

## NOTICE

**NOTICE** is hereby given that the **Eighteenth Annual General Meeting** of the members of Experion Developers Private Limited will be held on **Saturday, 30<sup>th</sup> September 2023 at F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi - 110075 at 11:00 A.M.** to transact the following business:

### **ORDINARY BUSINESS:**

1. To consider and adopt both on standalone as well as consolidated basis the Audited Balance Sheet of the Company, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on 31<sup>st</sup> March, 2023 along with explanatory notes annexed thereto together with the Reports of the Directors' and Auditors' thereon.

### **SPECIAL BUSINESS**

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

**“RESOLVED THAT** pursuant to provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(b) of the Companies (Audit and Auditors) Rules, 2014 (“the Act”) and approval by the Board of Directors at their meeting dated 21<sup>st</sup> August, 2023, the consent of the Company be and is hereby accorded for ratification of the remuneration of Rs 1,30,000/- to Chandra Wadhwa &Co., Cost Accountants as the Cost Auditors of the Company for the financial year 2023-24 for conducting the audit of the cost accounting records of the Company.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to the approval of the shareholders of the Company, Mr. Vaibhav kumar Shivhare (DIN: 02001813), who was appointed as additional director to hold the office up to the date of this Annual General Meeting of the Company and being eligible, be and is hereby appointed as Director of the Company.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies

#### **EXPERION HOSPITALITY PRIVATE LIMITED**

(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), subject to the approval of the shareholders of the Company, Mr. Basavaraddi Krishnaraddi Malagi (DIN: 06572992) who was appointed as additional director to hold the office up to the date of this Annual General Meeting of the Company and being eligible, be and is hereby appointed as Director of the Company.”

By order of the Board  
For Experion Developers Private Limited



**Place: Gurugram**  
**Date: September 21, 2023**

**Nagaraju Routhu**  
**Whole Time Director/Chairman**  
**DIN: 01737862**  
**Address:- A-61, 2nd floor, South City-2,**  
**Islampur (97), Gurgaon, Haryana-122018**

**Notes:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL INSTEAD OF HIMSELF AND THAT THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

**A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.**

2. The Register of Members, Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or Arrangements in which Directors are interested, maintained under Section 88, 170 and 189 of the Companies Act, 2013, respectively will be available for inspection by the Members at the AGM.
3. Inspection of Documents: Documents referred to in the Notice etc., are open for inspection at the registered office of the Company on all working days except Saturdays and Sundays between 11 A.M. and 2 P.M. up to the date of Annual General Meeting and at the venue of the Annual General Meeting on the date of Annual General Meeting.
4. Copies of Directors' report and Auditors' report, Statement of Profit and Loss and Balance Sheet of the Company are enclosed
5. Corporate Members intending to send their authorised representative(s) to attend the meeting are requested to send a certified copy of the Board Resolution authorising their representative(s) to attend and vote on their behalf at the Annual General Meeting as required under Section 113 of the Companies Act, 2013.
6. Members/Proxies/Authorised Representatives are requested to bring the attendance slips duly filled in for attending the Meeting. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.
7. Pursuant to Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014, M/s Walker Chandiook & Co. LLP (FRN 001076N/N500013) were appointed as Statutory Auditors of the Company for a period of five years starting from the conclusion of Annual General Meeting held for financial year 2019-20 till the conclusion of the Annual

General Meeting to be held for financial year 2024-25 on such remuneration as may be fixed by the Board of Directors.

Further, the Company has received confirmation from the said Auditors that they are not disqualified to act as the Auditors and are eligible to hold office as the Auditors of the Company.

**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** : U70109DL2006FTC151343  
**Name of the Company** : Experion Developers Private Limited  
**Registered Office** : F-9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector-10, Dwarka, New Delhi-110075

**Name of the Member(s)** :

**Registered Address** :

**E-mail Id** :

I/We being the member(s) of the above named Company appoint:

<b>Name</b>		<b>Name</b>	
<b>Address</b>		<b>Address</b>	
<b>E-mail Id</b>		<b>E-mail Id</b>	
<b>Signature: or failing him</b>		<b>Signature:</b>	

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **18<sup>th</sup> Annual General Meeting** of the Company, to be held on **Saturday, 30<sup>th</sup> September, 2023 at F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi - 110075 at 11.00 A.M.** and at any adjournment thereof in respect of such resolutions as are indicated below:

