

Notice

The Company Jindal Urban Waste Management (Jaipur) Limited hereby gives notice that 1st Annual General Meeting of the Company will be held on Friday, the 28th July 2017 at 03.00 P.M. at A-1, UPSIDC Industrial, Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403, to transact the following business:-

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2017 along with the Reports of the Directors and Auditors thereon.
2. To appoint M/s N.C. Aggarwal & Co. Chartered Accountants, having Registration No 003273N, as Statutory Auditors of the Company pursuant to the provisions of section 139 of the companies Act, 2013, to hold office from the conclusion of this 1st Annual General Meeting until the conclusion of the 6th Annual General Meeting and to authorize the Board to fix their remuneration.

AS SPECIAL BUSINESS:

3. **Moneys to be borrowed including moneys already borrowed exceed sum of paid up share capital and free reserves – Section 180(1)(c).**

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

“RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 and, other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof) and the Memorandum and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (hereinafter referred as ‘Board’ which term shall include a Committee thereof authorized for the purpose) of the Company for borrowing from time to time any sum or sums of moneys on such terms and conditions and with or without security as the Board of Directors may think fit which together with the moneys already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business), may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves, provided that the total amount of money/moneys so borrowed by the Board of Directors shall not at any time exceed the limit of INR 1000.00 Crores (Indian Rupees One Thousand Crores only).”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform all such acts, deeds and things as may be necessary, desirable or expedient to give effect to this resolution.”

4. **Sell, lease or otherwise disposal of the whole, or substantially the whole of the undertaking of the company – Section 180(1)(a).**

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and, other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof) and the Memorandum and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage and/or create charge on all or any of the movable and immovable properties of the Company both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company for securing any loan(s) or facilities obtained or as may be obtained from any financial institution(s) or banks or person(s) together with interest, costs, charges, expenses and any other moneys payable by the Company within the overall borrowing powers delegated to the Board of Directors from time to time pursuant to Section 180(1)(c) of the Companies Act, 2013.”

5. Inter corporate loans and investments or guarantee or security in excess of the prescribed limits – Section 186.

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

“RESOLVED THAT pursuant to Section 186 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as may be amended, from time to time and Articles of Association of the Company, approval of the shareholders of the Company be and is hereby given to the Board of Directors for:-

- i) giving any loan to any person or other body corporate,
- ii) giving any guarantee or providing security in connection with a loan to any other body corporate or person and/ or
- iii) acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate

up to an amount, the aggregate outstanding of which should not exceed, at any given time, INR 1000.00 Crores (Indian Rupees One Thousand Crore only) which shall not be over and above the limits as specified in Section 186(2) of the Companies Act, 2013 and the aggregate outstanding amount of loans/ guarantees/ securities given / provided to wholly owned subsidiary companies and / or joint venture companies and investments made in wholly owned subsidiary companies, from time to time.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.”

6. To authorize the Board of Directors of the Company to enter into contracts or arrangement or transactions with related party including material related party contracts or arrangements or transactions.

To consider and if thought fit, to pass with or without modifications, the following Resolution as a Special Resolution

“RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions if any, of the Companies Act, 2013 (the Act) and Rules made there under and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the shareholders be and is hereby accorded to the Board of Directors for entering into related party contracts or arrangements or transactions by the Company whether by way of investment / providing any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt and/or provide inter corporate loan(s) or any sale/purchase/services transaction(s) or a combination thereof, upto an amount of Rs. 500 Crore (Rupees Five Hundred Crores Only) with JITF Infralogistics Limited, JITF Urban Infrastructure Services Limited & its Subsidiaries, JITF Urban Infrastructure Limited & its Subsidiaries, Glebe Trading Private Limited, Danta Enterprises Private Limited, JITF Commodity Tradex Limited, for a period of 5 years”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to take from time to time all decisions and steps necessary or expedient or proper in respect of the above investment/ loan(s)/ guarantee(s) /security(ies) /sale/purchase/ service contract/ underwriting the subscription of any securities or derivatives transactions including the timing, the amount and other terms and conditions of such investment /

loan(s)/guarantee(s)/security(ies)/sale/purchase/service contract/ underwriting the subscription of any securities or derivatives transactions and further and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution in the best interests of the Company".

7. Appointment of Mr. Neelesh Gupta (DIN: 06687420) as Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Neelesh Gupta (DIN: 06687420) who was appointed as First Director of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FUTHER 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 and expedient to give effect to this Resolution."

8. Appointment of Ms. Megha Gupta (DIN: 07256603) as Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Megha Gupta (DIN:- 07256603) who was appointed as First Director of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FUTHER 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 and expedient to give effect to this Resolution."

9. Appointment of Mr. Umesh Chopra (DIN: 05277483) as a Director of the Company.

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Umesh Chopra (DIN 05277483) who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FUTHER 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 and expedient to give effect to this Resolution."

Place: New Delhi
Dated: 01.07.2017

By Order of the Board For
Jindal Urban Waste Management (Jaipur) Limited

Regd. Office:
A-1, UPSIDC Industrial Area,
Nandgaon Road, Kosi Kalan, Mathura,
Uttar Pradesh-281403
CIN No.: U40106UP2016PLC087003
Email Id: info@jindalecopolis.com



Megha

MEGHA GUPTA
DIRECTOR
DIN No.: 07256603

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID & EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LATER THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ABOVE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. For the convenience of members the route map of the venue of the meeting is depicted at the end of the Notice.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted is annexed hereto.
5. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Secretarial Standard- SS2 is given hereunder forming part of the Annual Report.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

EXPLANATORY STATEMENT**(Pursuant to Section 102 of the Companies Act, 2013)****ITEM NO's 3 & 4:**

As per Sections 180(1)(c) and 180(1)(a) of the Companies Act, 2013, if a Company has to borrow monies in excess of Paid up Capital of the Company and its free Reserves and to create security by way of creating mortgage, hypothecation and /or charge on movable / immovable properties of the Company, it has to acquire the approval of the Members by way of Special Resolution in a General Meeting. Hence, to comply with the said provisions, the Company seeks the approval of members to borrow money which shall exceed the aggregate of the paid up share capital and free reserves, provided that the total amount upto which monies may be borrowed by the Board of Directors (apart from temporary loans obtained from the company's bankers) shall not exceed Rs.1000 crores (Rupees One Thousand Crores only).

None of the Directors of the Company and their relatives is in any way concerned or interested, financially or otherwise, in the resolutions set out at No.3 and 4.

The above proposal is in the interest of the Company and the Directors recommend the Resolutions at Item No. 3 and 4 of the Notice for approval by the shareholders as Special Resolution.

ITEM NO. 5:

The Company is undertaking various business activities and is also making strategic investments, from time to time, in associates companies, other bodies corporate and would, therefore, be required to provide financial assistance / support by way of giving of loans / guarantees, providing of securities, making of investment in securities in order to expand its business activities and also for optimum utilization of funds.

Accordingly, Board of Directors of the Company may be authorized to give loans, guarantees or provide securities or make investments up to an amount, the aggregate outstanding of which should not exceed, at any given time, 60% of the paid up capital, free reserves and securities premium account or 100% of free reserves and securities premium account of the Company, whichever is higher i.e. INR 1000.00 Crores (Indian Rupees One Thousand Crores only) which shall not be over and above the said limits as specified in Section 186(2) of the Act and the aggregate outstanding amount of loans/ guarantees/ securities provided/ made to wholly owned subsidiary companies and joint venture companies and investments made in wholly owned subsidiary companies, from time to time.

Pursuant to Section 186 of the Companies Act, 2013, a company cannot, except with the permission of the Shareholders, make investment, give loan or guarantee or provide any security in excess of the limits set out therein.

None of the Directors of the Company are in any way concerned or interested, financially or otherwise in the special resolution.

The above proposal is in the interest of the Company and the Directors recommend the Resolutions at Item No. 5 of the Notice for approval by the shareholders as Special Resolution.

Item No. 6:

The provisions of Section 188(1) of the Companies Act, 2013 read with applicable rules and Regulation that govern the related party transactions/material related party transactions require a company to obtain prior approval of the Board of Directors and in case the transactions exceeds specified limits, the prior approval of shareholders by way of special resolution and the related parties shall abstain from voting on such resolutions.

Since the proposed related party contracts or arrangements or transactions which fall under the ambit of related party as per Section 2(76) of the Companies Act, 2013, is between the holding and subsidiary company for entering into related party contracts or arrangements or transactions/material related party contracts or arrangements or transactions by the holding company whether by way of investment / providing any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt and/or provide inter corporate loan(s) or any sale/purchase/service contract/ underwriting the subscription of any securities or derivatives transaction(s) or a combination thereof, up to an amount of Rs. 500 Crore (Rupees Five Hundred Crores Only) with JITF Infralogistics Limited, JITF Urban Infrastructure Services Limited & its Subsidiaries, JITF Urban Infrastructure Limited & its Subsidiaries, Glebe Trading Private Limited, Danta Enterprises Private Limited, JITF Commodity Tradex Limited, for a period of 5 years, it would attract Section 188 of the Companies Act, 2013, and therefore require the approval of the members.

The disclosures required to be provided under the provisions of the Companies Act, 2013, and the Companies (Meeting of Board and its Powers) Rules, 2014 are given herein below for perusal of the members.

