



Dcc Infra Projects Limited

(Formerly Known as Diamond Construction Company)

Off : SCO 327-28 Sector-20, HUDA Market
Kaithal - 136027 (Haryana)
Ph. No.: 01746-222120
Web : <https://dipl.site>
E-mail : headoffice@dipl.site
CIN No. : U45500HR2021PLC095865

Notice

Notice is hereby given that the 1st Annual General Meeting of the members of the Company will be held on Saturday, the 10th day of December, 2022 at 11.30 A.M. at the work office of the Company, to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Year ended 31st March, 2022 and the reports of Board of Directors and Auditor's thereon.
2. To appoint a Director in place of **Mr. Baljit Singh, (DIN-09216771)** who retires by rotation and, being eligible, offers himself for reappointment.
3. To reappoint M/s Pankaj Aneja & Associates, Chartered Accountants, Karnal as Statutory Auditors of the Company for the next five years and to fix their remuneration.

SPECIAL BUSINESS:

1. Ordinary Resolution for remuneration payable to **M/s Verma Khushwinder & Co., Cost Accountants**, Jalandhar appointed as Cost Auditors of the Company for FY 2022-23.

RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, **M/s Verma Khushwinder & Co., Cost Accountants** appointed as Cost Auditors by the Board of Directors of the Company to audit the cost records of the Company for the financial year 2022-23 be paid a remuneration of INR 50,000 per annum plus applicable tax.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

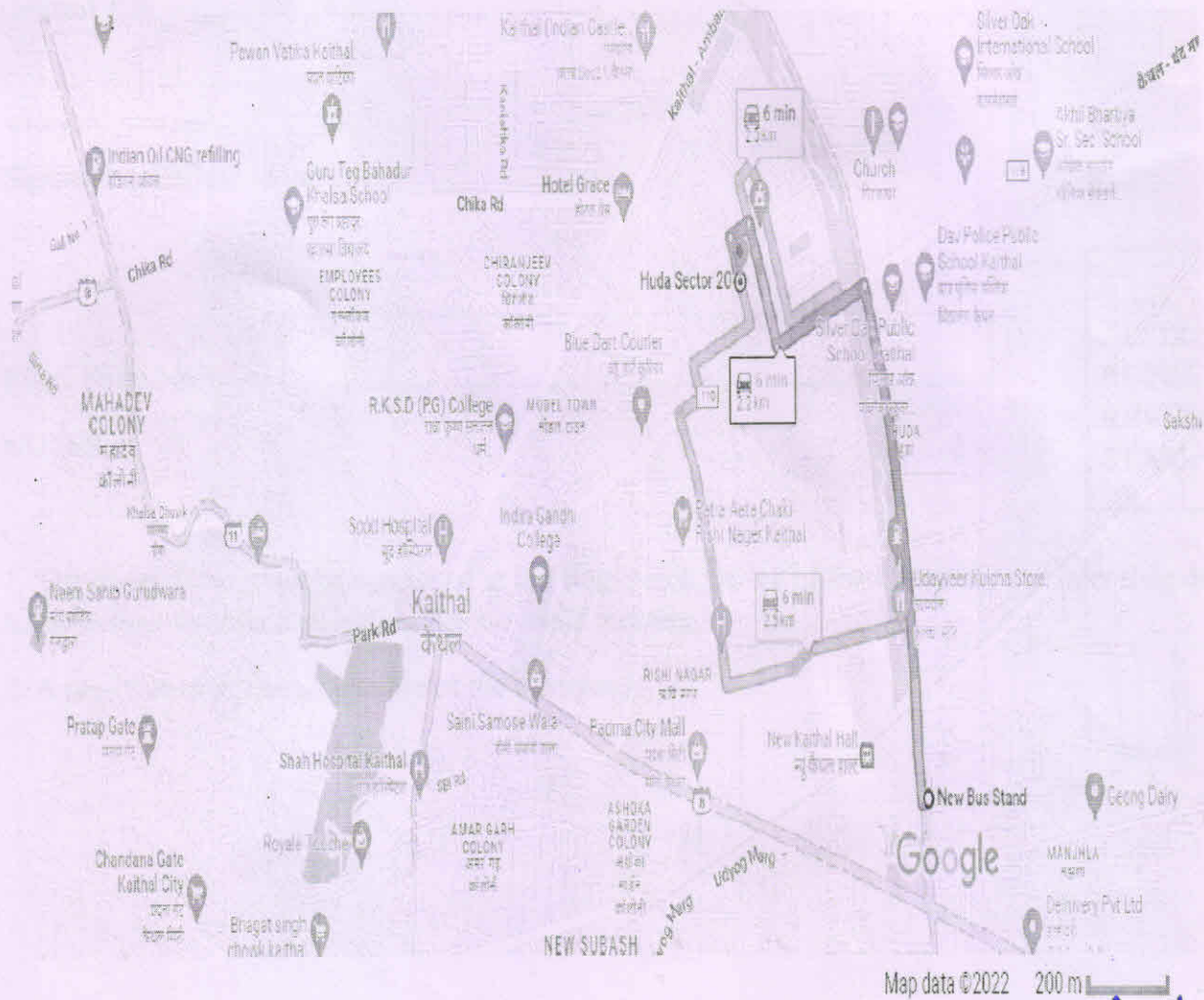
By order of the Board
For DCC Infra Projects Limited
(Formerly known as Diamond Construction Co.)