<b>Resolution No.</b>	<b>RESOLUTION PROPOSED</b>	<b>OPTIONAL*</b>	
		<b>FOR</b>	<b>AGAINST</b>
	<b><i>Ordinary Resolutions</i></b>		
1.	To consider and adopt both on standalone as well as consolidated basis the Audited Balance Sheet of the Company, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on 31st March, 2023 along with explanatory notes annexed thereto together with the Reports of the Directors' and Auditors' thereon.		
2.	To Ratify the remuneration of the Cost Auditors		
3.	To regularize the appointment of Mr. Vaibhav kumar Shivhare as a director of the Company		
4.	To regularize the appointment of Mr. Basavaraddi Krishnaraddi Malagi as a director of the Company		

Signed this.....day of.....2023

Signature  
Shareholder

of



Signature of Proxy



**NOTE:**

- 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. For the text of the Resolution, Explanatory Statements & Notes, please refer to the Notice convening the Annual General Meeting.***
- 3. It is optional to put "X" in the appropriate column against the Resolution indicated in the Box.***

**ATTENDANCE SLIP**

I/We hereby record my/our presence at the **18<sup>th</sup> Annual General Meeting** of the Company, to be held on **Saturday, 30<sup>th</sup> September 2023** at **F- 9, First Floor, Manish Plaza 1, Plot No. 7, MLU, Sector 10, Dwarka, New Delhi - 110075** at **11.00 A.M.**

Name of the attending member (in block :  
letters)

Name of the proxy (in block letters) :

Signature



**NOTES:**

***Please fill this attendance slip and hand it over at the entrance of the Venue.***

***Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.***

***Authorized Representatives of Corporate members shall produce proper authorization issued in their favour.***

## **DIRECTORS' REPORT**

**To**  
**The Members of Experion Developers Private Limited**

Your Directors are pleased in presenting the Eighteenth Annual Report on your Company's business and operations, together with the Audited IND AS Financial Statement of Accounts (Standalone and Consolidated basis) and the Auditors' Report for the financial year ended 31<sup>st</sup> March, 2023.

### **OPERATIONS AND BUSINESS PERFORMANCE**

The Company has grown and is developing well-diversified projects ranging from Township, Residential Group Housing, Villas, Commercial development, and Student Housing primarily spread across three cities viz. Gurgaon, Lucknow, Noida and Greater Noida.

Approximately 47 Lac Sq. ft of Residential Space in THS & Windchants, Gurugram, Haryana, 4.7 Lac Sq. ft of Commercial Space in Milestone Experion Centre, Gurugram, Haryana, 90 Acres of Township in Westerlies, Gurugram, Haryana, and 1.25 Lac Sq. ft of Student Housing, Greater Noida are successfully constructed.

It is also to be noted that 7 Lac Sq. ft of residential space 2 Lac Sqft of Commercial/ Retail, and 119 Acres Township are in various stage of planning & construction.

Work in Experion Capital at Lucknow, and Experion Virsa at Amritsar are progressing well. In Experion Capital part CC for Phase 1, Phase 2, and Experion is received and possession of apartments and offices are being given to customers.

EDPL has also bagged land in Noida (4.767 Acre) for the future development of group housing.

### **WEB LINK OF ANNUAL RETURN**

The Company's website is <https://experion.co/> and annual return of Company has been published on such website.



## **FINANCIAL RESULTS**

### **For Standalone**

<b><i>Financial Results:</i></b>	<b><i>2022-23 (in Lakh)</i></b>	<b><i>2021-22 (in Lakh)</i></b>
<b><i>Revenue from operations</i></b>	93,616.47	57,101.82
<b><i>Other Income</i></b>	25,216.05	18,28.86
<b><i>Total Revenue</i></b>	1,18,832.52	58,930.68
<b><i>Total Expenditure</i></b>	68,673.84	43,843.48
<b><i>Profit/ (Loss) before tax</i></b>	50,158.68	15,087.20
<b><i>Less: Provision for tax (including Deferred Tax)</i></b>	9,752.82	3,838.72
<b><i>Profit/ (Loss) after tax</i></b>	40,405.85	11,248.48
<b><i>Other Comprehensive Income (Loss) for the Year, net of tax</i></b>	(0.98)	0.25
<b><i>Total Comprehensive Income (Loss) for the Year, net of tax</i></b>	40,404.87	11,248.73

Your Company has registered a turnover and other income of 1,18,832.52 Lakhs for the year 2022-23 and profits of 40,405.85 Lakh and total Comprehensive Income is 40,404.87 Lakhs.