1.	Name of Related party	1. JITF Infralogistics Limited 2. JITF Urban Infrastructure Services Limited & its Subsidiaries 3. JITF Urban Infrastructure Limited & its Subsidiaries 4. Glebe Trading Private Limited 5. Danta Enterprises Private Limited 6. JITF Commodity Tradex Limited
2.	Name of Director or KMP who is related:	1. Mr. Umesh Chopra 2. Mr. Neelesh Gupta
3.	Nature of relationship:	Companies having common Directors and/or KMP.
4.	Monetary value:	The estimated aggregate value for the matters proposed in the resolution shall not exceed Rs. 500 crores.
5.	Nature, material terms and particulars of arrangement:	The proposed contracts/arrangements/transactions involving investment/providing any security(ies) / guarantee(s) in connection with loan(s) and/or any form of debt and/or provide inter corporate loan(s) or any sale/purchase/service contract/ underwriting the subscription of any securities or derivatives transaction(s) or a combination thereof are as per Related Party Transaction Policy of the Company so the same may be decided by the Board of Directors at relevant time as mutually agreed between the JITF Infralogistics Limited, JITF Urban Infrastructure Services Limited & its Subsidiaries, JITF Urban Infrastructure Limited & its Subsidiaries, Glebe Trading Private Limited, Danta Enterprises Private Limited, JITF Commodity Tradex Limited within the overall limits approved by the members.
6.	Any other information relevant or important for the members to take a decision on the proposed resolution:	All related party contracts/arrangements/transactions are generally carried out on arms-length basis in the ordinary course of business, sharing the material facts required u/s 102(1) of the Companies Act, 2013.

None of the Directors, of the Company are in any way concerned or interested, financially or otherwise in the special resolution.

The above proposal is in the interest of the Company and the Directors recommend the Resolutions at Item No. 6 of the Notice for approval by the shareholders as Special Resolution.

Item No. 7:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Neelesh Gupta was appointed as First Director of the Company w.e.f. 10th October, 2016. In terms of the provisions of the said Section, Mr. Neelesh Gupta would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Companies Act, 2013 proposing the candidature of Mr. Neelesh Gupta for the office of Director of the Company.

Mr. Neelesh Gupta is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Mr. Neelesh Gupta possesses appropriate skills, experience and knowledge in various fields. Brief resume of Mr. Neelesh Gupta, nature of his expertise and name of the companies in which he holds Directorship(s) and Membership(s)/Chairmanship(s) of Board/Committee, shareholding and relationship between Directors inter-se as stipulated under Secretarial Standards-SS2 on General Meetings have been provided in the Annexure to the Notice. Keeping in view his experience and knowledge, it will be in the interest of the Company that Mr. Neelesh Gupta is appointed as Non Executive Director.

Save and except Mr. Neelesh Gupta and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No.7 of the Notice.

The Board recommends resolution as set out at Item No. 6 of the Notice for approval by the shareholders as ordinary resolution.

Item No. 8:

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Ms. Megha Gupta was appointed as First Director of the Company w.e.f. 10th October, 2016. In terms of the provisions of the said Section, Ms. Megha Gupta would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Companies Act, 2013 proposing the candidature of Ms. Megha Gupta for the office of Director of the Company.

Ms. Megha Gupta is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

Ms. Megha Gupta possesses appropriate skills, experience and knowledge in various fields. Brief resume of Ms. Megha Gupta, nature of her expertise and name of the companies in which she holds Directorship(s) and Membership(s)/Chairmanship(s) of Board/Committee, shareholding and relationship between Directors inter-se as stipulated under Secretarial Standards-SS2 on General Meetings have been provided in the Annexure to the Notice. Keeping in view his experience and knowledge, it will be in the interest of the Company that Ms. Megha Gupta is appointed as Non Executive Director.

Save and except Ms. Megha Gupta and her relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No.8 of the Notice.

The Board recommends resolution as set out at Item No. 8 of the Notice for approval by the shareholders as ordinary resolution.

Item No. 9:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors in their Board Meeting held on 31st March, 2017, appointed Mr. Umesh Chopra as an Additional Director of the Company w.e.f. 31st March, 2017. In terms of the provisions of the said Section, Mr. Umesh Chopra would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Companies Act, 2013 proposing the candidature of Mr. Umesh Chopra for the office of Director of the Company.

Mr. Umesh Chopra is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Mr. Umesh Chopra possesses appropriate skills, experience and knowledge in various fields. He does not hold any shares in the Company. Brief resume of Mr. Umesh Chopra, nature of his expertise and name of the companies in which he holds Directorship(s) and Membership(s)/Chairmanship(s) of Board/Committee, shareholding and relationship between Directors inter-se as stipulated under Secretarial Standards-SS2 on General Meetings have been provided in the Annexure to the Notice. Keeping in view his experience and knowledge, it will be in the interest of the Company that Mr. Umesh Chopra is appointed as Non Executive Director.

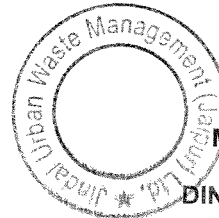
Save and except Mr. Umesh Chopra and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No.9 of the Notice.

The Board recommends resolution as set out at Item No. 9 of the Notice for approval by the shareholders as ordinary resolution.

Place: New Delhi
Dated: 01.07.2017

Regd. Office:
A-1, UPSIDC Industrial Area,
Nandgaon Road, Kosi Kalan, Mathura,
Uttar Pradesh-281403
CIN No.: U40106UP2016PLC087003
Email Id: info@jindalecopolis.com

By Order of the Board For
Jindal Urban Waste Management (Jaipur) Limited



Megha

MEGHA GUPTA
DIRECTOR
DIN No.: 07256603

Annexure A

Details of Director seeking Appointment/ Re-appointment at the Annual General Meeting to be held on July 28, 2017.

Name of the Director	Mr. Neelesh Gupta	Ms. Megha Gupta	Mr. Umesh Chopra
Date of Birth	13.10.1974	13.09.1984	16.11.1959
Date of Appointment	10.10.2016	10.10.2016	31.03.2017
Expertise in Specific functional area	Mr. Neelesh Gupta holds more than 18 years of experience in Business Development, Project Management and Regulatory Affairs.	Ms. Megha Gupta has over 08 years of experience in Corporate Laws and Compliances	Mr. Umesh Chopra has over 30 years experience in Energy and Power Sector
Qualification	Mr. Neelesh Gupta is a Mechanical Engineering Graduate and trained internal ISO 9001 Auditor. He has been involved in various Green field and R&M Projects in power sector and have varied experience in various disciplines starting Site Management, Contract Management, Project Management, Process Quality Management and Business Development / Sales & Marketing.	Ms. Megha Gupta holds more than 8 years experience of managing Secretarial compliances. Ms. Megha previously associated with Rural Electrification Corporation Limited and Jindal Rail Infrastructure Limited and currently she is serving as Company Secretary of Jindal ITF Limited.	Mr. Umesh Chopra is B Tech (Mechanical Engineer) and has worked in very senior leadership role in his career (over three decades) with leading Power & Energy sector companies including MNCs. Some of his previous assignments are with BHEL, GE, Reliance Energy, Jindal Power Limited and HCC. Lastly he was working as an Independent Consultant for power business developers and related companies, leading Management Consulting Companies in Energy and Power Sector covering all aspects of their business.
Directorships in other Companies as on March 31, 2017	<ul style="list-style-type: none"> a) Timarpur-Okhla Waste Management Company Private Limited b) JITF Urban Waste Management (Bathinda) Limited c) Jindal Urban Waste Management (Visakhapatnam) Limited d) Jindal Urban Waste Management (Tirupati) Limited e) Jindal Urban Waste 	<ul style="list-style-type: none"> a) Jindal Urban Waste Management (Ahmedabad) Limited b) Jindal Urban Waste Management (Jodhpur) Limited c) JITF Water Infra (Naya Raipur) Limited d) JITF Industrial Infrastructure development Company Limited e) Omkam Hotels Private Limited f) JITF Shipyards Limited 	<ul style="list-style-type: none"> a) Timarpur-Okhla Waste Management Company Private Limited b) Jindal Urban Waste Management (Tirupati) Limited c) Jindal Urban Waste Management (Visakhapatnam) Limited d) JITF Urban Waste Management (Jalandhar) Limited e) JITF Urban Waste Management

	<p>Management (Guntur) Limited</p> <p>f) Jindal Urban Waste Management (Ahmedabad) Limited</p> <p>g) Jindal Urban Waste Management (Jodhpur) Limited</p>		<p>(Ferozepur) Limited</p> <p>f) Jindal Urban Waste Management (Guntur) Limited</p> <p>g) Jindal Urban Waste Management (Ahmedabad) Limited</p> <p>h) Jindal Urban Waste Management (Jodhpur) Limited</p> <p>i) JNC Ventures Private Limited</p> <p>j) JITF Urban Waste Management (Bathinda) Limited</p>
Number of Shares held in the Company as on March 31, 2017	1 (one)	1 (one)	Nil
Relationship with Directors	None	None	None
Chairman/ Membership of Committees in other Indian Public Limited Companies as on March 31, 2017 [C=Chairman; M=Member]	1 (C)	Nil	1 (C)
Remuneration	Nil	Nil	Nil

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: - U40106UP2016PLC087003

Name of the Company- Jindal Urban Waste Management (Jaipur) Limited

Registered Office: - A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403.

Name of the members.....

Folio No. / Client ID*.....

Registered Address.....

D.P. ID.....

E-mail Id.....

I/We being the member[s] ofshares of the above named company. Hereby appoint

Name.....

E-mail Id.....

Address.....

Signature.....

Or failing him

Name.....

E-mail Id.....

Address.....

Signature.....

Or failing him

Name.....

E-mail Id.....

Address.....

Signature.....

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Annual General Meeting of the company, to be held on the Friday, 28th July, 2017 at 03.00 P.M. at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution[S]	Vote	
		For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2017 along with the Reports of the Directors and Auditors thereon.		
2.	To appoint M/s N.C. Aggarwal & Co. Chartered Accountants, having Registration No 003273N, as Statutory Auditors of the Company pursuant to the provisions of section 139 of the companies Act 2013, to hold office from the conclusion of this 1st Annual General Meeting until the conclusion of the 6th Annual General Meeting and to authorize the Board to fix their remuneration.		

