629**

**Peer Review No.: 1685/2022**

**UDIN: A057213F001164979**

Date: September 06, 2024

Place: Panipat

**Details pertaining to remuneration 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**

- (i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

During the year under review, the Company has not paid remuneration to any of its Directors. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year 2023-24 is Nil.

- (ii) The % increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year: Not Applicable.
- (iii) the percentage increase in the median remuneration of employees in the financial year: Nil
- (iv) the number of permanent employees on the rolls of company: One
- (v) average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Not Applicable
- (vi) Affirmation that the remuneration is as per the remuneration policy of the company:

During the year under review, no remuneration has been paid to any of the employees.

By the order of the Board of Directors of

**Ganga Builders Limited**

**(DOLAN GANTAIT)**  
Managing Director

Place: Kolkata

Date: September 06, 2024



## **ANNEXURE III**

### **Management Discussion & Analysis**

Your Directors have pleasure in presenting the Management Discussion and Analysis Report for the year ended on 31st March, 2024.

#### **FORWARD-LOOKING STATEMENTS:**

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realised. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

#### **OPPORTUNITIES AND THREATS:**

The fundamental growth drivers of the country's economy as well as our company continue to remain strong despite the pressures of slowdown and inflationary conditions prevalent till recently in the nation and also globally.

The threats to the segments in which the company operates are volatility in Exchange rate, pricing pressure arising due to competition from low cost suppliers, technology up-gradation, and severe competition among competitor and newly emerging competitive nations and stricter environment laws.

Further, the Indian economy is now integrated with the world economy to a very large extent and therefore vulnerable to the direct impact of such a slowdown; such an impact could adversely affect the Company's performance as well. Therefore, the company has decided to close down the manufacturing activity, concentrate on the trading, and look for other opportunities in the Export market.

#### **MANAGEMENT TEAM:**

The existing management has a strong technical and management knowledge and experience in the Financial and insurance Service business.

Chairperson of the Company is having vast knowledge and expertise in handling various businesses including the business of the Company.

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has proper and adequate internal control system commensurate with the size of the business operations geared towards achieving efficiency in its various business operations, safeguarding assets, optimum utilization of resources and compliance with statutory regulations. The management is ensuring an effective internal control system to safeguard the assets of the company. Efforts for continued improvement of internal control system are being consistently made in this regard. The company has cleared secured bank liability against assets.

#### **HUMAN RESOURCES VIS-À-VIS INDUSTRIAL RELATIONS:**

The Company values and appreciates the dedication and drive with which its employees have contributed towards improved performance during the year under review. The industrial relations with staff and officers are cordial during the year under review. All issues pertaining to staff matters are resolved in harmonious and cordial manner.

#### **CAUTIONARY STATEMENT:**

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable securities laws and regulations.

Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and overseas markets in which the Company operates, changes in the Government regulations, tax laws, and other statutes and other incidental factors.

**By the order of the Board**

**Sd/-  
(DOLAN GANTAIT)  
Managing Director  
DIN: 09737305**



## INDEPENDENT AUDITOR'S REPORT

To  
The Members of  
**GANGA BUILDERS LIMITED**

Report on the Audit of Financial Statements

### **Opinion**

We have audited the accompanying financial statements of **GANGA BUILDERS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, and the Statement of Profit and Loss, the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024, and its **Profit** and the changes in equity for the year ended on that date.

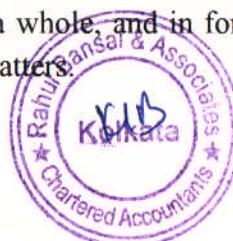
### **Basis of Opinion**

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 and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, 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.





Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is a private company.

### **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 Board's Report including **Annexures** to Board's Report, 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 of the Financial Statements**

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the Financial Position and Financial Performance, and the statement of Changes in Equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified 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 misstatement, 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.