### **For Consolidated**

<b><i>Financial Results:</i></b>	<b><i>2022-23 (in Lakh)</i></b>	<b><i>2021-22 (in Lakh)</i></b>
<b><i>Revenue from operations</i></b>	96,266.90	58,761.58
<b><i>Other Income</i></b>	25,040.04	1,893.57
<b><i>Total Revenue</i></b>	1,21,306.94	60,655.15
<b><i>Total Expenditure</i></b>	71,265.18	45482.70
<b><i>Profit/ (Loss) before tax</i></b>	50,041.76	15172.45
<b><i>Less: Provision for tax (including Deferred Tax)</i></b>	9,701.73	3847.06
<b><i>Profit/ (Loss) after tax</i></b>	40,340.03	11325.39
<b><i>Other Comprehensive Income (Loss) for the Year, net of tax</i></b>	(0.09)	(0.23)
<b><i>Total Comprehensive Income (Loss) for the Year, net of tax</i></b>	40,339.94	11325.16

#### **EXPERION DEVELOPERS PRIVATE LIMITED**

Corporate Office: 8th Floor, Wing B, Milestone Experion Centre, Sector-15, Part-2, Gurugram, Haryana - 122001 Phone: 91-124 628 1630 CIN: U70109DL2006FTC151343

Registered Office: F-9, First Floor, Manish Plaza-1, Plot No.7, MLU, Sector 10, Dwarka, New Delhi - 110 075

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Further, the consolidated revenue from operations and other income of the Company for year ended March 31, 2023 stood at Rs. 1,21,306.94 (in Lakhs) and has registered the consolidated profit after tax of Rs. 40,340.03 (in Lakhs) and total Comprehensive Income (Loss) is Rs. 40,339.94 (in Lakhs)

### **HOLDING, SUBSIDIARIES AND ASSOCIATES**

As on March 31, 2023, the Company is a wholly owned subsidiary (“WOS”) of M/s Experion Holdings Pte. Ltd, Singapore and AT Holdings Pte. Ltd., Singapore is the Ultimate Holding Company and The Company has Nineteen (19) wholly owned subsidiary companies namely:-

- (i) Experion Nirman Private Limited,
- (ii) Experion Reality Private Limited,
- (iii) Experion Real Estate Developers Private Limited, and
- (iv) Mainage Facility Management Private Limited.
- (v) Studacc Accommodation Private Limited
- (vi) Studhouz Buildcon Private Limited
- (vii) Parador Developers (Amritsar) Private Limited
- (viii) Ragnor Buildtech India Private Limited “RBIPL”\*
- (ix) Jovial Buildtech Private Limited (Acquired on May 18, 2022)

\*RBIPL further has following 10(Ten) wholly owned subsidiaries which became subsidiaries of Experion Developers Private Limited in terms of Section 2(87) of the Companies Act, 2013.

S. No.	Name of the company
1.	Allure Infradevelopers Private Limited
2.	Amedeus Town Planners Private Limited
3.	Carma Town Planners Private Limited
4.	Felecity Buildcon Private Limited
5.	Frida Buildcon Private Limited
6.	Radiant Town Planners Private Limited
7.	Spledid Buildhomes India Private Limited
8.	Stella Buildtech India Private Limited
9.	Trandy Buildtech Private Limited
10.	Trandy Realtors Private Limited

Experion Developers Private Limited does not have any Joint ventures and associates.

The Company has not sold any Subsidiary during the Year. During the year under review, no Company have ceased to be its subsidiaries, joint ventures or associates. Further, the Company has acquired Jovial Buildtech Private Limited on May 18, 2022.

The Board of Directors has reviewed the affairs of the subsidiaries and thereby, the consolidated financial statements of the Company and its subsidiaries are prepared. Further, pursuant to first proviso to sub-Section (3) of Section 129 read with Rule 5 and 8(1) of Companies (Accounts) Rules, 2014. Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures in Form AOC-1 is appended as Annexure 1 to the Board’s Report.

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Highlights of performance of subsidiaries and their contribution to the overall performance of the Company during the period under review have been disclosed in the notes to the consolidated financial statements of the Company.