3.	Moneys to be borrowed including moneys already borrowed exceed sum of paid up share capital and free reserves – Section 180(1) (c).		
4.	Sell, lease or otherwise disposal of the whole, or substantially the whole of the undertaking of the company – Section 180(1) (a).		
5.	Inter corporate loans and investments or guarantee or security in excess of the prescribed limits – Section 186.		
6.	To authorise Board of Directors to enter into contracts or transactions with related parties		
7.	Appointment of Mr. Neelesh Gupta (DIN: 06687420) as a Director of the Company.		
8.	Appointment of Ms. Megha Gupta (DIN: 07256603) as a Director of the Company.		
9.	Appointment of Mr. Umesh Chopra (DIN: 05277483) as a Director of the Company.		

*Applicable for investors holding shares in Electronic form

Affix revenue
stamp of not
less than Rs.
1/-

Signed this _____ day of _____, 2017.

.....
Signature of Shareholder

.....
Signature of Proxy Holder

.....
Signature of Shareholder
across Revenue Stamp

Notes:-

1. This form, 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 meeting.
2. The Proxy need not to be a member of the company.
3. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

ATTENDANCE SLIP

CIN: U40106UP2016PLC087003

Name of Company: Jindal Urban Waste Management (Jaipur) Limited

Registered Office: A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan,
Distt. Mathura, [U.P.] - 281403

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND HAND IT OVER AT THE ENTRANCE

Joint shareholders may obtain additional Slip at the venue of the meeting

D.P. ID.....

Folio No.

Client ID*.....

No. of Shares

Name of the Shareholder:

Address:

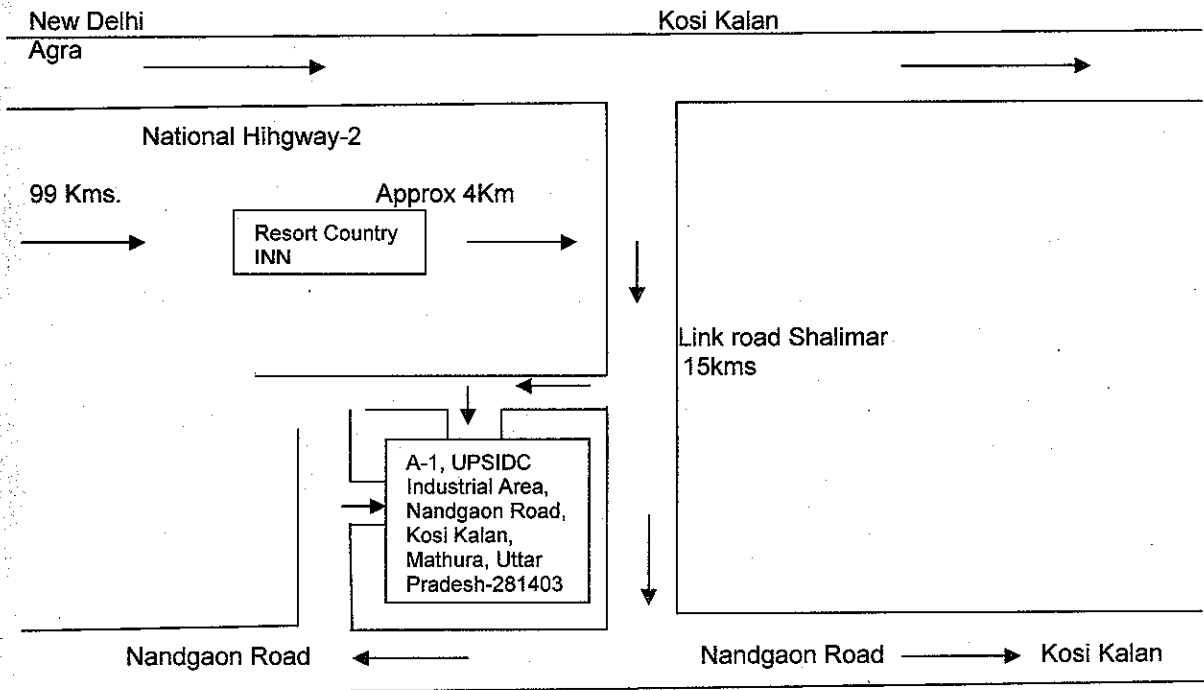
.....

I/We hereby record my /our presence at the 1st Annual General Meeting of the Company at A-1, UPSIDC
Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura, [U.P.]-281403 on Friday, 28th July, 2017 at
03.00 p.m.

*Applicable for investors holding shares in electronic form

Signature of Shareholder/proxy

Route map to the venue of the meeting



JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED

BOARD'S REPORT

To

The Members,

Your Directors are pleased to present the **1st Annual Report** along with the Audited Financial Statements of the Company on the affairs of the Company for the period from 10th October, 2016 to 31st March, 2017.

FINANCIAL RESULTS

Particulars	(in Rs.)
	Year ended March 31, 2017
Revenue from operation	-
Other Income	-
Profit/ Loss before finance cost, depreciation, exceptional items and tax	(12450)
Less:	
Finance cost	-
Depreciation and amortization expense	-
Profit /Loss before tax	(12450)
Tax expense	-
Profit / Loss after tax	(12450)
Other Comprehensive Income	-
Items that will not be reclassified to profit and loss	-
Total Comprehensive Income for the year	(12450)

REVIEW OF OPERATION

Your Directors are pleased to inform you that your Company has been awarded the contract to establish Municipal Solid Waste (MSW) Processing Plant at Jaipur on Design, Build, Finance, Operate & Transfer, ("DBFOT") basis for 30 years. The Project comprises of a Material Recovery Facility with design capacity of handling 900 TPD of MSW, Power Plant of 12 MW capacity using combustion technology for steam production/ power generation using Steam Turbine Generator, Development of Engineered Sanitary Landfill and Balance of Plant (BoP) & other auxiliary facilities required for the project. Our adopted technology will process MSW to generate Reduced Derived Fuel (RDF) suitable for boilers of power plant, while converting the compostable material in MSW into stable compost for market sales. This efficient process will also utilize most of leachate in MSW & thereby making the MSW treatment plant as a Zero Discharge Unit. The Concession Agreement with Nagar Nigam Jaipur was signed on 18th April, 2017. As per terms of Agreement, a grant of Rs. 25 Crore will be provided with applicable power tariff of Rs. 7.90/ unit, and in return a royalty payment of Rs. 67/ per tonnes of MSW will be payable to Concessioning Authority. The Power Purchase Agreement with State Power Distribution Utility is presently under process. Project land identification and land survey is also in process.

SHARE CAPITAL

During the period under review, your Company has not allotted any shares, so there is no change in paid up share capital.

DIVIDEND

Your Company has not recommended any dividend for the period under review.

TRANSFER TO RESERVES

No amount has been transferred to the General Reserve during the period under review.

PUBLIC DEPOSITS

During the year ended March 31, 2017, the Company has not accepted any public deposits and no amount on account of principal or interest on public deposits was outstanding as on 31st March, 2017.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure - 1** to this Report.

NUMBER OF BOARD MEETINGS

The Board of Directors met Four times during the period under review, the details of which is as follows:-

S. No.	Date of Meetings	Director's present
1	12 th October, 2016	1. Mr. Rakesh Kumar Aggarwal 2. Mr. Neelesh Gupta 3. Ms. Megha Gupta
2	18 th November, 2016	1. Mr. Neelesh Gupta 2. Ms. Megha Gupta
3	07 th December, 2016	1. Mr. Rakesh Kumar Aggarwal 2. Mr. Neelesh Gupta 3. Ms. Megha Gupta
4	31 st March, 2017	1. Mr. Umesh Chopra 2. Mr. Neelesh Gupta 3. Ms. Megha Gupta

The attendance of each of the Directors during the year is as follows:-

S.No.	Name of Directors	No. of Board Meetings attended
1.	Mr. Rakesh Kumar Aggarwal	2
2.	Mr. Neelesh Gupta	4
3.	Ms. Megha Gupta	4
4.	Mr. Umesh Chopra	1

There were no resolutions that were passed by circulation during the year.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed by the Board of Directors: -

- (i) that in the preparation of the annual accounts for the period ended 31st March, 2017, the Indian Accounting standards (IND AS) has been followed along with the proper explanation relating to material departures;
- (ii) that they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the period and of the profit or loss of the company for that period;
- (iii) that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) that they had prepared the annual accounts for the period ended 31st March, 2017 on a going concern basis; and
- (v) that they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS

I First Directors

In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Neelesh Gupta and Ms. Megha Gupta being the first directors shall retire at the ensuing Annual General Meeting and being eligible offers themselves for re-appointment.

II Resignation

Mr. Rakesh Kumar Aggarwal, Director (holding DIN: 00910905) resigned from the Directorship of the company w.e.f. 31st March, 2017. The Board placed on record the appreciation for the services rendered by him during his association with the Company.

III Appointment

During the year, Mr. Umesh Chopra (DIN No: 05277483) was inducted as an Additional Director on 31st March, 2017 and hold office upto ensuing Annual General Meeting of the company. The Company has received the notice under section 160 of the Companies Act, 2013 along with deposit of requisite amount from the shareholder proposing the candidature of Mr. Umesh Chopra as Director of the Company. The brief details relating to Mr. Umesh Chopra is furnished in the explanatory statement to the notice of the ensuing AGM under the head "Directors Seeking Appointment /Re-appointment at this Annual General Meeting".

FIRST AUDITORS STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, it is proposed to appoint M/s. N.C. Aggarwal & Company, Chartered Accountants, (ICAI Firm Registration No. 003273N) as the first Statutory Auditors of the Company who shall hold office till the conclusion of the 6th Annual General Meeting.

The Company has received a confirmation from the said Auditors that they are not disqualified to act as the Auditors and are eligible to hold the office as Auditors of the Company and has furnished a certificate of their eligibility and consent under Section 141 of the Companies Act, 2013 and the rules framed there under.

The Board proposes the appointment of M/s. N.C. Aggarwal & Company, as First Statutory Auditors of the Company in the ensuing AGM for the approval of the members.

Auditors' remarks in their report read with the notes to accounts referred to by them are self-explanatory. There have been no frauds reported by the Statutory Auditors of the Company.