Harjit Singh
Director
DIN: 09216772

Place: Kaithal
Dated: 26-09-2022

Notes:-

1. A member is entitled to attend and vote at this Annual General Meeting and is entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not to be a member of the Company. A blank proxy form is enclosed herewith.
2. Proxies in order to make effective, must be deposited with the Company duly executed not less than 48 hours before the commencement of Annual General Meeting at the registered office of the Company.
3. The roadmap to the venue to the Annual General Meeting is annexed herewith.



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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]

I/We.....being Member(s) of M/s DCC Infra Projects Limited, CIN: (U45500HR2021PLC095865) appointAddress as my/our Proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company, to be held on **Friday, 30th September, 2022 at 11.30 A.M.** at the registered office of the Company at **SCO 327-328, Sector-20, Huda Market, Kaithal-136027** and/or at any adjournment thereof.

Signed this.....day of.....2022.

Signature (s) of the Member (s)

Regd. Folio No.

AFFIX 1
RUPEE
REVENUE
STAMP

NOTES:

1. The proxy form must be deposited at the Registered Office of the Company not later than 48 hours before the time for holding the aforesaid meeting.
2. A proxy need not be a Member of the Company.



DIRECTORS' REPORT

To
The Members,
DCC Infra Projects Limited,

The Directors are pleased to present the 1st Annual Report of our Company together with the Audited Statement of Accounts and the Auditors' Report of our company for the financial year ended, 31st March, 2022. The summarized financial results for the year ended 31st March, 2022 are as under:-

FINANCIAL RESULTS AND OPERATIONS:

Particulars	Year ended 31st March 2022
Turnover including Misc. Income	470,53,45,898
Profit/ (Loss) Before Tax	46,75,53,666
Less: Current Tax	11,67,30,010
Deferred Tax	30,40,345
Income Tax earlier years	
Profit/ (Loss) For The Year	34,77,83,311

STATE OF AFFAIRS

The Company is engaged in the business of providing construction services. The company has taken over the business of Diamond Construction Company with all assets and liabilities as per the scheme of takeover with effect from 07/10/2021. There has been no change in the business of the Company during the financial year ended 31st March 2022.

CONSTRUCTION INDUSTRIAL RELATION

Industrial relation continues to be cordial. Your directors express deep appreciation for the company's dedicated services rendered by workers and staff officers of the company.

ANNUAL RETURN:

The extract of Annual Return u/s 92(3) of Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 in Form MGT-9 is annexed with the Board's Report.

SECRETARIAL AUDITORS

M/s Sudhir Arya & Associates, Practicing Company Secretaries, New Delhi were appointed as the Secretarial Auditors of the company on September 05, 2022 for financial for the financial year 2022-23, pursuant to the provisions of section 204 of the Companies Act, 2013 and the rules framed there under.

B. Gupta



Sanjay

year 2022-23, pursuant to the provisions of section 204 of the Companies Act, 2013 and the rules framed there under.