### **DIVIDEND/RESERVES**

In order to strengthen the reserves of the Company, no dividend is recommended on the equity shares for the year ended 31<sup>st</sup> March, 2023. Reserves and surpluses (other equity) of the Company stood at Rs. 1,79,005.72 Lakhs as at March 31, 2023.

### **ISSUANCE OF EQUITY SHARES OR OTHER SECURITIES**

The Company's total Equity holding with Experion Holdings Pte. Ltd is now 24,47,542 Equity Shares of Rs. 10/- each. The Company has not issued any fresh Equity Shares or ESOPs during the year under review.

As on March 31, 2023, the total compulsorily convertible Debentures with Experion Holdings Pte. Limited are 40,75,9942 debentures @ Rs. 100/- each

The Company has done the amendment in terms of tenure and coupon rate of Debenture Subscription Agreement dated October 19, 2014 executed For 3068856 Compulsorily Convertible Debentures Issued On December 03, 2014. Tenure has been increased from 8 years to 13 years alongwith the reduction in the coupon rate from 17% to 15%.

### **DOWNSTREAM INVESTMENT**

The total downstream investment as on March 31, 2023 is Rs. 34.21 Lakhs. During the Year, Company has made the Downstream investment in Jovial Buildtech Private Limited for Rs. 14.51 Lakhs. The compliances in relation to such downstream investment has been done by the Company.

### **PUBLIC DEPOSITS**

The Company has not accepted any deposit from the public during the year 2022-23.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The Company has entered into a Lease agreement with Experion Capital Private Limited to provide the office space. Form AOC - 2 pursuant to Section 134(3) (h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rule 2014 is set out as an **Annexure-2** to this report. Further, suitable disclosures, as required under Indian Accounting Standard (Ind AS-24) has been made in the Notes to the Financial Statements. As on March 31, 2023 none of the Directors have any pecuniary relationship of transaction vis-à-vis the company except remuneration drawn by Mr. Nagaraju Routhu, Mr. Sudhir Goenka and Mr. Suneet Puri, Whole Time Directors and other disclosures made in the Financial Statement.

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013**

#### **EXPERION DEVELOPERS PRIVATE LIMITED**

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The provisions of Section 186 of the Act except sub section (1), with respect to a loan, guarantee or security is not applicable to the Company as the Company is engaged in providing infrastructural facilities which is exempted under Section 186(11) of the Act. The details of loans, guarantees and investments, if any, have been disclosed in the notes to the financial statements.

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

No such material changes happened during the year affecting the financial position of the Company during the said period.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE;**

The Hon'ble, National Company Law Tribunal, Delhi Bench, ("NCLT") vide Order dated 24 April 2019, initiated the Corporate Insolvency Resolution Process ("CIRP") in respect of Dignity Buildcon Private Limited ("DBPL"/ "Corporate Debtor") under Section 7 of the Insolvency and Bankruptcy Code, 2016 ("IBC").

On 28 February 2023, the resolution plan submitted by Experion Developers Private Limited ("EDPL"/ "Successful Resolution Applicant") was approved by CoC of the DBPL with voting share of 99.73%. In furtherance to approval of the resolution plan by CoC, the Resolution Professional issued the letter of intent dated 3<sup>rd</sup> March 2023 to EDPL, which was accepted by EDPL on the same day.

Pursuant to the above, Resolution Professional filed an application being I.A. No 1431 of 2023 before the Hon'ble NCLT seeking approval of resolution plan submitted by EDPL.

Upon consideration of the said application, the Hon'ble NCLT vide order dated 17 May 2023 ("Plan Approval Order") was pleased inter alia to approve the resolution plan submitted by EDPL.

Accordingly, the implementation took place and the handover was completed on June 15, 2023 whereby forming DBPL as the wholly owned subsidiary of EDPL.

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

Your Company believes in providing a safe and harassment free workplace for every individual working in premises through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment. Your Company has constituted committee to be known as the Internal Complaints Committee in pursuance of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the course of the financial year, no complaint was lodged with the Committee. Further, the annual return required to be submitted under this act has been timely submitted.

**EXPERION DEVELOPERS PRIVATE LIMITED**

### **MEETINGS OF THE BOARD OF DIRECTORS**

During the current financial year, the Board of Directors of the Company duly met nine (9) times on the dates as mentioned below. Due notices were given and the proceedings were properly recorded and signed as required by the Articles of Association of the Company and the provisions of the Companies Act, 2013.