PARTICULARS OF RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the period were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013. There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large.

Your Directors draw attention of the members to Point 6 of Note No. 6 of the financial statement which sets out related party disclosures.

GOODS AND SERVICES TAX (GST)

The introduction of Goods and Services Tax (GST) is a very significant step in the field of indirect tax reforms in India. By amalgamating a large number of Central and State taxes into a single tax, it would mitigate cascading or double taxation in a major way and pave the way for a common national market.

The transition to GST scenario is a major change process and the Company has established a team to evaluate the impact analysis and carry out changes to the business process & IT systems as per the GST framework.

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

During the period, there are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

INTERNAL FINANCIAL CONTROLS

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.

PARTICULARS OF EMPLOYEES

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

As required under Section 134(3)(m) of the Companies Act, 2013, read with Clause 8(3) of The Companies (Accounts) Rule, 2014, information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is as follows:

i) Conservation of Energy and Technology Absorption:

The Company is conscious of the need to keep all the cost elements at the barest minimum level including the energy cost. It is also aware of the responsibility to conserve energy in an overall energy shortage situation.

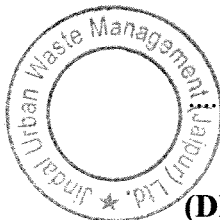
ii) Foreign Exchange Earning and Outgo:


There were no foreign exchange earnings and expenditure of your Company during the period under review.

ACKNOWLEDGEMENT

Your Directors express their grateful appreciation to concerned Departments of Central / State Governments, Financial Institutions & Bankers, Customers and Vendors for their continued assistance and co-operation. The Directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels. We are also grateful for the confidence and faith that you have reposed in the Company as its member

**For and On behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited**




.....
Neelesh Gupta
Director
(DIN: 06687420)


.....
Megha Gupta
Director
(DIN: 07256603)

Date: 01/07/2017

Place: New Delhi

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 2016-17
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

I	CIN	U40106UP2016PLC087003
II	Registration Date	10.10.2016
III	Name of the Company	Jindal Urban Waste Management (Jaipur) Limited
IV	Category / Sub-Category of the Company	Company Limited by Shares
V	Address of the Registered office and contact details	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura, Uttar Pradesh – 281403. Email id: info@jindalecoplois.com Contact No. 011-66463983/84
VI	Whether listed company Yes / No	NO
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Electric power generation, transmission and distribution	35106	Nil

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S.No.	Name of The company	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable section
1	JITF Urban Infrastructure Limited	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403	U70102UP2007PLC069540	Holding Company	100%	2(46)

i) Category-wise Share Holding

[illegible]

2. Non-Institutions									
a) Bodies Corp.									
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--	--
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	---	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	--	--	--	--	--	--	--	--
Total Public Shareholding (B)=(B)(1)+ B(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	50000	50000	100.00%	--	50000	50000	100.00%	--

(ii) Shareholding of Promoters

S.No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of Total Shares f the company	%of Shares Pledged / encumbered to total shares	
1.	M/s JITF Urban Infrastructure Limited	49994	99.988	Nil	49994	99.988	Nil	Nil
2.	Mr. Rakesh Kumar Aggarwal*	1	0.002%		-	-		
3.	Mr. Anuj Kumar*	1	0.002%		1	0.002%		
4.	Mr. Neelesh Gupta*	1	0.002%		1	0.002%		
5.	Mr. Alok Kumar*	1	0.002%		1	0.002%		
6.	Ms. Megha Gupta*	1	0.002%		1	0.002%		
7.	Ms. Deepika Garg*	1	0.002%		1	0.002%		
8.	Mr. Arun Bhalla*	-	-		1	0.002%		
	Total	50000	100.00%	Nil	50000	100.00%	Nil	Nil

* holding shares as nominees of JITF Urban Infrastructure Limited

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	--	--	--	--
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	There was no change in Share Holding Pattern of Promoter for year ending 31 st March 2017.			
	At The End Of The Year	--	--	--	--

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S.NO	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year				
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease(e.g. allotment/ transfer/ bonus/sweat equity etc)	NIL			
	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Particulars	Name of KMP and Directors	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP					
1.	At the beginning of the year	Umesh Chopra	--	--	--	--
	Change during the Year		--	--	--	--
	At the End of the year		--	--	--	--
2.	At the beginning of the year	Neelesh Gupta	--	--	--	--
	Change during the Year		--	--	--	--
	At the End of the year		--	--	--	--
3.	At the beginning of the year	Megha Gupta	--	--	--	--
	Change during the Year		--	--	--	--
	At the End of the year		--	--	--	--

V. INDEBTEDNESS

The Company has not availed any loan during the year and is a debt free Company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Remuneration to Managing Director, Whole-time Directors and/or Manager: Company doesn't have any Managing Director, Whole-time Directors and/or Manager for this financial year.

S.No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total amount
	Total	--	--

B. Remuneration to other directors: Directors of the Company are on non remuneration basis

S. No	Particulars of Remuneration	Name of Directors			Total Amount
		Umesh Chopra	Neelesh Gupta	Megha Gupta	
	1. Executive Directors				
	• Fee for attending board Meeting	--	--	--	--
	• Fees for attending Committee meetings				
	• Commission				
	• Others, please specify				
		--	--	--	--
	Total (1)	--	--	--	--
	2. Other Non-Executive Directors				
	• Fee for attending board / committee Meetings				
	• Commission				
	• Others, please specify				
	Total (2)				
	Total (B)=(1+2)	--	--	--	--
	Total Managerial Remuneration	--	--	--	--
	Overall Ceiling as per the Act	--	--	--	--
		--	--	--	--

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

The Company is not covered under section 203 therefore not applicable.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/punishment/ Compounding of offences for the year ending 2016-17.

NOTICE

The Company JITF Urban Waste Management (Bathinda) Limited hereby gives notice that 6th Annual General Meeting of the Members of the Company will be held on Friday, the 28th July, 2017 at 11.00 A.M. at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh - 281403, to transact the following business:-

AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31.03.2017 along with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Alok Kumar (DIN: 00930344), who retires by rotation and being eligible, offers himself for re-appointment.
3. Ratification of Appointment of Auditors

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

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, the Company hereby ratifies the appointment of M/s N.C. Aggarwal & Co. Chartered Accountants, (FRN No. 003273N) as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 7th Annual General Meeting of the Company to be held in the year Calendar Year 2018, to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors plus reimbursement of service tax, travelling and out-of pocket expenses.”

AS SPECIAL BUSINESS:

4. Appointment of Mr. Umesh Chopra (DIN: 05277483) as a Director of the Company.

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Umesh Chopra (DIN 05277483) who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.

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 and expedient to give effect to this Resolution.”

Place: New Delhi
Dated: 01.07.2017

By order of the Board
For JITF Urban Waste Management (Bathinda)
Limited

Regd. Office:
A-1, UPSIDC Industrial Area,
Nandgaon Road, Kosi Kalan, Mathura,
Uttar Pradesh-281403
CIN No.: U90000UP2011PLC069571
Email Id: Info.jindalecopolis.com



.....
Alok Kumar
Director
(DIN No.: 00930344)

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON BEHALF OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE VALID & EFFECTIVE, MUST BE RECEIVED BY THE COMPANY AT THE REGISTERED OFFICE NOT LATER THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE ABOVE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. For the convenience of members the route map of the venue of the meeting is depicted at the end of the Notice.
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
4. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to Special Business to be transacted is annexed hereto.
5. Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of Board Committees, shareholding and relationship between directors inter-se as stipulated under Secretarial Standard- SS2 is given hereunder forming part of the Annual Report.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors in their Board Meeting held on 31st March 2017, appointed Mr. Umesh Chopra as an Additional Director of the Company w.e.f. 31st March, 2017. In terms of the provisions of the said Section, Mr. Umesh Chopra would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under section 160 of the Companies Act, 2013 proposing the candidature of Mr. Umesh Chopra for the office of Director of the Company.

Mr. Umesh Chopra is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

Mr. Umesh Chopra possesses appropriate skills, experience and knowledge in various fields. He does not hold any shares in the Company. Brief resume of Mr. Umesh Chopra, nature of his expertise and name of the companies in which he holds Directorship(s) and Membership(s)/Chairmanship(s) of Board/Committee, shareholding and relationship between Directors inter-se as stipulated under Secretarial Standards-SS2 on General Meetings have been provided in the Annexure to the Notice. Keeping in view his experience and knowledge, it will be in the interest of the Company that Mr. Umesh Chopra is appointed as Non Executive Director.

Save and except Mr. Umesh Chopra and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise in the resolution set out at Item No.4 of the Notice.

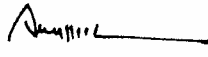
The Board recommends resolution as set out at Item No. 4 of the Notice for approval by the shareholders as ordinary resolution.

Place: New Delhi
Dated: 01.07.2017

By order of the Board
For JITF Urban Waste Management (Bathinda)
Limited

Regd. Office:
A-1, UPSIDC Industrial Area,
Nandgaon Road, Kosi Kalan, Mathura,
Uttar Pradesh-281403
CIN No.: U90000UP2011PLC069571
Email Id: Info jindalecopolis.com




.....
Alok Kumar
Director
(DIN No.: 00930344)

Details of Director seeking appointment/ re-appointment at the Annual General Meeting to be held on July 28, 2017.