STATUTORY AUDITORS:

M/s. Pankaj Aneja & Associates, Chartered Accountants were appointed as the First Statutory Auditors on July 20, 2021 of the Company till the conclusion of the First Annual General Meeting, pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules framed there under.

COST AUDITORS

M/s Verma Khushwinder & Co., Cost Accountants were appointed as Cost Auditors by the Board of Directors of the Company to audit the cost records of the Company for the financial year 2022-23, pursuant to the provisions of section 148 of the Companies Act, 2013 and the Rules framed there under.

NUMBER OF MEETINGS OF BOARD OF DIRECTORS:

Sixteen Board Meetings were held during the Financial Year ended March 31, 2022. The maximum gap between any two Board Meetings was less than one Hundred and Twenty days. The details of board meetings are as below:-

S.No	Particular	Date of Meeting
1.	1 st Board Meeting	20-07-2021
2.	2 nd Board Meeting	17-09-2021
3.	3 rd Board Meeting	18-09-2021
4.	4 th Board Meeting	20-09-2021
5.	5 th Board Meeting	08-10-2021
6.	6 th Board Meeting	11-10-2021
7.	7 th Board Meeting	12-10-2021
8.	8 th Board Meeting	16-11-2021
9.	9 th Board Meeting	19-11-2021
10.	10 th Board Meeting	22-11-2021
11.	11 th Board Meeting	23-11-2021
12.	12 th Board Meeting	02-12-2021
13.	13 th Board Meeting	15-12-2021
14.	14 th Board Meeting	14-02-2022
15.	15 th Board Meeting	02-03-2022
16.	16 th Board Meeting	09-03-2022

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DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

There has been no change in the constitution of Board during the year under review i.e. the structure of the Board are as below:-

DIN	Name of Director	Father Name	Designation	Date of Appointment
09216771	Baljit Singh	Gurbachan Singh	Director	25-06-2021
09216772	Harjit Singh	Gurbachan Singh	Director	25-06-2021
09216773	Simranjit Singh	Baljit Singh	Director	25-06-2021
N.A	Mohit Kanojia	Ramesh Kanojia	Company Secretary	15-12-2021
N.A	Darshan Lal Saluja	Kashmiri Lal Saluja	Chief Financial Officer	15-12-2021

Further, the company has been changed the category of director after March 31, 2022. The category of **Mr. Simranjit Singh** has been changed from Executive Director to Non-Executive Director with effect from May 02, 2022 and **Mr. Baljit Singh** and **Mr. Harjit Singh** appointed as a Whole Time Director of the company with effect from May 02, 2022.

Apart from above, **Ms. Amandeep Kaur** has been appointed as a Director of the company with effect from May 02, 2022. Furthermore, **Mr. Gurbachan Singh** has been appointed as a Director of the company with effect from July 22, 2022.

Moreover, the company is covered under the provisions of section 149(6) of the Companies Act, 2013 and company comply the provisions and appointed **Mr. Kharati Lal Pasricha** and **Mr. Jai Parkash** as an **Independent Director** of the company with effect from July 22, 2022.

AUDITORS' REPORT:

The Report of Auditors and notes on accounts are self-explanatory and do not call for any further comments as there are no adverse remarks by the Auditors except the followings:-

1. The company has not deposited the amount of Rs. /- on account of disputes and the details are as under:-

NATURE OF DUES/NAME OF STATUTES	FORUM WHERE DISPUTE IS PENDING	YEAR	DISPUTED AMOUNT (RS.)

Baljit Singh

Mohit Kanojia

The dispute amount demanded by the various Tax Authorities are pending against the Company as mentioned above and the disputed amount will be deposited, if any after the decision of the concerned Authorities/ Appellate Authorities/if any.

DETAILS OF FRAUD REPORT BY AUDITOR:

As per auditors' report, no fraud u/s 143(12) reported by the auditor.

BOARD'S COMMENT ON THE AUDITORS' REPORT

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not call for any further comment.

