

NOTICE

NOTICE is hereby given that the **19th Annual General Meeting** of the members of Experion Developers Private Limited will be held on **Monday, 30th September 2024 at 8th Floor, Wing B, Milestone Experion Center, Sector-15, Gurugram, Haryana, India, 122001 at 5:00 P.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 31st March 2024 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 September 22, 2024, the consent of the Company be and is hereby accorded for ratification of the remuneration of Rs. 1,30,000/- to M/s Chandra Wadhwa & Co., Cost Accountants as the Cost Auditors of the Company for the financial year 2024-25 for conducting the audit of the cost accounting records of the Company."

By order of the Board
For Experion Developers Private Limited



Place: Gurugram
Date: September 22, 2024

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 to attend the Meeting.
7. The meeting is being convened at shorter notice and a place other than registered office with the required consent of the shareholders.
8. 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.

**Explanatory Statement
(pursuant to section 101 of the Companies Act, 2013)**

Item No. 2

The Company is required to have the audit of its cost records conducted by a cost accountant in practice under Section 148 of the Act, read with the Companies (Cost Records and Audit) Rules, 2014 (“the Rules”).

The Board has approved the appointment of M/s Chandra Wadhwa & Co., Cost Accountants, as the Cost Auditors of the Company for the financial year 2024-25 to conduct the audit of the cost accounting records of the Company as at remuneration of Rs. 1,30,000/-.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors must be ratified by the members of the Company.

Accordingly, the consent of the members is sought to pass an Ordinary Resolution as set out at item no. 2 of the notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2024-25.

The Board commends the Ordinary Resolution set out in item no. 2 of the notice for approval by the members.

None of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMPs is concerned or interested in the Resolution set out at item no. 2 of the accompanying notice.

**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:

Name		Name	
Address		Address	
E-mail Id		E-mail Id	
Signature: or failing him		Signature:	

as my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **19th Annual General Meeting** of the Company, to be held on **Monday, 30th September 2024 at 8th Floor, Wing B, Milestone Experion Center, Sector-15, Gurugram, Haryana, India, 122001 at 5:00 P.M.** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	RESOLUTION PROPOSED	OPTIONAL*	
		FOR	AGAINST
	Ordinary Resolutions		
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 st March 2024 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		

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

Signature of Shareholder



Signature of Proxy



NOTE:

- 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**
- For the text of the Resolution, Explanatory Statements & Notes, please refer to the Notice convening the Annual General Meeting.**
- 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 **19th Annual General Meeting** of the Company, to be held on **Monday, 30th September 2024 at 8th Floor, Wing B, Milestone Experion Center, Sector-15, Gurugram, Haryana, India, 122001 at 5:00 P.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 to present the Annual Report on your Company's business and operations, together with the Audited Financial Statement of Accounts (Standalone and Consolidated basis) and the Auditors' Report for the financial year ended 31st March 2024.

1. FINANCIAL SUMMARY AND HIGHLIGHTS

(STANDALONE)

(Amount in Rs. in lakhs)

Financial Results:	2023-24	2022-23
Revenue from operations	88,192.32	93,616.47
Other income	4,544.83	25,216.05
Total income	92,737.15	1,18,832.52
Total expenses	61,834.85	68,673.84
Profit/(Loss) before depreciation and interest	39,069.14	56,399.52
Less: Depreciation	146.47	96.13
Less: Interest	8,020.37	6,144.71
Profit/ (Loss) before tax	30,902.30	50,158.68
Less: Provision for tax (including Deferred Tax)	7,968.29	9,752.83
Profit/ (Loss) after tax	22,934.01	40,405.85

(CONSOLIDATED)

(Amount in Rs. in lakhs)

Financial Results:	2023-24	2022-23
Revenue from operations	90346.25	96266.90
Other income	4,730.02	25,040.04
Total income	95,076.27	1,21,306.94
Total expenses	64,521.17	71,265.18
Profit/(Loss) before depreciation and interest	38,736.66	77,520.44
Less: Depreciation	156.24	101.84
Less: Interest	8,025.02	6,153.42
Profit/ (Loss) before tax	30,555.10	50,041.76
Less: Provision for tax (including Deferred Tax)	7,955.08	9,701.73
Profit/ (Loss) after tax	22,600.02	40,340.03

During the financial year FY 2023-24, your Company has posted a net profit of Rs. 22,934.01 Lakhs against a net profit of Rs. 40,405.85 Lakhs in FY 2022-23 on a standalone basis, and a net profit of Rs. 22,600.02 Lakhs against a net profit of Rs. 40,340.03 Lakhs in FY 2022-23 on a consolidated basis.