Name of the Director	Mr. Alok Kumar	Mr. Umesh Chopra
Date of Birth	30.09.1981	16.11.1959
Date of Appointment	31.08.2013	31.03.2017
Expertise in Specific functional area	Mr. Alok Kumar has over 13 years of experience in Corporate Laws and Compliances	Mr. Umesh Chopra has over 30 years experience in Energy and Power Sector.
Qualification	From April 2008 to present, Mr. Alok Kumar is associated with Jindal Saw Limited Group (Part of O P Jindal Group). Mr. Kumar initially was Appointed as Company Secretary for Jindal ITF Limited, a company carrying on the business of infrastructure development. Mr. Kumar is also managing Secretarial and Legal Department of Infrastructure business of Jindal Infralogistics Limited. Various Infrastructure Ventures of the Group includes – Water Infrastructure i.e. Effluent/Sewage Treatment Plants, Water Treatment Plant; Waterways – running of Ships and Vessels, Barges and containers; Shipyards; Ship building; Urban infrastructure – generation of Power from Municipal Waste; Rail Infrastructure – Railway wagon manufacturing.	Mr. Umesh Chopra is B. Tech (Mechanical Engineer) and has worked in very senior leadership role in his career (over three decades) with leading Power & Energy sector companies including MNCs. Some of his previous assignments are with BHEL, GE, Reliance Energy, Jindal Power Limited and HCC. Lastly he was working as an Independent Consultant for power business developers and related companies, leading Management Consulting Companies in Energy and Power Sector covering all aspects of their business.
Directorships in other Companies as on March 31, 2017	<ul style="list-style-type: none"> a) Best Aromatics Limited b) JITF Shipyards Limited c) JITF Urban Infrastructure Services Limited d) JITF Industrial Infrastructure Development Company Limited e) Columbus Hotels And Tourism Private Limited f) JITF Commodity Tradex Limited g) Trinetra Buildcon Private Limited h) JITF Urban Waste Management (Ferozepur) Limited i) JITF Urban Waste Management (Jalandhar) Limited 	<ul style="list-style-type: none"> a) Jindal Urban Waste Management (Tirupati) Limited b) Jindal Urban Waste Management (Guntur) Limited c) Jindal Urban Waste Management (Visakhapatnam) Limited d) JITF Urban Waste Management (Jalandhar) Limited e) JITF Urban Waste Management (Ferozepur) Limited f) Jindal Urban Waste Management (Ahmedabad) Limited g) Jindal Urban Waste Management (Jaipur) Limited h) Jindal Urban Waste Management (Jodhpur) Limited i) JNC Ventures Private Limited j) Timarpur- Okhla Waste Management Company Private Limited
Number of Shares held in the Company as on March 31, 2017	1 (One)	Nil

Relationship with Directors and Key Managerial Personnel	None	None
Chairman/ Membership of Committees in other Indian Public Limited Companies as on March 31, 2017 [C=Chairman; M=Member]	2 (C)	1 (C)
Remuneration	Nil	Nil

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: -U90001UP2011PLC069571

Name of the Company- JITF Urban Waste Management (Bathinda) Limited

Registered Office: - A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403.

Name of the members.....

Folio No. / Client ID*.....

Registered Address.....

D.P. ID.....

E-mail Id.....

I/We being the member[s] ofshares of the above named company. Hereby appoint

Name.....

E-mail Id.....

Address.....

Signature.....

Or failing him

Name.....

E-mail Id.....

Address.....

Signature.....

Or failing him

Name.....

E-mail Id.....

Address.....

Signature.....

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 6th Annual General Meeting of the company, to be held on the Friday, 28th July, 2017 at 11.00 A.M. at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolution[S]	Vote	
		For	Against
1.	Adoption of the Audited Financial Statement for the financial year ended 31st March, 2017 and the reports of the Directors and Auditors thereon.		
2.	Appoint a Director in place of Mr. Alok Kumar (DIN: 00930344) who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	Ratification of Appointment of Auditors.		
4.	Appointment of Mr. Umesh Chopra (DIN: 05277483) as a Director of the company.		

*Applicable for investors holding shares in electronic form

Affix revenue
stamp of not
less than Rs.
1/-

Signed this _____ day of _____, 2017.

.....
Signature of Shareholder

.....
Signature of Proxy Holder

.....
Signature of Shareholder
across Revenue Stamp

Notes:-

1. This form, 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 meeting.
2. The Proxy need not to be a member of the company.
3. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

ATTENDANCE SLIP

CIN: U90001UP2011PLC069571

Name of Company: JITF Urban Waste Management (Bathinda) Limited

Registered Office: A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan,
Distt. Mathura, [U.P.] - 281403

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND HAND IT OVER AT THE ENTRANCE

Joint shareholders may obtain additional Slip at the venue of the meeting

D.P. ID.....

Folio No.

Client ID*.....

No. of Shares

Name of the Shareholder:

Address:

.....

I/We hereby record my /our presence at the 6th Annual General Meeting of the Company at A-1, UPSIDC Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura, [U.P.]-281403 on Friday, 28th July, 2017 at 11.00 a.m.

Signature of Shareholder/proxy

*Applicable for investors holding shares in electronic form

JITF URBAN WASTE MANAGEMENT (BATHINDA) LIMITED

BOARDS' REPORT

To
The Members,

Your Directors are pleased to present the 6th Annual Report along with the Audited Financial Statements of the Company for the year ended 31st March, 2017.

FINANCIAL RESULTS

Particulars	(In Rs.)	
	Year ended 31st March , 2017	Year ended 31st March , 2016
Revenue from operations	62,254,232	56,083,203
Other Income	79,852	10,420,736
Profit/ Loss before finance cost, depreciation, exceptional items and tax	(68,787,543)	(66,565,689)
Less:		
Finance cost	55,178,401	35,163,536
Depreciation and amortization expense	23,034,419	13,807,486
Profit/Loss before tax	(147,000,363)	(115,536,711)
Tax expense	-	-
Profit/Loss after tax	(147,000,363)	(115,536,711)
Other Comprehensive Income		
Items that will not be reclassified to profit and loss	167,818	101,670
Total Comprehensive Income for the year	(146,832,545)	(115,435,042)

REVIEW OF OPERATION

Your Company is operating an Integrated Solid Waste Management Project in Bathinda Cluster, Punjab. The project is catering to the waste management requirements of Bathinda City and adjoining 17 Urban Local Bodies. A Waste Processing Plant has also been established at land provided by Punjab Govt. near Mansa Road at Bathinda City. This processing facility generates compost (organic fertilizer) and Refuse-Derived-Fuel (RDF). Compost is an eco-friendly product that enhances soil quality and RDF serves as supplementary fuel, replacing part of fossil-fuel requirements. The total amount of waste collected by the Company during the financial year 2016-17 is 1,06,397 Tonnes. Further, the Company sold 430 Tonnes of RDF & 220 Tonnes of compost during the period under review.

SHARE CAPITAL

During the period under review, your Company has not allotted any shares, so there is no change in paid up share capital.

DIVIDEND

Your Company has not recommended any Dividend for the financial year under review.

TRANSFER TO RESERVES

No amount has been transferred to General Reserve during the year.

PUBLIC DEPOSITS

During the year ended March 31, 2017, the Company has not accepted any public deposits and no amount on account of principal or interest on public deposits was outstanding as on 31st March, 2017.

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as **Annexure - 1** to this Report.

NUMBER OF BOARD MEETINGS

The Board of Directors duly met Nine times during the financial year 2016-17, the details of which are as follows:-

S. No.	Date of Meetings	Director's present
1.	23 rd May, 2016	1. Mr. Alok Kumar 2. Mr. Deepak Goyal 3. Mr. Neelesh Gupta 4. Mr. Nitesh Kumar Tripathi
2.	20 th August, 2016	1. Mr. Alok Kumar 2. Mr. Deepak Goyal 3. Mr. Neelesh Gupta
3.	23 rd August, 2016	1. Mr. Alok Kumar 2. Mr. Deepak Goyal 3. Mr. Neelesh Gupta
4.	18 th November, 2016	1. Mr. Alok Kumar 2. Mr. Deepak Goyal 3. Mr. Neelesh Gupta
5.	12 th January, 2017	1. Mr. Alok Kumar 2. Mr. Neelesh Gupta
6.	25 th January, 2017	1. Mr. Alok Kumar 2. Mr. Neelesh Gupta
7.	16 th February, 2017	1. Mr. Alok Kumar 2. Mr. Neelesh Gupta
8.	01 st March, 2017	1. Mr. Alok Kumar 2. Mr. Neelesh Gupta
9.	31 st March, 2017	1. Mr. Alok Kumar 2. Mr. Neelesh Gupta

The attendance of each of the Directors during the year is as follows:-

S.No.	Name of Directors	No. of Board Meetings attended
1	Mr. Nitesh Kumar Tripathi	1
2	Mr. Alok Kumar	9
3	Mr. Deepak Goyal	4
4	Mr. Neelesh Gupta	9
5	Mr. Umesh Chopra	1

There were no resolutions that were passed by circulation during the financial year 2016 -17.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the requirement under Section 134 of the Companies Act, 2013, with respect to Director's Responsibility Statement, it is hereby confirmed by the Board of Directors:

- (i) that in the preparation of the annual accounts for the financial year 31st March, 2017, the applicable Indian Accounting standards(IND AS) has been followed along with proper explanation relating to material departures;
- (ii) that they had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the company for that period;
- (iii) that they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) that they had prepared the annual accounts for the financial year ended 31st March, 2017 on a going concern basis; and
- (v) that they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

I. Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Alok Kumar, Non Executive Director (DIN: 00930344) of the company, retire by rotation and, being eligible, offers himself for re-appointment. The brief details relating to, Mr. Alok Kumar is furnished in the explanatory statement to the notice of the ensuing AGM under the head "Directors Seeking Appointment / Re-appointment at this Annual General Meeting".

II. Resignation

Mr. Deepak Goyal, Director (DIN No: 00028315) resigned from the Directorship of the Company w.e.f. 10th January, 2017. The Board placed on record the appreciation for the services rendered by Mr. Deepak Goyal during his association with the Company.

III. Appointment

During the year, Mr. Umesh Chopra (DIN No: 05277483) was inducted as an Additional Director on 31st March, 2017 and holds office upto ensuing Annual General Meeting of the Company. The Company has received the notice under section 160 of the Companies Act, 2013 along with deposit of requisite amount from the shareholder proposing the candidature of Mr. Umesh Chopra for the office of the Director of the Company. The brief details relating to Mr. Umesh Chopra is furnished in the explanatory statement to the notice of the ensuing AGM under the head "Directors Seeking Appointment / Re-appointment at this Annual General Meeting".

STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. N.C. Aggarwal & Company, Chartered Accountants, (ICAI Firm Registration No. 003273N) the Statutory Auditors of the Company was appointed to hold office till the

conclusion of the 8th Annual General Meeting. However, their appointment as Statutory Auditors of the Company shall be required to be ratified by the Members at the ensuing Annual General Meeting.

The Company has received a confirmation from the said Auditors that they are not disqualified to act as the Auditors and are eligible to hold the office as Auditors of the Company and has furnished a certificate of their eligibility and consent under Section 141 of the Companies Act, 2013 and the rules framed there under.

The Board proposes the ratification of appointment of M/s. N.C. Aggarwal & Company, as Statutory Auditors of the Company in the ensuing AGM for the approval of the members.

Auditors' remarks in their report read with the notes to accounts referred to by them are self-explanatory. There have been no frauds reported by the Statutory Auditors of the Company.

PARTICULARS OF RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the financial year were on an arm's length basis, in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013. There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large.

Your Directors draw attention of the members to Point 12 of Note No. 25 of the financial statement which sets out related party disclosures.

GOODS AND SERVICES TAX (GST)

The introduction of Goods and Services Tax (GST) is a very significant step in the field of indirect tax reforms in India. By amalgamating a large number of Central and State taxes into a single tax, it would mitigate cascading or double taxation in a major way and pave the way for a common national market.

The transition to GST scenario is a major change process and the Company has established a team to evaluate the impact analysis and carry out changes to the business process & IT systems as per the GST framework.

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

During the Financial Year, there are no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

INTERNAL FINANCIAL CONTROLS

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.

PARTICULARS OF EMPLOYEES

The Company has not employed any individual whose remuneration falls within the purview of the limits prescribed under the provisions of Section 197 of the Companies Act, 2013, read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

As required under Section 134(3)(m) of the Companies Act, 2013, read with Clause 8(3) of The Companies (Accounts) Rule, 2014, information relating to conservation of energy, technology absorption and foreign exchange earnings and outgo is as follows:

i) Conservation of Energy and Technology Absorption

The Company is conscious of the need to keep all the cost elements at the barest minimum level including the energy cost. It is also aware of the responsibility to conserve energy in an overall energy shortage situation.

ii) Foreign Exchange Earning and Outgo

There were no foreign exchange earnings and expenditure of your Company during the Financial Year.

ACKNOWLEDGEMENT

Your Directors express their grateful appreciation to concerned Departments of Central / State Governments, Financial Institutions & Bankers, Customers and Vendors for their continued assistance and co-operation. The Directors also wish to place on record their deep sense of appreciation for the committed services of the employees at all levels. We are also grateful for the confidence and faith that you have reposed in the Company as its member.

**On behalf of the Board of Directors of
JITF Urban Waste Management (Bathinda) Limited**



Neelesh Gupta

.....
Neelesh Gupta
Director
(DIN No: 06687420)

Alok Kumar

.....
Alok Kumar
Director
(DIN No:00930344)

Place: New Delhi
Dated: 01.07.2017

ANNEXURE- I

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 2016 -17
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

I	CIN	U90001UP2011PLC069571
II	Registration Date	23/08/2011
III	Name of the Company	JITF Urban Waste Management (Bathinda) Limited
IV	Category / Sub-Category of the Company	Company Limited by Shares
V	Address of the Registered office and contact details	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura, Uttar Pradesh – 281403. Email id: info@jindalecopolis.com Contact No. 011-66463983/84
VI	Whether listed company Yes / No	No
VII	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Waste treatment and disposal	382	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

S.No.	Name of The company	Address	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares Held	Applicable section
1	JITF Urban Infrastructure Limited	A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura, Uttar Pradesh-281403	U70102UP2007PLC069540	Holding Company	90%	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

[illegible]

2. Non-Institutions									
a) Bodies Corp.									
i) Indian	--	--	--	--	--	--	--	--	--
ii) Overseas	--	5766	5766	10%	--	5766	5766	10%	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	---	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	5766	5766	10%	--	5766	5766	10%	Nil
Total Public Shareholding (B)=(B)(1)+ B)(2)	--	5766	5766	10%	--	5766	5766	10%	Nil
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	57656	57656	100%	--	57656	57656	100%	Nil

(ii) Shareholding of Promoters

S.No.	SHAREHOLDER'S NAME	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	M/s JITF Urban Infrastructure Limited	51884	89.988%	Nil	51884	89.988%	Nil	Nil
2.	Mr. Anuj Kumar*	1	0.002%		1	0.002%		
3.	Mr. Pranay Kumar*	1	0.002%		1	0.002%		
4.	Mr. Alok Kumar*	1	0.002%		1	0.002%		
5.	Mr. Pankaj Vohra*	1	0.002%		1	0.002%		
6.	Mr. Vikram Puri*	1	0.002%		--	--		
7.	Mr. Amit Bajpai*	1	0.002%		--	--		
8.	Ms. Megha Gupta*	--	--		1	0.002%		
9.	Ms. Deepika Garg*	--	--		1	0.002%		
	Total	51890	90.00%	Nil	51890	90.00%	Nil	Nil

* holding shares as nominees of JITF Urban Infrastructure Limited.

(ii) Change in Promoters' Shareholding (please specify, if there is no change)

S.No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	--	--	--	--
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease(e.g. allotment/ transfer/ bonus/sweat equity etc):	There was no change in Share Holding Pattern of Promoter for year ending 31 st March 2017.			
	At The End Of The Year	--	--	--	--

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S.NO	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year				
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease(e.g. allotment/ transfer/ bonus/sweat equity etc)		NIL		
	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Particulars	Name of KMP and Directors	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	For Each of the Directors and KMP					
1.	At the beginning of the year	Alok Kumar	-	-	-	-
	Change during the Year		-	-	-	-
	At the End of the year		-	-	-	-
2.	At the beginning of the year	Umesh Chopra	-	-	-	-
	Change during the Year		-	-	-	-
	At the End of the year		-	-	-	-
3.	At the beginning of the year	Neelesh Gupta	-	-	-	-
	Change during the Year		-	-	-	-
	At the End of the year		-	-	-	-

4.	At the beginning of the year	Nitesh Kumar Tripathi	-	-	-	-
	Change during the Year					
	At the End of the year		-	-	-	-

V. INDEBTEDNESS

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

(in Rs.)

Particulars	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	268,300,000	193,200,000		461,500,000
ii) Interest due but not paid	--	16,592,558	--	16,592,558
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	268,300,000	209,792,558	--	478,092,558
Change in Indebtedness during the financial year				
Addition	--	--	--	--
Reduction	-28,749,000	-159,700,000		-188,449,000
Net Change	-28,749,000	-159,700,000	--	-188,449,000
Indebtedness at the end of the financial year				
i) Principal Amount	239,551,000	33,500,000	--	273,051,000
ii) Interest due but not paid	--	146,195	--	146,195
iii) Interest accrued but not due	2,797,496	--	--	2,797,496
Total (i+ii+iii)	242,348,496	33,646,195	--	275,994,691

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) Remuneration to Managing Director, Whole-time Directors and/or Manager: Company doesn't have any Managing Director, Whole-time Directors and/or Manager for this financial year.

S.No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total amount
	Total	--	--

(B) Remuneration to other directors: Directors of the Company are on non remuneration basis.

S. No	Particulars of Remuneration	Name of Directors				Total Amount
		Umesh Chopra	Neelesh Gupta	Alok Kumar	Nitesh Kumar Tripathi	
	1. Executive Directors					
	• Fee for attending board Meeting	--	--	--		--
	• Fees for attending Committee meetings					
	• Commission					
	• Others, please specify					
	Total (1)	--	--	--		--

2. Other Non-Executive Directors			
• Fee for attending board /committee meetings	--		--
• Commission			
• Others, please specify			
Total (2)	--		--
Total (B)=(1+2)	--		--
Total Managerial Remuneration	--		--
Overall Ceiling as per the Act	--		--

(C) REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:
The Company is not covered under section 203 therefore not applicable.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/punishment/ Compounding of offences for the year ending 2016-17.

INDEPENDENT AUDITORS' REPORT

To
The Members of JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Statement of Change in Equity and the Cash Flow Statement for the period then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

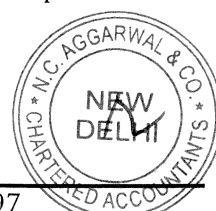
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017 and its losses and its cash flows for the period ended on that date.


Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure-1** a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Change in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2015 as amended;
 - (e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to **Annexure-2**.
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2015, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations as on 31st March, 2017;



- ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses; and
- iii. There is no amount payable towards investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company (refer note no. 8 of notes to accounts).

For N.C. Aggarwal & Co.
Chartered Accountants
Firm Registration No. 003273N



Rishu Bansal
Partner

Membership No. 520759

Place: New Delhi

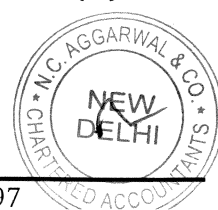
Date: 16th May, 2017



ANNEXURE-1 TO INDEPENDENT AUDITORS' REPORT

(Annexure referred to in our report of even date to the members of **JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED** on the accounts for the period ended 31st March, 2017)

1. The Company, during the period, does not own any fixed assets. Accordingly, para (i) of the Order related to fixed assets is not applicable to the company.
2. The company does not have inventory. Accordingly, the provision of clause 3(ii) of the Companies (Auditor's Report) Order, 2016 are not applicable to the company.
3. According to the information and the explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms, limited liability partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the provisions of clause 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the order are not applicable to the company and hence not commented upon.
4. The Company has not granted any loans or given any guarantee and security covered under Section 185 and 186 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iv) of the order are not applicable to the company and hence not commented upon.
5. According to the information given to us, the Company has not accepted any deposits under the provisions of section 73 to 76 of the Companies Act, 2013 or any other relevant provisions of the companies Act and the Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time. No order has been passed with respect to Section 73 to 76, by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other tribunal.
6. To the best of our knowledge and as explained, the maintenance of cost records as specified by the Central Government under sub-section (l) of section 148 of the Companies Act, 2013 is not applicable to the company.
7. According to the information and explanations given to us and to the best of our knowledge, the Company does not have any statutory dues payment liability i.e. income tax, provident fund, employees' state insurance, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess as mentioned in para (vii) of the Order. Accordingly, the provisions of clause 3(vii) of the order are not applicable to the company and hence not commented upon.
8. According to the records of the Company examined by us and the information and explanations given to us, the Company has not taken loans or borrowing from financial institution, bank, government or issued any debentures. Accordingly, the provisions of clause 3(viii) of the order are not applicable to the company.
9. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans. Accordingly, provisions of clause 3 (ix) of the Order are not applicable to the Company.