LOANS AND INVESTMENT OR GUARANTEE OR SECURITY UNDER SECTION 186:

The Company has not made Loan and Investment, given guarantee and securities during the year under review and comply all the provisions of section 186 of the Companies Act 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

The company has not made any contracts or arrangements with related parties as per section 188(1) of Companies Act, 2013 in the prescribed Form AOC-2, is appended as **Annexure-"1"** to the Board's Report.

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

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

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

The particulars on conservation of energy, technology absorption and foreign exchange Earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as **Annexure - "2"**.

RISK MANAGEMENT POLICY:

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has

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Sanit Singh

laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework.

DECLARATION BY INDEPENDENT DIRECTORS:

The company is incorporated on June 25, 2021 and as per section 149(6) rule 4 of the companies (Appointment and qualifications of Director) Rules, 2014, the company is covered under the provision for appointment of Independent Director. The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013. The Board confirms that each of these Independent Directors is independent of the management of the Company and has requisite qualification and experience to act as Independent Directors for the Company and further that in the Board's opinion each of them is a person of integrity and possess relevant expertise and experience in the fields related to the Company's business.

COMPOSITION OF AUDIT COMMITTEE, NOMINATION & REMUNERATION AND CSR COMMITTEE

The Committee consists of the following members:-

S.No	Name of Members	Designation	Audit Committee	N& R Committee	CSR Committee
1.	Harjit Singh	Member	√		√
2.	Baljit Singh	Member		√	√
3.	Simranjit Singh	Member		√	√
3.	Kharati Lal Pasricha	Member	√	√	
4.	Jai Parkash	Member	√	√	√
5.	Darshan Lal Saluja	Representative	√		√

The above Composition of Committee consists of Independent Directors viz. Mr. Kharati Lal Pasricha and Mr. Jai Parkash who form the majority.

DIVIDEND:

The Board of Directors of the Company has not decided to distribute the profit as a dividend subject to the approval of the shareholders of the company.



TRANSFER TO RESERVES:

The Board of Directors of your company, has decided not to transfer any amount to the Reserves for the year under review.

B. Pasricha

Harjit Singh

POLICY ON REMUNERATION OF DIRECTORS, KMPs, SENIOR MANAGEMENT PERSONNEL AND OTHER EMPLOYEES

The remuneration paid to the Directors is in accordance with the provisions of Companies Act, 2013 and policies related to Companies Act are under process.

CORPORATE SOCIAL RESPONSIBILITY:

The Company does fall within the purview of Section 135 and has constituted a Corporate Social Responsibility Committee as required under Section 135(1) of the Companies Act, 2013 and company need to spent CSR amount in the year of 2022-23. Furthermore, the members of the committee are in process to finalize the areas in which company will spend to fulfil the obligation as prescribed under the Companies Act, 2013.

The Annual Report on CSR activities [Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014] is annexed herewith as **Annexure – “3”**. (NIL)

APPLICABILITY FOR THE MAINTENANCE OF COST RECORDS UNDER SUB SECTION (1) OF SECTION 148 OF THE COMPANIES ACT, 2013

Pursuant to the provisions of sub section (1) of section 148 of the Companies Act, 2013, maintenance of cost records are required by the company and accordingly such accounts and records are made and maintained.

The Board of Directors of your company have recommended appointing **M/s Verma Khushwinder & Co., Cost Accountants**, Jalandhar as cost auditor for the financial year 2022-23 to carry out the audit of cost records of the company.

STATEMENT UNDER THE PROVISION RELATING TO THE CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is not covered under the provisions of the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013 (the Act) and the Rules there under.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES

The company does not have any Subsidiary, Associate/ Joint Venture Company.

DEPOSITS

The Company has not accepted any deposits during the year under review.

Baljit Singh

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INTERNAL FINANCIAL CONTROL

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND 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.

COMPLIANCE WITH SECRETARIAL STANDARD

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

SECRETARIAL AUDIT REPORT

The company is incorporated on June 25, 2021 so that the secretarial audit report will be applicable for the Financial Year 2022-23.

VIGIL MECHANISM

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013, a vigil mechanism of Directors and Employees to report genuine concerns is applicable for financial year 2022-23. The Whistle Blower Policy (vigil Mechanism) is under process.