2. DIVIDEND/RESERVES

Your company in order to conserve his financials not recommended any dividend for the year ended 31st March 2024. Further, your Company has not transferred any amount to the Reserves for the year under review.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review, there was no change in the nature of business of your Company.

EXPERION DEVELOPERS PRIVATE LIMITED

4. 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 material changes or commitments affecting the financial position of the Company have occurred between the end of the financial year to which this financial statement relates and the date of this report.

5. OPERATIONS AND BUSINESS PERFORMANCE

Your Company continues to grow and develop 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.

During the financial year under review, your company has acquired four major land parcels on Golf Course Road, Subhash Chowk and Dwarka Expressway, Gurgaon. These land parcels are on prime location and are positioned for growth. Your company plans to launch residential projects on these land parcels.

Further, during the year under review, your company successfully launched Experion Elements, an ultra-premium project, spanning 4.76 acres, which will offer an exclusive collection of 320 meticulously designed 3 and 4 BHK residences across two phases. The project is GRIHA certified for green buildings, which emphasizes sustainable and environmentally friendly practices.

6. SHARE CAPITAL

(a) Authorized Share Capital

As on 31st March 2024, the authorized share capital of your Company is Rs. 4,00,00,000/- (Rupees Four Crores only) divided into 40,00,000 (Forty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.

(b) Paid-Up Share Capital

As on 31st March 2024, the paid-up share capital of your Company is Rs. 2,44,75,420/- divided into 24,47,542 Equity Share of face value of Rs. 10/- each.

During FY 2023-24, there was no change in the share capital of your Company.

As on 31st March 2024, the total compulsorily convertible Debentures with Experion Holdings Pte. Limited are 40,75,9942 debentures @ Rs. 100/- each

During the financial year under review, the Board of directors has extended tenure of debentures as per details mentioned hereunder:

- (a) 2004324 debentures of face value Rs. 100 issued on 17th February 2016 from 8 years to 13 years i.e. till 17th February 2029.
- (b) 15847715 debentures of face value Rs. 100 issued on 9th March 2016 from 8 years to 13 years i.e. till 9th March 2029.

7. DOWNSTREAM INVESTMENT

Your company is in compliance with the provisions of downstream investment as mentioned in Foreign Exchange Management (Non-debt Instruments) Rules, 2019.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on March 31, 2024, the Board of your Company consists of the following directors:

S. No.	Name	Designation
1	Mr. Basavaraddi Krishnaraddi Malagi	Whole-time Director
2	Mr. Hemant Tikoo	Director
3	Mr. Nagaraju Routhu	Whole-time Director
4	Mr. Arvind Tiku	Director
5	Mr. Sanjay Kumar Bakliwal	Director
6	Mr. Suneet Puri	Director
7	Mr. Vaibhav Kumar Shivhare	Whole-time Director

During FY 2023-24, 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.

Mr. Basavaraddi Krishnaraddi Malagi, Mr. Nagaraju Routhu and Mr. Vaibhav Kumar Shivhar, Whole-time Directors, are the key managerial personnel of your company.

Declaration by Independent Directors: The criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 is not applicable to the Company.

9. BOARD AND SHAREHOLDERS MEETINGS

During the FY 2023-24, the Board of Directors of the Company duly met 11 (Eleven) times on the dates as mentioned below. Due notices were given, and the proceedings were properly recorded and signed by the Chairman of the meeting as required by the Articles of Association of the Company and the provisions of the Companies Act, 2013.

The intervening gap between two consecutive Board meetings was well within the maximum gap of 120 days as prescribed under the provisions of the Companies Act, 2013 and rules made thereunder.