<b>S. No.</b>	<b>Date of meeting</b>
1	17.05.2022
2	06.07.2022
3	24.08.2022
4	19.09.2022
5	31.10.2022
6	01.12.2022
7	12.12.2022
8	21.12.2022
9	23.03.2023

### **DIRECTORS/KEY MANAGERIAL PERSONNEL**

As at March 31, 2023, the Board of Directors is duly constituted with Mr. Nagaraju Routhu, Mr. Sudhir Goenka and Mr. Suneet Puri as Whole Time Directors and Mr. Hemant Tikoo, Mr. Arvind Tiku and Mr. Sanjay Bakliwal as Directors of the Company.

Further, Mr. Sudhir Goenka resigned from the directorship of the Company on May 31, 2023.

Mr. Vaibhav Kumar Shivhare was appointed as Additional Director and Whole Time Director w.e.f April 18, 2023.

Mr. Basavaraddi Krishnaraddi Malagi was appointed as Additional Director and Whole-Time Director w.e.f July 11, 2023.

Further, the Board of Directors recommend the regularization of Mr. Vaibhav Kumar Shivhare and Mr. Basavaraddi Krishnaraddi Malagi as directors of the Company.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

1. In preparation of the Annual Accounts, the applicable Accounting Standards read with requirements set out under Schedule III of the Companies Act, 2013 have been followed along with proper explanation to material departures;
2. The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company, for that period.
3. 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.

4. The Directors have prepared the Annual Accounts on a “going concern” basis.
5. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **COMPLIANCE TO SECRETARIAL STANDARDS**

The Company has complied with relevant Secretarial Standards pertaining to ‘Meetings of the Board of Directors’ and ‘General Meetings’ as issued by the Institute of Company Secretaries of India.

### **AUDITORS AND AUDITOR’S REPORT**

#### **a) Statutory Auditors**

Pursuant to Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules 2014, M/s Walker Chandiook & Co. LLP (FRN 001076N/N500013) were appointed as Statutory Auditors of the Company for a period of five years starting from the conclusion of Annual General Meeting held for financial year 2019-20 till the conclusion of the Annual General Meeting to be held for financial year 2024-25 on such remuneration as may be fixed by the Board of Directors.

Further, the Company has received confirmation from the said Auditors that they are not disqualified to act as the Auditors and are eligible to hold office as the Auditors of the Company for proposed duration.

The Notes on financial statements referred, if any in Auditor’s Report are self-explanatory and do not call for any further comments. The Auditor’s Report does not contain any qualification, reservation or adverse remarks or disclaimer.

The existing Auditors of the Company have not reported any fraud under Section 143(12) of the Companies Act 2013.

#### **b) Internal Auditor**

In terms of section 138 of the Companies Act, 2013, Felix Advisory Private Limited have been re-appointed as Internal Auditors of the Company for the financial year 2023-24.

The Company has stringent internal audit procedures, with the audit being conducted internally by the Internal Auditors.

#### **c) Cost Auditor**

In terms of the Section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and amendments thereof, the Company has maintained cost records in its books of accounts for the financial year 2022-23 in respect of products.

M/s. Chandra Wadhwa & Co., Cost Auditors, (FRN 000239) have been appointed as Cost Auditor of the Company to conduct audit of cost accounting records maintained by the

Company, for product(s)/services covered under Companies Act, 2013, for the year ending on 31<sup>st</sup> March, 2024.

Pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(b) of the Companies (Audit and Auditors) Rules, 2014 (“the Act”) remuneration to be paid to M/s Chandra Wadhwa & Co. is proposed to be ratified by the members of the Company.

## **HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS**

Your Company continues to take new initiatives to further align its Human Resource (HR) policies to meet the growing needs of its business. People development continues to be a key focus area of the Company. The industrial relations remained cordial and peaceful throughout the year.

## **DISCLOSURES**

### **a) Corporate Social responsibility**

The Board has laid down its Corporate Social Responsibility Policy. As on March 31<sup>st</sup>, 2023 the committee is constituted with Mr. Nagaraju Routhu, Mr. Sanjay Bakliwal and Mr. Suneet Puri.

During the year under review, meetings of the CSR Committee was held on 17<sup>th</sup> January 2023 and 23<sup>rd</sup> March 2023.