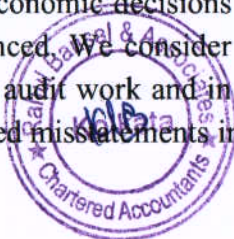
## Auditor's Responsibility

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

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

- Identify and assess the risks of material misstatement of the 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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. Requirements of 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, are not applicable.
2. As required by section 143(3) of the Act, we further report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, Statement of Profit and Loss, and Statement of Changes in Equity 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 read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2024, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024, from being appointed as a director in terms of section 164(2) of the Act.



- f. In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i) The Company does not have any pending litigations which would impact its financial position.
  - ii) The Company did not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.
- g. Audit is reporting of an opinion on the financial statements and does not include investigation. We thus absolve ourselves from any liability or whatever occurred arose out of non compliance, submission of statutory returns with authorities within given time and suppression of any documents on part of the audited including undisclosed fraud or any financial irregularities not produced to us for our verification or came to our knowledge during the course of audit function.

Place : Kolkata  
Dated : 29/05/2024



For **Rahul Bansal & Associates**  
Chartered Accountants  
Firm Regn.No.: 327098E

*Khushbu Bansal*

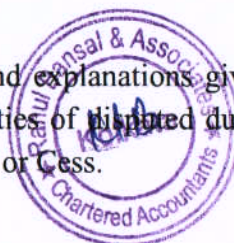
**Khushbu Bansal**  
(Partner)  
Membership No : 301597  
UDIN: 24301597BKHAUP5282



## Annexure –“A” to Independent Auditor’s Report

Statement referred to in paragraph 1 under the heading “Report and Other Legal Regulatory Requirements” of Auditor’s Report on even date to the Members of **GANGA BUILDERS LIMITED**.

1. a) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment.  
  
b) The property, plant and equipment have been physically verified by the management during the year, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanations given to us, no material discrepancies were noticed on such verification.  
  
c) The title deeds of immovable properties are held in the name of the Company.
2. The Company has inventory of equity shares held in physical form.  
  
As explained to us, the inventories of goods were verified at regular intervals by the Management and no material discrepancies were noticed on physical verification of stocks as compared to book records.
3. The Company has maintained complete disclosure in register in respect to transactions with companies, firms or any such parties, during the year, covered in the register maintained u/s 189 of the Act.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5. The Company has not accepted any deposits, within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under or any other relevant provisions of the Act and the rules framed there under are not applicable.
6. In our opinion, the Company does not require to maintain the cost records as required under section 148(1) of the Act.
7. a) As per records of the Company and according to the information and explanations given to us, the Company is regular in depositing undisputed applicable statutory dues including Provident Fund, ESI, Income-tax, Sales-tax, Service Tax, Custom duty, Excise Duty, VAT, Cess and any other statutory dues with the appropriate authorities and there are no undisputed amount in arrears as on 31st March 2024, for a period of more than six months from the date they became payable.  
  
b) According to the information and explanations given to us, there are no cases of non deposit with the appropriate authorities of disputed dues of Income tax, Sales tax, Service tax, Custom duty, Excise duty, VAT or Cess.





8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of Loans or borrowings to financial institutions, banks. The company has not raised any debentures.
9. According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer, further public offer including debt instruments and term loan during the year.
10. During the course of our examination of the books of account carried out in accordance with the generally accepted auditing practices in India, we have neither come across any instance of fraud on or by the Company nor we have been informed of such case by the management.
11. The company during the year has paid managerial remuneration to its directors in excess of the limit specified in section 197 of the Companies Act, 2013. The excess remuneration paid/provided during the year to its director, has been approved by the Members of the Company in the Extra-ordinary General Meeting.
12. The Company is not a Nidhi Company and hence reporting under clause (xii) of Paragraph 3 of the Order is not applicable.
13. In our opinion and according to the information and explanations given to us the Company's transactions with its related party are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable, and details of related party transactions have been disclosed in the financial statements etc. as required by the applicable Indian accounting standards.
14. During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of Paragraph 3 of the Order is not applicable to the Company.
15. In our opinion and according to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with him and hence reporting under clause (xv) of Paragraph 3 of the Order is not applicable to the Company.
16. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.