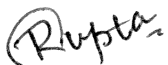


10. According to the information and explanations given to us and as represented by the Management and based on our examination of the books and records of the Company and in accordance with generally accepted auditing practices in India, we have been informed that no case of frauds has been committed on or by the Company or by its officers or employees during the period.
11. The Company has not paid any managerial remuneration under the provisions of Section 197 read with Schedule V of the Companies Act, 2013. Accordingly, provisions of clause 3 (xi) of the Order are not applicable to the Company.
12. The company is not a Nidhi Company. Accordingly, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
13. According to the information and explanations given to us, all transactions with the related parties are in compliance with section 177 and 188 of Act, and where applicable the details have been disclosed in the financial statements as required by the applicable accounting standards.
14. The Company has not made any preferential allotment or private allotment of shares or fully or partly convertible debentures during the period. Accordingly, provisions of clause 3 (xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non-cash transactions with the directors or persons connected with him as covered under Section 192 of the Companies Act, 2013. Accordingly, provisions of clause 3 (xv) of the Order are not applicable to the Company.
16. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934. Accordingly, provisions of clause 3 (xvi) of the Order are not applicable to the Company.

For N.C. Aggarwal & Co.

Chartered Accountants

Firm Registration No. 003273N



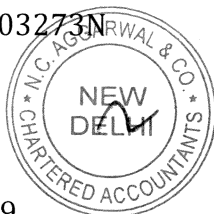
Rishu Bansal

Partner

Membership No. 520759

Date: 16th May, 2017

Place: New Delhi



ANNEXURE-2 TO INDEPENDENT AUDITORS' REPORT

Annexure referred to in our report of even date to the members of JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED on the accounts for the period ended 31st March, 2017

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

We have audited the internal financial controls over financial reporting of JINDAL URBAN WASTE MANAGEMENT (JAIPUR) LIMITED ("the Company") as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Meaning of Internal Financial Controls over Financial Reporting

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

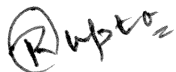
Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the Company and the components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

For N.C. Aggarwal & Co.
Chartered Accountants
Firm Registration No. 003273N



Rishu Bansal
Partner
Membership No. 520759
Date: 16th May, 2017
Place: New Delhi



Jindal Urban Waste Management (Jaipur) Limited
BALANCE SHEET AS AT MARCH 31, 2017
CIN No.U40106UP2016PLC087003

(Amount in ₹)

Particulars	Note No	As at March 31, 2017
ASSETS		
(1) Non-current assets		
(a) Capital work-in-progress		531,151
(2) Current assets		
(a) Financial Assets		
(i) Cash and cash equivalents	1	500,000
Total Assets		1,031,151
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share capital	2	500,000
(b) Other Equity		(12,450)
Liabilities		
(1) Non-current liabilities		
(2) Current liabilities		
(a) Financial Liabilities		
(i) Other financial liabilities	3	542,601
(b) Other current liabilities	4	1,000
Total Equity and Liabilities		1,031,151
Significant accounting policies and notes to financial statements	6	

As per our report of even date attached

For **N.C. Aggarwal & Co.**
Chartered Accountants
Firm Registration No. 003273N

Rishu Bansal
Partner
M.No. 520759
Place : New Delhi
Dated : 16th May 2017



For and on behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited

Neelesh Gupta
Director
DIN - 06687420

Megha Gupta
Director
DIN - 07256603

Jindal Urban Waste Management (Jaipur) Limited

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED MARCH 31, 2017

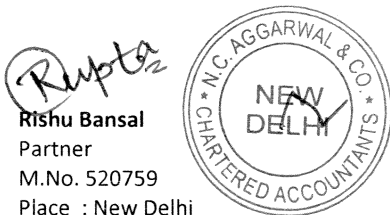
Particulars	Note No	Period ended March 31, 2017
I Revenue from operations		-
II Other income		-
III Total Income (I+II)		-
IV Expenses		
Other expenses	5	12,450
Total expenses (IV)		12,450
V Profit/(loss) before exceptional items and tax (III- IV)		(12,450)
VI Exceptional Items		-
VII Profit/(loss) before tax (V-VI)		(12,450)
VIII Tax expense:		
(1) Current tax		-
(2) Deferred tax		-
Total Tax Expense (VIII)		-
IX Profit (Loss) for the period (VII-VIII)		(12,450)
X Other Comprehensive Income		
Items that will not be reclassified to profit and loss		
(i) Re-measurement gains (losses) on defined benefit plans		-
(ii) Income tax effect on above		-
Total Other Comprehensive Income		-
XI Total Comprehensive Income for the period (IX+X)(Comprising profit (loss) and other comprehensive income for the period)		(12,450)
XII Earnings per equity share		
(1) Basic (Amount in ₹)		(0.25)
(2) Diluted (Amount in ₹)		(0.25)
Significant accounting policies and notes to financial statements	6	

As per our report of even date attached

For **N.C. Aggarwal & Co.**

Chartered Accountants

Firm Registration No. 003273N



Rishu Bansal

Partner

M.No. 520759

Place : New Delhi

Dated : 16th May 2017

For and on behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited

Neelesh Gupta
Neelesh Gupta
Director
DIN - 06687420

Megha Gupta
Megha Gupta
Director
DIN - 07256603

Jindal Urban Waste Management (Jaipur) Limited
STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED MARCH 31, 2017

2. a) Equity Share Capital

(Amount in ₹)

At at April 1, 2016	Changes in equity share capital during	Balance as at March 31, 2017
-	500,000	500,000

b) Other Equity

Particulars	Reserves and Surplus		Items of Other Comprehensive Income	Total
	Securities Premium Reserve	Retained Earnings	Re-measurement of the net defined benefit Plans	
Balance as at April 1, 2016	-	-	-	-
Total Comprehensive Income for the period 2016-17		(12,450)		(12,450)
Balance as at March 31, 2017	-	(12,450)	-	(12,450)

The accompanying notes forms an integral part of these financial statements.

As per our report of even date attached
For **N.C. Aggarwal & Co.**
Chartered Accountants
Firm Registration No. 003273N


Rishu Bansal
Partner
M.No. 520759
Place : New Delhi
Dated : 16th May 2017



For and on behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited


Neelesh Gupta
Director
DIN - 06687420


Megha Gupta
Director
DIN - 07256603

Jindal Urban Waste Management (Jaipur) Limited
Statement of cash flows for the period ended March 31, 2017

(Amount in ₹)

PARTICULARS	Period ended March 31, 2017	
A. CASH INFLOW (OUTFLOW) FROM THE OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX AND EXCEPTIONAL ITEMS		(12,450)
Adjustments for :		
Add/(Less)		
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(12,450)
Adjustments for :		
Trade and Other Payables	543,601	543,601
CASH GENERATED FROM OPERATIONS BEFORE EXCEPTIONAL ITEMS		531,151
Tax Paid		-
NET CASH INFLOW / (OUTFLOW) FROM OPERATING ACTIVITIES		531,151
B. CASH INFLOW/(OUTFLOW) FROM INVESTMENT ACTIVITIES		
Capital expenditure	(531,151)	(531,151)
NET CASH INFLOW/(OUTFLOW)FROM INVESTING ACTIVITIES		(531,151)
C. CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES		
Issue of Share Capital	500,000	
NET CASH INFLOW/(OUTFLOW) FROM FINANCING ACTIVITIES		500,000
NET CHANGES IN CASH AND CASH EQUIVALENTS		500,000
Cash and cash equivalents at beginning of the period		-
Cash and cash equivalents at end of the period		500,000

NOTE:

- Figures in bracket indicates cash out flow.
- The above cash flow statement has been prepared under the indirect method set out in IND AS - 7 'Statement of Cash Flows
- The accompanying notes forms an integral part of these financial statements.

In Terms of our report of even date attached.

For N.C. Aggarwal & Co.

Chartered Accountants
Firm Registration No. 003273N

Rishu Bansal

PARTNER

M. No. 520759

Place : New Delhi

Dated : 16th May 2017



For and on behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited

Neelesh Gupta

Director

DIN - 06687420

Megha Gupta

Director

DIN - 07256603

Jindal Urban Waste Management (Jaipur) Limited

Notes to Financial Statements

1. Cash and cash equivalents

(Amount in ₹)

Particulars	As at March 31, 2017
Balances with Banks	
On current accounts	500,000
Total Cash and Cash equivalents	500,000

2. Equity Share Capital

(Amount in ₹)

Particulars	As at March 31, 2017
Authorised	
50,000 Equity shares of Rs. 10/- each	500,000
	500,000
Issued	
50,000 Equity shares of Rs. 10/- each fully paid up	500,000
	500,000
Subscribed and fully paid-up	
50,000 Equity shares of Rs. 10/- each fully paid up	500,000
Total Equity Share Capital	500,000
(a) Reconciliation of the number of shares:	
Equity shares	
Shares issued during the period	50,000
Shares outstanding as at the end of the period	50,000

(b) Details of shareholders holding more than 5% shares in the company:

Name of Shareholders	No. of shares	% of holding as at 31.03.2017
JITF Urban Infrastructure Limited*	50000	100
Total	50000	100

* Including 6 Shares held by Person/Companies as nominees of JITF Urban Infrastructure Limited

(c) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per equity share. Each equity shareholder is entitled to one vote per share.