S. No.	Date of Board Meeting
1	May 15, 2023
2	May 18, 2023
3	June 9, 2023
4	June 22, 2023
5	July 11, 2023
6	August 21, 2023
7	September 21, 2023
8	October 26, 2023
9	November 30, 2023
10	February 13, 2024
11	March 28, 2024

During FY 2023-24, the Annual General Meeting of the Company was held on September 30, 2023.

10. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Board has laid down its Corporate Social Responsibility Policy. As on 31st March 2024, 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 were held on 21st August 2023.

The CSR activities of the Company are carried out through the CSR Committee. The Financial data pertaining to the Company's CSR activities for fiscal year 2024 is presented in the prescribed format in Annexure-1 of the Board's Report as the Annual Report on the CSR Activities.

11. NOMINATION AND REMUNERATION COMMITTEE

Section 177 of the Companies Act, 2013 is not applicable to your Company, hence, no Nomination and Remuneration Committee has been constituted.

12. AUDIT COMMITTEE AND VIGIL MECHANISM

Section 177 of the Companies Act, 2013 is not applicable to your Company, however, your company has adopted a Vigil Mechanism Policy.

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 Policy is uploaded on Company's website of the Company <https://experion.co/>

13. FORMAL ANNUAL EVALUATION BY THE BOARD

The requirement of formal annual evaluation of the performance of the Board and its committees is applicable to a listed company and every other public company having paid-up share capital of Twenty-five crores or more as calculated at the end of the preceding financial year.

Since your Company does not satisfy the criterion, it is not required to evaluate the performance of its Board or its committees thereof. Although the performance of the Board of Directors of the company and achievements of their commitment are up to the mark.

Further, being a private company, the provisions of Section 134(3)(q) of the Companies Act, 2013 are not applicable to your Company.

14. MANAGERIAL REMUNERATION

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 will be submitted to the regulators, if required. However, being a private company, the above provisions of the Companies Act, 2013 are not applicable to your Company.

15. 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 for the financial year ended 31st March 2024 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: and

The Board of Directors of your Company has a framework to address the risk faced by the organization by way of 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.

The Board reviewed the same and was of the opinion that no elements of risk were identified 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.

17. FRAUD REPORTED BY THE AUDITOR

During FY 2023-24, the statutory auditor has not reported any fraud under Section 143(12) of the Companies Act 2013.

18. HOLDING AND SUBSIDIARIES

As on March 31, 2024, the Company is a wholly owned subsidiary of Experion Holdings Pte. Ltd, Singapore and AT Holdings Pte. Ltd., Singapore is the Ultimate Holding Company. The Company has 20 (Twenty) subsidiary companies namely: -

- (a) Experion Nirman Private Limited,
- (b) Experion Reality Private Limited,
- (c) Experion Real Estate Developers Private Limited, and
- (d) Mainage Facility Management Private Limited.
- (e) Studacc Accommodation Private Limited
- (f) Studhouz Buildcon Private Limited
- (g) Parador Developers (Amritsar) Private Limited
- (h) *Ragnor Buildtech India Private Limited (“**RB IPL**”)
- (i) Jovial Buildtech Private Limited
- (j) Spledid Buildhomes India Private Limited
- (k) Dignity Buildcon Private Limited

*RB IPL further has the following 9 (Nine) 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.	Stella Buildtech India Private Limited
8.	Trandy Buildtech Private Limited
9.	Trandy Realtors Private Limited

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

During the year under review, Spledid Buildhomes India Private Limited (“Spledid”) became direct wholly owned subsidiary of your company w.e.f. 17th May 2023. Earlier, Spledid was a wholly owned subsidiary of RBIPL.

Further, during the year under review, your company acquired Dignity Buildcon Private Limited w.e.f. 15th June 2023 pursuant to order of the Hon’ble, National Company Law Tribunal, Delhi Bench under Section 7 of the Insolvency and Bankruptcy Code, 2016.

The Board of Directors has reviewed the affairs of the subsidiaries and therefore, 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-2 to the Board’s Report.

Highlights of the 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.