Place : Kolkata  
Dated : 29/05/2024

For **Rahul Bansal & Associates**  
Chartered Accountants  
Firm Regn.No.: 327098E

*R. Bansal*

**Khushbu Bansal**  
(Partner)  
Membership No : 301597  
UDIN: 24301597BKHAUP5282

# GANGA BUILDERS LIMITED

## Balance Sheet as at 31st March, 2024

(₹ in Lakhs)

	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
<b>A</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' Funds</b>			
	(a) Share Capital	2	64.00	64.00
	(b) Reserves and Surplus	3	943.39	943.27
			<b>1,007.39</b>	<b>1,007.27</b>
<b>2</b>	<b>Current Liabilities</b>			
	(a) Other Current Liabilities	4	0.05	0.05
	(b) Short Term Provisions	5	0.04	0.01
			<b>0.09</b>	<b>0.06</b>
			<b>1,007.48</b>	<b>1,007.33</b>
<b>B</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-Current Assets</b>			
	(a) Fixed Assets			
	(i) Tangible Assets	6	0.01	0.01
			<b>0.01</b>	<b>0.01</b>
	(b) Non-Current Investment	7	30.00	30.00
			<b>30.01</b>	<b>30.01</b>
<b>2</b>	<b>Current Assets</b>			
	(a) Inventories	8	917.49	917.54
	(b) Cash and Cash Equivalents	9	2.66	2.47
	(c) Short-Term Loans and Advances	10	57.32	57.32
			<b>977.47</b>	<b>977.32</b>
			<b>1,007.48</b>	<b>1,007.33</b>
	Significant Accounting Policies and Notes on Accounts	1 - 19		

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

**For Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No : 327098E

*K B Bansal*

**Khushbu Bansal**

Partner

Membership No : 301597

Place : Kolkata

Date : 29th May, 2024

UDIN : 24301597BKHAUP5282



**For and on behalf of the Board**

*Dolan Gantait*

**Dolan Gantait**

**MD & CFO**

DIN : 09737305

*Surojit Mondal*

**Surojit Mondal**

**Director**

DIN : 09737859



# GANGA BUILDERS LIMITED

## Statement of Profit & Loss for the year ended 31st March, 2024

(□ in Lakhs)

Particulars	Note No.	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Revenue from Operations	11	1.27	1.08
<b>Total Revenue (A)</b>		<b>1.27</b>	<b>1.08</b>
<b>Expenses</b>			
(a) Changes in Inventories of Finished Goods	12	0.05	-
(b) Depreciation and Amortisation Expense	06	0.00	0.00
(c) Employee benefits expense	13	0.63	0.59
(d) Other Expenses	14	0.43	0.43
<b>Total Expenses (B)</b>		<b>1.12</b>	<b>1.03</b>
<b>Profit / (Loss) before Tax (A - B)</b>		<b>0.15</b>	<b>0.05</b>
<b>Tax Expense:</b>			
(a) Tax Expense for Current Year		0.04	0.01
(b) Tax Expense for Earlier Year		-	-
		<b>0.04</b>	<b>0.01</b>
<b>Profit / (Loss) for the Year</b>		<b>0.12</b>	<b>0.04</b>
<b>Earnings per share (of Rs 10/- each):</b>			
(a) Basic		0.02	0.01
(b) Diluted		0.02	0.01
Significant Accounting Policies and Notes on Accounts	1 - 19		

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

**For Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No : 327098E

*KBansal*

**Khushbu Bansal**

Partner

Membership No : 301597

Place : Kolkata

Date : 29th May, 2024

UDIN : 24301597BKHAUP5282



**For and on behalf of the Board**

*Dolan Gantait*

**Dolan Gantait**

**MD & CFO**

DIN : 09737305

*Surojit Mondal*

**Surojit Mondal**

**Director**

DIN : 09737859

# GANGA BUILDERS LIMITED

## Cash Flow Statement for the Year Ended 31st March, 2024

(₹ in Lakhs)