3. Other current financial liabilities

(Amount in ₹)

Particulars	As at March 31, 2017
Payable to related parties *	532,101
Other outstanding financial liabilities	10,500
Total other financial liabilities	542,601

* Refer Note no 6 for details of payable to related party.

4. Other current liabilities

Particulars	As at March 31, 2017
Statutory Dues	1,000
Total other current liabilities	1,000

5. Other expenses

Particulars	Period ended March 31, 2017
Auditors' Remuneration	11,500
Miscellaneous Expenses	950
Total other expenses	12,450



Jindal Urban Waste Management (Jaipur) Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-6

1. Corporate and General Information

Jindal Urban Waste Management (Jaipur) Limited ("the Company") is domiciled and incorporated in India. The registered office of the Company is situated at A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Mathura - 281403, Uttar Pradesh, India.

The Company is going to install a waste to energy (WTE) plant with a capacity of 12 MW at Jaipur, Rajasthan. The Company has 25 years Concession agreement with different ULB of Rajasthan Municipal Corporation for generating and selling clean renewable energy.

2. Basis of preparation

These are the Company's annual financial statements for the period from 10th Oct 2016 to 31st March 2017 prepared complying with the Indian accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rule 2015. The financial statements comply with IND AS notified by Ministry of Company Affairs ("MCA").

The Significant accounting policies used in preparing the financial statements are set out in Note no. 3 of the Notes to the Financial Statements.

3.0 Significant Accounting Policies

3.1 Basis of Measurement

The financial statements have been prepared on an accrual basis and under the historical cost convention except financial assets and financial liabilities which are carried at amortised cost.

The financial statements are presented in Indian Rupees (Rupees or ₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest rupee thereof, except as stated otherwise.

3.2 Property, Plant and equipment

Cost includes expenditure that is directly attributable to the acquisition of the items.

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates which is different from one specified in Schedule II to the Companies Act, 2013. Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Changes in the expected useful life of assets are treated as change in accounting estimates.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

3.3 Cash and cash equivalents

Cash and cash equivalents includes cash on hand and at bank.

3.4 Financial instruments – initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

a) Financial Liabilities

At initial recognition, all financial liabilities other than fair valued through profit and loss are recognised initially at fair value less transaction costs that are attributable to the issue of financial liability. Transaction costs of financial liability carried at fair value through profit or loss is expensed in profit or loss.



Jindal Urban Waste Management (Jaipur) Limited

Statement of Significant Accounting Policies & Notes to Financial Statements

Note No-6

Financial liabilities are classified in two categories; subsequent measurement of financial assets is depended on initial categorisation. These categories and their classification are as below:

i. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading. The Company has not designated any financial liabilities upon initial measurement recognition at fair value through profit or loss. Financial liabilities at fair value through profit or loss are at each reporting date at fair value with all the changes recognized in the Statement of Profit and Loss.

ii. Financial liabilities measured at amortised cost

Trade and other payables

A payable is classified as 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3.5 Equity share capital

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

3.6 Current versus non-current classification

The Company presents assets and liabilities in statement of financial position based on current/non-current classification.

The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when:

- a) It is expected to be settled in normal operating cycle,
- b) It is held primarily for the purpose of trading,
- c) It is due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

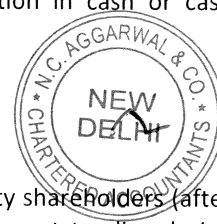
All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.7 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to



Jindal Urban Waste Management (Jaipur) Limited
Statement of Significant Accounting Policies & Notes to Financial Statements
Note No-6

participate in dividends relative to a fully paid equity share during the reporting year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares, if any.

4. Financial risk management

4.1 Financial risk factors

The Company's principal financial liabilities, comprise trade and other payables. The main purpose of these financial liabilities is to manage finances for the Company's operations. The Company's activities expose it to Liquidity risk:

iii) Liquidity risk.

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

(Amount in ₹)

Particulars	Carrying Amount	On demand	Ageing as on 31st March 2017			Total
			< 6 months	6-12 months	> 1 years	
Other liabilities	542,601	532,101	10,500	-	-	542,601
Total	542,601	532,101	10,500	-	-	542,601

5. Other disclosures

a) Auditors Remuneration

(Amount in ₹)

Particulars	Period ended March 31, 2017
1. Statutory Auditors	
Audit Fee	11,500
Total	11,500

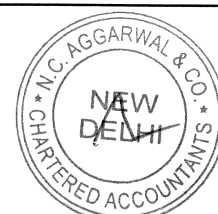
6. Related party transactions

In accordance with the requirements of IND AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods, are:

Related party name and relationship

1. Key Managerial personnel

S. No.	Name	Particulars
1	Mr. Umesh Chopra	Director
2	Mr. Rakesh Kumar Aggarwal upto 31.03.2017	Director
3	Mr. Neelesh Gupta	Director
4	Ms. Megha Gupta	Director



Jindal Urban Waste Management (Jaipur) Limited
Statement of Significant Accounting Policies & Notes to Financial Statements
Note No-6

2. Parent, direct subsidiaries and indirect subsidiaries.

S. No.	Name of the Entity	Relationship
1	JITF Infralogistics Limited	Ultimate Parent Company
2	JITF Urban Infrastructure Services Limited	Parent Company
3	JITF Urban Infrastructure Limited	Holding Company
4	JITF Water Infrastructure Limited	Fellow Holding
5	Jindal Rail Infrastructure Limited	Fellow Holding
6	JITF Water Infra (Naya Raipur) Limited	Fellow Step down Subsidiary
7	JITF ESIPL CETP (Sitarganj) Limited	Fellow Step down Subsidiary
8	JITF Industrial Infrastructure Development Company Limited	Fellow Step down Subsidiary
9	JITF Urban Waste Management (Ferozepur) Limited	Fellow Subsidiary
10	JITF Urban Waste Management (Jalandhar) Limited	Fellow Subsidiary
11	JITF Urban Waste Management (Bathinda) Limited	Fellow Subsidiary
12	Jindal Urban Waste Management (Vishakhapatnam) Limited	Fellow Subsidiary
13	Jindal Urban Waste Management (Tirupati) Limited	Fellow Subsidiary
14	Timarpur-Okhla Waste Management Company Private Limited	Fellow Subsidiary
15	Jindal Urban Waste Management (Guntur) Limited	Fellow Subsidiary
16	Jindal Urban Waste Management (Jodhpur) Limited w.e.f. 13.02.2017	Fellow Subsidiary
17	Jindal Urban Waste Management (Ahmedabad) Limited w.e.f. 05.09.2016	Fellow Subsidiary

3. Joint ventures/ associates of direct and indirect subsidiaries.

S. No.	Name of the Entity	Relationship
1	JWIL-SSIL (JV)	Joint Venture of fellow holding
2	SMC-JWIL(JV)	Joint Venture of fellow holding
3	JWIL-Ranhill (JV)	Joint Venture of fellow holding
4	TAPI-JWIL (JV)	Joint Venture of fellow holding
5	Eldeco SIDCUL Industrial Park Limited	Associate/Joint Venture of fellow holding
6	Ladurner SRL	Associate/Joint Venture of holding company

4. Trust under common control

S. No.	Name of the Entity	Relationship
1	JITF Urban Infrastructure Limited Employees Group Gratuity Assurance Scheme	Post employment benefit plan of holding company

Related Parties Transactions

(Amount in ₹)

S.NO.	Particulars	Holding Company
		2016-17
A	Transactions	
	Equity share Capital added during the year	
	JITF Urban Infrastructure Limited	500,000
	Expenses incurred by others and reimbursed by company	
	JITF Urban Infrastructure Limited	532,101
B	Outstanding balances	
	Equity Share Capital by Holding	
	JITF Urban Infrastructure Limited	500,000
	Payables	
	JITF Urban Infrastructure Limited	532,101



Jindal Urban Waste Management (Jaipur) Limited
Statement of Significant Accounting Policies & Notes to Financial Statements
Note No-6

7. Earnings per Share

The following is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share:

Particulars	(Number of shares)
	Period ended March 31, 2017
Issued equity shares	50,000
Weighted average shares outstanding - Basic and Diluted - A	50,000

Net profit available to equity holders of the Company used in the basic and diluted earnings per share was determined as follows:

Particulars	(Amount in ₹)
	Period ended March 31, 2017
Profit/loss after tax - C	(12,450)
Profit /(loss) for the year after tax for EPS	(12,450)
Basic and Diluted Earnings per share (C/A)	(0.25)

8. The detail of Specified Bank Notes held and transacted during the period from 8th November, 2016 to 30th December, 2016 as required by Ministry of Corporate Affairs vide notification no G.S.R 308 (E) dated 30th March, 2017 is as follows:

Particulars	(Amount in ₹)		
	SBNs	Other Denomination notes	Total
Closing Cash in hand as on 08.11.2016	-	-	-
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in banks	-	-	-
Closing Cash in hand as on 30.12.2016	-	-	-

9. Since, this is the first year of the Company from the date of incorporation i.e. 10th October, 2016. There are no previous year's figures. The Company has not yet commenced operations.

10. Notes 1 to 9 are annexed to and form an integral part of financial statements.

As per our report of even date attached

For **N.C. Aggarwal & Co.**

Chartered Accountants

Firm Registration No. 003273N

Rishu Bansal

Rishu Bansal

Partner

M.No. 520759

Place : New Delhi

Dated : 16th May 2017



For and on behalf of the Board of Directors of
Jindal Urban Waste Management (Jaipur) Limited

Neelesh Gupta

Neelesh Gupta

Director

DIN - 06687420

Megha Gupta

Megha Gupta

Director

DIN - 07256603