19. DEPOSITS

Your Company has not accepted any deposit from its members or the general public during the financial year 2023-24.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

Particulars of loans, guarantees and investments, if any, have been disclosed in the notes to the financial statements.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The Company has entered into a related party transaction with Experion Capital Private Limited in compliance with the provision of Section 188 of the Companies Act, 2023. 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-3 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 31st March 2024 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.

All other contracts or arrangements with related parties entered or modified during the financial year ended 31st March 2024, if any, were on an arm’s length basis and in the ordinary course of business.

22. CONSERVATION OF ENERGY

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

- (a) 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.
- (b) Use of solar PV Generation for common area lights/ loads in Experion Capital Lucknow.
- (c) Use of timer with contactor in street light feeder pillar in Experion capital Lucknow and Hostel at Noida.
- (d) Use of PLC (Programming Load Control) to operate the DG as per load requirement in Experion capital Lucknow and Hostel at Noida.
- (e) Use of AAC block in construction at Experion Capital and Student Housing resulting in better insulation from external environment and reduction in heat load.
- (f) Use of performance glass for reduction of heat load in Experio.

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

(a) Technology Absorption

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

(b) Foreign Exchange Earnings and outgo

The Foreign Exchange earnings and outgo during the financial period ended 31st March 2024 is as follows:

Particulars	31 st March 2024	31 st March 2023
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	Nil	Nil

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

There were no orders passed by the regulators or courts or tribunals which will impact the going concern status and company's operations in future.

24. AUDITORS AND AUDITOR'S REPORT

Pursuant to Section 139 of the Companies Act, 2013 read with the 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 the proposed duration.

The Notes on financial statements referred to 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.

25. 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 2024-25.

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

26. COST AUDITOR

In terms of the provisions of 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 2023-24 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 31st March 2025.

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.

The Company has complied with the applicable Secretarial Standards during the year under review.

28. 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

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

29. ANNUAL RETURN

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

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

In terms of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, there was no requirement of constituting Internal Complaints Committee, since the Company does not have any employee. Further, during the year under review, there were no cases reported to the board under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

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

During the period under review, there were no instances of one-time settlement with any Bank or Financial Institution.

32. ACKNOWLEDGEMENTS

Your directors thank the Company's customers, vendors, Bankers, Government agencies and Investors for their wholehearted support during the year and look forward to their continued support in the years ahead. The directors appreciate and value the contributions made by every member of the Company.

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



**Nagaraju Routhu
Whole Time Director
DIN: 01737862**

**Address: A-61, 2nd floor, South City-2,
Islampur (97), Gurgaon, Haryana-122018**

Place: Gurugram

Date: September 22, 2024

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES FOR THE FINANCIAL YEAR 2023-24

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 was a meeting of the committee held on 21st August 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. 2,23,64,61,405/-
7. (a) Two percent of average net profit of the company as per section 135(5)- **Rs. 4.70 Crore.**
 - (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**
 - (d) Total CSR obligation for the financial year (7a+7b-7c); **Rs. 4.70 Crore** /-

8. (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
Rs. 4.70 Crore	NIL		NIL		

(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 4.70 Crore/-**

(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 4.70 Crore /-**

(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).

11. 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 have not been incurred as there is ongoing litigation (writ petition) in the Hon'ble Delhi High Court filed by the Company for the avilment 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 date of hearing is December 2024. The said excess amount will cover the contribution for the years 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 : 22.09.2024