	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b>A. Cash Flow from Operating Activities</b>		
Net Profit/(Loss) before tax	0.15	0.05
Adjustments for :		
Depreciation	0.00	0.00
<b>Operating Profit before Working Capital Change</b>	<b>0.16</b>	<b>0.05</b>
Adjustments for changes in Working Capital		
(Increase)/Decrease in Inventories	0.05	-
(Increase)/Decrease in Loans & Advances	-	-
Increase/(Decrease) in Current Liabilities	-	-
<b>Cash generated from Operating Activities</b>	<b>0.21</b>	<b>0.05</b>
Income Tax Paid	(0.01)	(0.01)
<b>Net Cash generated from Operating Activities</b>	<b>0.20</b>	<b>0.04</b>
<b>B. Cash Flow from Investing Activities</b>		
Adjustments for :		
Investment	-	-
<b>Net Cash generated from Investing Activities</b>	<b>-</b>	<b>-</b>
<b>C. Cash Flow from Financing Activities</b>		
Adjustments for :		
Finance	-	-
<b>Net Cash generated from Financing Activities</b>	<b>-</b>	<b>-</b>
 Net Increase/(Decrease) in Cash & Cash equivalents(A+B+C)	<b>0.20</b>	0.04
Opening Cash & Cash Equivalents	<b>2.46</b>	2.42
Closing Cash & Cash Equivalents	<b>2.66</b>	2.46

**AS PER OUR REPORT OF EVEN DATE ATTACHED**

**For Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No : 327098E

*R B Bansal*

**Khushbu Bansal**

Partner

Membership No : 301597

Place : Kolkata

Date : 29th May, 2024

UDIN : 24301597BKHAUP5282



**For and on behalf of the Board**

*Dolan Gantait*

**Dolan Gantait**

MD & CFO

DIN : 09737305

*Surojit Mondal*

**Surojit Mondal**

Director

DIN : 09737859



# **GANGA BUILDERS LIMITED**

## **NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024**

<b>Note</b>	<b>Particulars</b>
<b>1</b>	<b>Significant Accounting Policies</b>
<b>1.1</b>	<b>Basis of Accounting and Preparation of Financial Statements</b> The Financial Statements have been prepared under the Historical Cost Convention and materially comply with the mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of Companies (Account) Rules, 2014, the provision of the Act (to the extent notified). Accounting policies have been consistently applied in the preparation of financial statements.
<b>1.2</b>	<b>Use of Estimates</b> The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as at the date of financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from these estimates. Any revision to accounting estimates is reconized in the period in which the results are known / materialized.
<b>1.3</b>	<b>Fixed Assets</b> Fixed Assets are stated at cost of acquisition less accumulated depreciation. Cost includes all expenses, direct and indirect, specifically attributable to its acquisition and bringing it to its current location and working condition for its intended use.
<b>1.4</b>	<b>Depreciation and Amortisation</b> No Depreciation Provided on Fixed Assets during the year.
<b>1.5</b>	<b>Cash and Cash Equivalents</b> Cash comprises cash on hand and demand deposits with banks.
<b>1.6</b>	<b>Revenue Recognition</b> Both income and expenditure items are recognized on accrual and prudent basis.
<b>1.7</b>	<b>Earning per Share</b> Basic earnings per share is computed by dividing the profit / (Loss) after tax (including the post tax effect of extraordinary items, if any by the weighted average number of equity shares outstanding during the year.
<b>1.8</b>	<b>Expenses:</b> All expenses are accounted for on accrual basis.
<b>1.9</b>	<b>Taxes on Income:</b> Current tax is determined as the amount of tax payable in respect of taxable income at applicable rate of tax for the year. The Government of India, on 20/09/2019, vide the Taxation Laws (Amendment) Ordinance 2019, inserted a new Section 115BAA in the Income Tax Act, 1961, which provides an option to the Company for paying Income Tax at reduced rates as per the provisions/conditions defined in the said section. The Company is continuing to provide for income tax at old rates, based on the available outstanding MAT credit entitlement and various exemptions and deductions available to the Company under the Income Tax Act, 1961.
<b>1.10</b>	<b>Provisions, Contingent Liabilities &amp; Contingent Assets:</b> a) Provisions are recognised in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable. Contingent liabilities are shown by way of Notes to the Accounts in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered not probable.  b) Contingent assets are not recognised in the Accounts.
<b>1.11</b>	<b>Loans and advances</b> The organisation has not availed any loans or advances from third party during the year.
<b>1.12</b>	<b>Liabilities towards Macro, Small &amp; Medium Enterprises</b> As per provisions of Macro, Small and Medium Enterprises Development Act, 2006, there are no such enterprises to whom the Company owes dues which are outstanding for more than 45 days at the Balance Sheet date to the extent such enterprises have been identifies on the basis of information available with the company.