The CSR activities of the Company are carried out through CSR Committee. The Financial data pertaining to the Company’s CSR activities for fiscal 2023 is presented in the prescribed format in Annexure-3 of the Board’s Report as the Annual Report on the CSR Activities.

### **b) Vigil Mechanism**

Vigil Mechanism Policy provides a formal mechanism for all Directors and employees of the Company to allow them to report any instance of unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or any genuine concern or grievance. As an external stakeholder too, one may report unethical practices under this policy. The Board of Directors of the Company has made an amendment in Vigil Mechanism Policy in their meeting held on 17<sup>th</sup> May 2022. The Policy is uploaded on Company’s website of the Company <https://experion.co/>

### **c) Risk Management Policy**

The Board of Directors of the Company has established a framework to address the risk faced by the organization and adopted a Risk Management Policy which provides a formal mechanism to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In the opinion of the Board there are no elements of risk which may threaten the existence of the Company.

Internal Financial Controls and their adequacy

The Company has a proper and robust system of internal controls geared towards achieving efficiency of business operations, safeguarding the Company's assets and ensuring optimum utilization of resources. Such controls also ensure accuracy and promptness of financial reporting and compliance with statutory regulations. The Company has stringent internal audit procedures, with the audit being conducted internally by its own team.

**d) Conservation of Energy**

Steps taken or Impact on conservation of energy during the period under review:

- Use of LED lamps against CFL/Incandescent lamp in Basement/ Common area / external light in Experion capital Lucknow and Hostel at Noida, Experion Virsa and The westerlies townships .
- Use of solar PV Generation for common area lights/ loads in Experion Capital Lucknow.
- Use of timer with contactor in street light feeder pillar in Experion capital Lucknow and Hostel at Noida
- Use of PLC (Programming Load Control) to operate the DG as per load requirement in Experion capital Lucknow and Hostel at Noida.
- Use of AAC block in construction at Experion Capital and Student Housing resulting in better insulation from external environment and reduction in heat load.
- Use of performance glass for reduction of heat load in Experio.

Steps taken by the Company for utilizing alternate sources of energy

- Solar PV Generation shall be provided for common area lights/ loads to save energy in Experion Capital, Lucknow

**2. Technology Absorption**

The Company has not imported any technology and hence no technology absorption is required to be made by the Company.

**f) Foreign Exchange Earnings and outgo**

The Foreign Exchange earnings and outgo during the financial period ended 31<sup>st</sup> March, 2023 is as follows:

Particulars	31 <sup>st</sup> March, 2023	31 <sup>st</sup> March, 2022
Foreign Exchange Earnings		
Foreign Exchange Outgo	--	--

**THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

**EXPERION DEVELOPERS PRIVATE LIMITED**



During the period under review, Dignity Buildcon Private Limited was acquired through CIRP process as detailed above in the report.

**THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF.**

During the period under review, there were no instance of onetime settlement with any Bank or Financial Institution.

**ACKNOWLEDGEMENTS:**

Your Directors thank the Bankers, Government agencies, suppliers, customers and all others for their wholehearted support during the year and look forward to their continued support in the years ahead.

Your Directors appreciate and acknowledge the professionalism displayed and the contributions made by the employee.

**For and on behalf of the Board of Directors of  
Experion Developers Private Limited**



**Nagaraju Routhu  
Whole Time Director/Chairman  
DIN: 01737862  
Address:- A-61, 2nd floor, South City-2,  
Islampur (97), Gurgaon, Haryana-122018**

**Place : Gurugram  
Date : 21.09.2023**

Statement containing the salient features of the financial statements of subsidiaries/associate companies/joint ventures  
Form AOC-1  
Pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with Rule 5 of the Companies (Accounts) Rules, 2014  
Part A Subsidiaries