ANNEXURE-1

Statement containing the salient features of the financial statements of subsidiary/associate companies/joint ventures														
Form AOC-3 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 subsidiary was acquired	Reporting period for the subsidiary concerned, if different from the Holding company's reporting period	Recurring Currency and Exchange Rate as on the last date of the year in the case of foreign subsidiaries.	Share Capital	Reserves & surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit/(Loss) before 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	(00.87)	4.99	4.99	-	-	(00.51)	0.04	-0.54	100
2	Experion Real estate Developers Private Limited	10.01.2008	Not Applicable	Not Applicable	5.00	19.02	463.45	463.45	-	-	(00.51)	-	-	100
3	Experion Health Private Limited	10.01.2008	Not Applicable	Not Applicable	1.00	35.44	37.41	37.41	-	-	0.37	0.33	0.64	100
4	Experion Facility Management Private Limited	13.01.2016	Not Applicable	Not Applicable	5.00	509.49	3,362.62	3,362.62	-	0.25	42.03	9.63	32.40	100
5	Stuaboo Accommodation Private Limited	22.10.2018	Not Applicable	Not Applicable	1.00	(02.86)	695.40	695.40	-	-	(00.52)	00.13	(00.39)	100
6	Stuaboo Buildcon Private Limited	07.08.2019	Not Applicable	Not Applicable	0.70	(02.87)	4,201.17	4,201.17	-	-	(01.62)	0.41	(01.21)	100
7	Parador Developers (Amritsar) Private Limited	31.07.2019	Not Applicable	Not Applicable	1.00	(513.16)	22,471.91	22,471.91	-	11.81	(93.10)	22.58	(70.52)	100
8	Jovial Buildtech Private Limited	19.05.2022	Not Applicable	Not Applicable	1.00	13.65	340.08	340.08	-	-	(00.35)	-	(00.35)	100
9	Ragor Buildtech India Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(257.53)	2,516.36	2,516.36	11.00	-	(14.22)	-	(14.22)	100
10	Alure InfraDevelopers Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(04.66)	2,202.03	2,202.03	-	-	(00.33)	-	(00.33)	100
11	Anandias Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(05.12)	2,044.05	2,044.05	-	-	(00.34)	-	(00.34)	100
12	Carma Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(04.62)	1,056.13	1,056.13	-	-	(00.33)	-	(00.33)	100
13	Felcity Buildcon Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(04.83)	1,697.54	1,697.54	-	-	(00.33)	-	(00.33)	100
14	PRDA Buildcon Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	(04.99)	242.33	242.33	-	-	(00.33)	-	(00.33)	100
15	Radiant Town Planners Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(05.00)	1,302.66	1,302.66	-	-	(00.33)	-	(00.33)	100
16	Sheela Buildtech India Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(04.63)	1,481.28	1,481.28	-	-	(00.33)	-	(00.33)	100
17	Trendy Buildtech Private Limited	30.07.2019	Not Applicable	Not Applicable	1.00	(04.83)	1,304.26	1,304.26	-	-	(00.33)	-	(00.33)	100
18	Trinity Realities Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	(04.88)	1.01	1.01	-	-	(00.34)	-	(00.34)	100
19	Spkoid Buildhomes India Private Limited	30.07.2019	Not Applicable	Not Applicable	2.00	(04.75)	0.96	0.96	-	-	(00.34)	-	(00.34)	100
20	Dignity Buildcon Private Limited	15.06.2023	Not Applicable	Not Applicable	50,752.12	(31,273.16)	61,319.94	61,319.94	-	-	(7,243.72)	-	(7,243.72)	100

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

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

Statement Pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate companies and Joint Ventures												
Part B Associates and Joint Ventures												
S.No	Name of the Associates or Joint Ventures	Latest audited Balance Sheet Date	Date on which the Associate or Joint Venture was associated or acquired	Shares of Associate or Joint Ventures held by the company on the year end	Reason why the associate/ joint ventures are not consolidated	Description of how there is significant influence	Extent of Holdings (in Percentage)	Amount of Investment in associates or Joint Ventures	Profit / Loss for the year	Reason why the associate/ joint ventures are not consolidated	Extent of shareholding as per latest audited Balance Sheet	II. Not Considered In Consolidation
	NIL			No.								

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


Nagraju Icothu
Whole Time Director
DIN - 01737862

Place : GURUGRAM
Dated : 22.09.2023

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

Form No. AOC-2(Annexure-2)

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)
Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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	Purchase of non-convertible debentures of Dignity Buildcon Private Limited from Experion Capital Private Limited for value to be based on the details mentioned in Resolution Plan as approved by NCLT.	NA	Resolution Plan as approved by NCLT.	May 18, 2023	Rs. 47,45,75,080/-

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 : 22.09.2024

EXPERION DEVELOPERS PRIVATE LIMITED