## **GANGA BUILDERS LIMITED**

### **Notes Forming Part of the Financial Statements for the year ended 31st March, 2024**

#### **Note 2 : Share Capital**

(□ in Lakhs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares	Rs.	Number of shares	Rs.
(a) Authorised Equity Shares of Rs.10 each with voting rights	7,40,000	74.00	7,40,000	74.00
(b) Issued, Subscribed and Paid - up Equity Shares of Rs.10 each with voting rights	6,40,000	64.00	6,40,000	64.00
<b>Total :</b>	<b>6,40,000</b>	<b>64.00</b>	<b>6,40,000</b>	<b>64.00</b>

**(A) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period :**

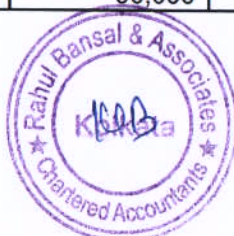
Particulars	Number of shares	Rs.	Number of shares	Rs.
Opening Balance	6,40,000	64.00	6,40,000	64.00
Change during the year	-	-	-	-
Closing Balance	6,40,000	64.00	6,40,000	64.00

**(B) Rights, Preference and Restriction attached to shareholders**

Equity Shares : The Company has one class of equity shares having a par value of Rs. 10 per Share. Each Shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholder are eligible to receive the remaining assets of the company after distribution of all preferential amounts in proportion to their shareholding.

**(C) Details of shares held by each shareholder holding more than 5% shares in the Company :**

Class of shares / Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
<b>Equity Shares with voting rights</b>				
Bhaskar Fund Management Ltd.	72,000	11.25%	72,000	11.25%
Cliftons Pearson Export & Agencies Ltd.	60,000	9.38%	60,000	9.38%
Delton Exim Pvt. Ltd.	71,300	11.14%	71,300	11.14%
Ispat Sheets Ltd.	81,000	12.66%	81,000	12.66%
Jagadishwar Pharmaceutical Works Ltd.	50,700	7.92%	50,700	7.92%
Kirti Electro System Pvt. Ltd.	90,000	14.06%	90,000	14.06%





# **GANGA BUILDERS LIMITED**

## **Notes Forming Part of the Financial Statements for the year ended 31st March, 2024**

### **Note 3 : Reserves and Surplus**

(□ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
(a) Securities Premium Account Balance at the beginning and end of the year	960.00	960.00
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening Balance	(16.73)	(16.77)
Add : Profit / (Loss) for the Current Year	0.12	0.04
Closing Balance	(16.61)	(16.73)
<b>Total</b>	<b>943.39</b>	<b>943.27</b>

### **Note 4 : Other Current Liabilities**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Audit Fees Payable	0.05	0.05
<b>Total</b>	<b>0.05</b>	<b>0.05</b>

### **Note 5 : Short Term Provisions**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Provision for Income Tax	0.04	0.01
<b>Total</b>	<b>0.04</b>	<b>0.01</b>

### **Note 7 : Non Current Investments**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Investments in Equity Shares of Indian Companies : Unquoted (Valued at Cost)	30.00	30.00
<b>Total :</b>	<b>30.00</b>	<b>30.00</b>