S.No	Name of the subsidiary	The Date since when subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting Currency and Exchange Rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit/(Loss) before taxation	Provision for Taxation	Profit/(Loss) after Taxation	Proposed Dividend	Extent of shareholding (in percentage)
1	Experion Nirman Private Limited	10.01.2008	Not Applicable	Not Applicable	5.00	-0.33	6.06	1.39	-	-	-0.52	-	-0.52	-	100
2	Experion Real Estate Developpae Private Limited	10.01.2008	Not Applicable	Not Applicable	5.00	19.52	463.77	439.25	-	-	-0.52	-	-0.52	-	100
3	Experion Realty Private Limited	10.01.2008	Not Applicable	Not Applicable	1.00	34.79	37.32	1.52	-	-	0.77	-0.19	0.58	-	100
4	Mallage Facility Management Private Limited	13.01.2016	Not Applicable	Not Applicable	5.00	477.75	3,428.34	2,945.59	-	2,960.29	164.10	-17.65	146.45	-	100
5	Stufasc Accommodation Private Limited	22.10.2018	Not Applicable	Not Applicable	1.00	-2.28	690.39	691.66	-	-	-0.54	0.14	-0.41	-	100
6	Stufhouse Buildcon Private Limited	07.08.2019	Not Applicable	Not Applicable	0.70	-3.56	4,120.68	4,123.54	-	-	2.59	-0.69	1.90	-	100
7	Parador Developers (Amritsar) Private Limited	31.07.2019	Not Applicable	Not Applicable	1.00	-441.63	19,795.69	20,150.33	-	-	-280.18	69.59	-210.59	-	100
8	Jozali Buildtech Private Limited	19.05.2022	Not Applicable	Not Applicable	1.00	14.03	339.63	324.40	-	0.74	0.35	0.12	0.23	-	100
9	Ragner Buildtech India Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-243.40	2,493.58	2,735.99	13.00	-	-10.50	-	-10.50	-	100
10	Allure InfraDevelopers Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.33	2,201.79	2,205.12	-	-	-0.30	-	-0.30	-	100
11	Armedeus Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.78	2,043.80	2,047.58	-	-	-0.30	-	-0.30	-	100
12	Carmit Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.29	1,056.38	1,059.67	-	-	-0.30	-	-0.30	-	100
13	Felicity Buildcon Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.51	1,697.30	1,709.81	-	-	-0.30	-	-0.30	-	100
14	Frida Buildcon Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	-4.66	242.08	244.74	-	-	-0.30	-	-0.30	-	100
15	Radianm Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.67	1,302.93	1,306.00	-	-	-0.30	-	-0.30	-	100
16	Stella Buildtech India Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.30	1,481.04	1,484.34	-	-	-0.30	-	-0.30	-	100
17	Tranqui Buildtech Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	-4.51	1,304.03	1,307.53	-	-	-0.30	-	-0.30	-	100
18	Tranqui Business Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	-4.36	0.78	3.13	-	-	-0.30	-	-0.30	-	100
19	Styeld Buildcon India Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	-4.41	0.72	3.13	-	-	-0.30	-	-0.30	-	100

Notes: The following information shall be furnished at the end of the statement.  
1. Name of subsidiaries which are yet to commence operations.- NA  
2. Names of subsidiaries which have been liquidated or sold during the year.- NA

Statement Pursuant to Section 129 (b) of the Companies Act, 2013 related to Associate companies and Joint Ventures  
Part D Associates and Joint Ventures  
Shares of Associate or Joint ventures held by the company on the year end

S.No	Name of the Associates or Joint Ventures	Latest audited Balance Sheet Date	Date on which the Associate or Joint Ventures were associated or acquired	No.	Amount of Investment in associates or Joint Ventures	Extent of Holdings (in Percentage)	Description of how shareholding is not consolidated	Reason why the associate/joint venture is not consolidated	Network attributable to shareholding as per latest audited Balance Sheet	Profit / Loss for the year	I. Considered in Consolidation	II. Not Considered in Consolidation
				No.								

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

For Experion Developers Private Limited

Nagaraju Bourhu  
Whole Time Director  
DIN - 01737862

Place : GUDURAM



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

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

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangement / transaction	Duration of the Contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188.

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
Experion Capital Private Limited Mr. Suneet Puri, Mr. Hemant Tikoo and Mr. Sanjay Bakliwal are the common directors	To lease 1145.16 sqft. Leasable area to Experion Capital Private Limited situated at 8th Floor, Wing A, Milestone Experion Center, Sector 15, Gurugram, Haryana-122001 on monthly rent of Rs. 110 per sq. ft. for leasable area. The security deposit shall be interest free deposit of 6 months rent. The rent free period for fit out will be 3 months. The notice period will be 3 months.	Effective from December 1 <sup>st</sup> 2022 till 3years	As per the Lease Agreement	01.12.2022	Rs.1,25,968 per month