APPOINTMENT OF REGISTRAR & SHARE TRANSFER AGENT OF YOUR COMPANY

In pursuant to the provisions of Section 29 of the Companies Act 2013, the company do seek admission of the company's securities in the Depository system of National Securities Depository Limited to dematerialize the certificates of the shareholders of the Company. For this purpose, **Maashitla Securities Private Limited** has been appointed as the Registrar & Transfer Agent (RTA) for the Depository upon such terms and conditions as may be approved by the board of directors.

PROCEEDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE 2016

No proceeding pending under the Insolvency and Bankruptcy Code 2016 (31 of 2016) during the period under review.

DETAILS OF DIFFERENCE BETWEEN AMOUNTS OF THE VALUATION

No transaction during the period under review.

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DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors would like to assure the Members that the financial statements for the year under review conform in their entirety to then requirements of the section 134 (5) of the Companies Act, 2013 and rules made there under.

The Directors confirm that:-

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) The directors had 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 and loss of the company for that period;
- c) The directors had 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;
- d) The directors had prepared the annual accounts on a going concern basis; and
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENTS:

The Board of Directors wishes to acknowledge the continued support and co-operation extended by the Company's shareholders, business associates, Banks and other stakeholders. Your Directors would also like to take this opportunity to express their appreciation for the dedicated efforts of the employees of the Company.

By Order of the Board
For DCC Infra Projects Limited
(Formerly known as Diamond Construction Co.)


(Baljit Singh)

Director
DIN: 09216771




Harjit Singh

Director
DIN: 09216772

Place: Kaithal
Dated: 26-09-2022



Annexure-“1”

FORM NO. AOC -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 transaction under third proviso thereto:

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


SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	-
	Nature of contracts/arrangements/transaction	-
	Duration of the contracts/arrangements/transaction	-
	Salient terms of the contracts or arrangements or transaction including the value, if any	-
	Justification for entering into such contracts or arrangements or transactions'	-
	Date 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 contracts or arrangements or transactions at Arm's length basis:

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Date of approval by the Board	
	Amount paid as advances, if any	-

By Order of the Board
For DCC Infra Projects Limited
(Formerly known as Diamond Construction Co.)

Place: - Kaithal
Date:- 26-09-2022


Baljit Singh
Director




Harjit Singh
Director

**DETAILS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION,
FOREIGN EXCHANGE EARNINGS AND OUTGO**

{Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors}

(A) Conservation of energy:-

- i) the steps taken or impact on conservation of energy: The steps have been taken by company for the conservation of energy.
- ii) the steps taken by the company for utilizing alternate sources of energy: NIL
- iii) the capital investment on energy conservation equipments: NIL

(B) Technology absorption:-

- i) the efforts made towards technology absorption: NIL
- ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NIL
- iv) the expenditure incurred on Research and Development: NIL

(C) Foreign exchange earnings and Outgo:- During the period under review foreign exchange

earnings and outgo are as follows:-	(Amount in Rs. Lakhs)
i) Earnings of foreign exchange:	NIL
ii) Outgo of foreign exchange:	NIL
iii) Value of Imports (CIF Basis):	NIL

**By Order of the Board
For DCC Infra Projects Limited
(Formerly known as Diamond Construction Co.)**


(Baljit Singh)

Director


(Harjit Singh)

Director

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the Company’s CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.

2. The Composition of the CSR Committee:-

1. Mr. Harjit Singh – Member

2. Mr. Baljit Singh – Member

3. Mr. Jai Parkash – Member

4. Mr. Simranjit Singh- Member

5. Ms. Darshan Lal Saluja - Representative

3. Average net profit of the company for last three financial years N.A/-

4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above): N.A

5. Details of CSR spent during the financial Year: N.A

(a) Total amount to be spent for the financial year; N.A

(b) Amount unspent, if any; N.A

(c) Manner in which the amount spent during the financial year is detailed below:-

S.No	CSR Project of Activity identified	Sector In which The Project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Sub – heads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure Upto to the reporting period	Amount spent : Direct or through implementing agency


Harjit Singh

Director

Date:- 26-09-2022

Place:- Kaithal


Baljit Singh

Director

By Order of the Board
For DCC Infra Projects Limited
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