### **Note 8 : Inventories**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Equity Shares of Indian Companies	917.49	917.54
<b>Total</b>	<b>917.49</b>	<b>917.54</b>



## GANGA BUILDERS LIMITED

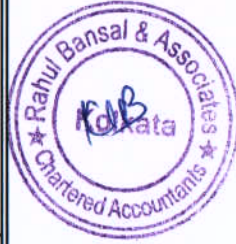
### Notes Forming Part of the Financial Statements for the year ended 31st March, 2024

#### Note 6 : Tangible Assets

(□ in Lakhs)

Sl. No.	Particulars	Gross Block			Depreciation		Net Block
		Balance on 1st April, 2023	Additions/ Disposal	Balance on 31st March, 2024	Balance on 1st April, 2023	For the Year	Balance on 31st March, 2024
1	Furniture & Fixture	5.16	-	5.16	5.15	0.00	0.01
	<b>Total :</b>	<b>5.16</b>	<b>-</b>	<b>5.16</b>	<b>5.15</b>	<b>0.00</b>	<b>0.01</b>

Sl. No.	Particulars	Gross Block			Depreciation		Net Block
		Balance on 1st April, 2022	Additions/ Disposal	Balance on 31st March, 2023	Balance on 1st April, 2022	For the Year	Balance on 31st March, 2023
1	Furniture & Fixture	5.16	-	5.16	5.15	0.00	0.01
	<b>Total :</b>	<b>5.16</b>	<b>-</b>	<b>5.16</b>	<b>5.15</b>	<b>0.00</b>	<b>0.01</b>





# **GANGA BUILDERS LIMITED**

**Notes Forming Part of the Financial Statements for the year ended 31st March, 2024**

## **Note 9 : Cash & Cash Equivalents**

(☐ in Lakhs)

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Balances with banks</b>		
In Current Accounts	0.47	0.16
Cash on hand	2.19	2.30
<b>Total</b>	<b>2.66</b>	<b>2.47</b>

## **Note 10 : Short Term Loans and Advances**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Others	42.00	42.00
Security Deposit - CDSL	0.10	0.10
Share Application Inv.	15.00	15.00
TDS Receivable	0.22	0.22
<b>Total</b>	<b>57.32</b>	<b>57.32</b>

## **Note 11 : Revenue from Operations**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Sale of Shares	0.04	-
Consultancy Services	1.23	1.08
<b>Total</b>	<b>1.27</b>	<b>1.08</b>

## **Note 12 : Changes in Inventory of Finished Goods**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
	Rs.	Rs.
Opening Stock of Shares of Indian Companies	917.54	917.54
Less: Closing Stock of Shares of Indian Companies	917.49	917.54
<b>Increase / (Decrease) in Stocks</b>	<b>(0.05)</b>	<b>-</b>

## **Note 13 : Employee Benefits Expenses**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Salary	0.60	0.57
Staff Welfare Expenses	0.03	0.03
<b>Total</b>	<b>0.63</b>	<b>0.59</b>



# **GANGA BUILDERS LIMITED**

**Notes Forming Part of the Financial Statements for the year ended 31st March, 2024**

## **Note 14 : Other Expenses**

(□ in Lakhs)

<b>Particulars</b>	<b>For the year ended 31st March, 2024</b>	<b>For the year ended 31st March, 2023</b>
Audit Fees	0.05	0.05
Bank Charges	0.00	0.00
CDSL Fees	0.06	0.06
Conveyance Expenses	0.04	0.03
Demat Charges	-	0.02
Filing Fees	0.02	0.02
General Expenses	0.04	0.04
Postage	0.02	0.02
Printing & Stationery	0.03	0.03
Professional Tax	0.03	0.03
Registrar Fees	0.09	0.09
Rent & Electricity	0.06	0.06
<b>Total</b>	<b>0.43</b>	<b>0.43</b>