For Experion Developers Private Limited

  
Nagaraju Routhu  
Whole Time Director/Chairman  
DIN: 01737862  
Address:- A-61, 2nd floor, South City-2,  
Islampur (97), Gurgaon, Haryana-122018  
Place : Gurugram  
Date : 21.09.2023

**EXPERION DEVELOPERS PRIVATE LIMITED**

Corporate Office: 8th Floor, Wing B, Milestone Experion Centre, Sector-15, Part-2, Gurugram, Haryana - 122001 Phone: 91-124 628 1630 CIN: U70109DL2006FTC151343

Registered Office: F-9, First Floor, Manish Plaza-1, Plot No.7, MLU, Sector 10, Dwarka, New Delhi - 110 075

www.experion.co

**ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR 2022-23**

**1. Brief outline on CSR Policy of the Company-**

Since Company is having a net worth of more than Rs. 500 crores, the Company had initially constituted a Corporate Social Responsibility (CSR) Committee of the Board on 15th April, 2014 which has been re-constituted from time to time, to consider and approve the matters related to the Corporate Social Responsibility in accordance with the Act and Rules

**2. Composition of the CSR Committee;**

The Composition of the CSR Committee is as mentioned below;

S. No.	Name of the Director	Designation/Nature of Directorship
1	Mr. Nagaraju Routhu	Chairman of the CSR Committee/Whole Time Director
2	Mr. Sanjay Bakliwal	Member/Director
3	Mr. Suneet Puri	Member/ Whole Time Director

There were two meetings of the committee held on January 17, 2023 and March 23, 2023

3. Weblink where Composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company- <https://experion.co/>
4. The details of the Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of the Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 (attach the report)- **NOT APPLICABLE**
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any- **Not applicable**

6. Average net profit of the company as per section 135(5)- **Rs. 64,07,73,593/-**
7. (a) Two percent of average net profit of the company as per section 135(5)-  
**Rs 1,28,15,472/-**
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years- **NOT APPLICABLE**
- (c) Amount required to be set off for the financial year, if any; **Not applicable**
8. (d) Total CSR obligation for the financial year (7a+7b-7c); **Rs 1,28,15,472/-**
9. (a) CSR amount spent or unspent for the financial year:

Total Amount spent for the Financial Year	Amount Unspent				
	Total Amount transferred to CSR Unspent account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second provision of section 135(5)		
	Amount	Date of Transfer	Name of the fund amount	Amount	Date of Transfer
<b>Rs 1,28,15,472/-</b>	<b>NIL</b>		<b>NIL</b>		


- (b) Details of CSR amount spent against ongoing projects for the financial year:  
**NIL**
- (c) Details of CSR amount spent against other than ongoing projects for the financial year:  
**Rs 1,28,15,472/-**
- (d) Amount spent in Administrative Overheads; **NOT APPLICABLE**
- (e) Amount spent on Impact Assessment, if applicable; **NOT APPLICABLE**
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e); **Rs 1,28,15,472/-**
- (g) Excess amount for set off, if any; **NIL**
9. (a) Details of Unspent CSR amount for the preceding three financial years:  
**Rs 1,29,93,888/-\***

- (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):NIL
10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details)- **NOT APPLICABLE**
- (a) Date of creation or acquisition of the capital asset(s);
- (b) Amount of CSR spent for creation or acquisition of capital asset;
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).

Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5)-

\*Reason: The pending corporate social responsibility incurrence (provision) of Rs. 27.39 lakhs for the year ended 31 March 2021 and Rs. 102.55 lakhs for the year ended 31 March 2022 has not been incurred as there is ongoing litigation (writ petition) in the Hon'ble Delhi High Court filed by the Company for the availment of set off of excess amount contributed to PM Cares Fund during the year ended 31 March 2020. Interim relief has already been granted to Hon'ble Delhi High Court. The next scheduled dated of hearing is 03 October 2023. The said excess amount will cover the contribution for year ended 31 March 2021 and 31 March 2022. However, as abundant caution, the Company has created additional provision for the year ended 31 March 2021 and 31 March 2022.

For Experion Developers Private Limited

  
**Nagaraju Routhu**  
**Chairman CSR Committee**  
**DIN: 01737862**  
**Address:- A-61, 2nd floor, South City-2,**  
**Islampur (97), Gurgaon, Haryana-122018**

**Place : Gurugram**  
**Date : 21.09.2023**