## Notes Forming Part of the Financial Statement for the year ended 31st March, 2024

## Note 15 Disclosures under Accounting Standards

## 15.1 Related party transactions

Description of relationship	Names of related parties
Key Management Personnel	i) Malay Kumar Paul ii) Surojit Mondal iii) Dolan Gantait
Relatives of KMP	-

Entities/Companies in which KMP/ Relatives of KMP can exercise significant influence

## Details of Related Party Transactions

(□ in Lakhs)					
Paid To / Received From	Nature of Transactions	Transactions during the Year 2023-24	Outstanding as on 31.03.2024	Transactions during the Year 2022-23	Outstanding as on 31.03.2023
		Not Applicable			

## Note 15.2

## Earnings per share (EPS)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (□ in Thousand)	0.12	0.04
Weighted Average number of equity shares used as denominator for calculating EPS	6,40,000	6,40,000
Basic and diluted EPS (□)	0.00	0.00
Face value per equity share (□)	10.00	10.00

## Note 15.3

## Information pursuant to the provisions of Part – II of schedule III of the Companies Act, 2013

(□ in Lakhs)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Expenditure in Foreign Currency		
(i) Travelling expenses	Nil	Nil
(ii) Earnings in Foreign Exchange on account of Export of Goods on F.O.B. value	Nil	Nil

## Note 15.4 Ratio Analysis

Particulars	Numerator	Denominator	31.03.2024	31.03.2023	Variance %	Reasons
Current Ratio	Current Assets	Current Liabilities	11,392.40	16,908.62	-32.62	
Debt Equity Ratio	Total Debt	Total Equity	-	-	-	
Debt Service Coverage Ratio	Earnings before Interest, tax	Interest Expense + Principal repayments made during the Year for Long Term Loan	-	-	-	
Return on Equity Ratio	Net Profit after Tax	Average Shareholder Equity	0.00	0.00	-94.17	
Inventory turnover Ratio	Not Applicable		-	-	-	
Trade Receivables Turnover Ratio	Revenue from Operations	Average Trade Receivables	-	-	-	
Trade Payables Turnover Ratio	Not Applicable		-	-	-	





## Notes Forming Part of the Financial Statement for the year ended 31st March, 2024

Particulars	Numerator	Denominator	31.03.2024	31.03.2023	Variance %	Reasons
Net Capital Turnover Ratio	Revenue from Operations	Working Capital + Current Maturity of Long Term Borrowings	0.00	0.00	17.74	
Net Profit Ratio	Profit for the Year	Revenue from Operations	0.09	0.04	147.69	
Return on Capital Employed	Net Profit before Tax	Tangible Assets - Current Liabilities	-1.57	-0.90	75.18	
Return on Investment	Not Applicable					

**Note 15.5 Other Regulatory Information**

(i) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate or  
(b) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or  
(b) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) The company does not have any immovable property, the title deed of which is not held in the name of the company.

(iv) The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or Section 560 of Companies

(v) The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

(vi) No proceedings have been initiated or pending against the company under the Benami Transactions (prohibition) Act 1988.

(vii) The company has not been declared as a wilful defaulter by any bank or financial institution or any other lender.

(viii) The company has neither traded or invested in crypto currency or virtual currency during the year.

**Note 16 :** The figures have been rounded off to the nearest rupee.

**Note 17 :** Disclosures of related party transactions (as identified & certified by the management) : As per Accounting Standard-18- ' Related Party Disclosures' issued by the Institute of Chartered Accountants of India - Nil.

**Note 18 :** Statutory Audit Fees includes payment of Rs. 5,000/- to the auditors.

**Note 19 :** Previous Year figures have been regrouped /re arranged wherever necessary.

**For Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No : 327098E


**Khushbu Bansal**


Partner

Membership No : 301597

**Place : Kolkata**

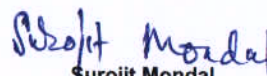
Date : 29th May, 2024

UDIN : 24301597BKHAUP5282

**For and on behalf of the Board**

**Dolan Gantait**

MD &amp; CFO

DIN : 09737305


**Surojit Mondal**

Director

DIN : 09737859