

NITESH ESTATES LIMITED
(CIN: L07010KA2004PLC033412)

Regd. Office: NITESH TIMESQUARE, 7TH FLOOR NO.8 M.G. ROAD, BENGALURU 560 001
Ph: +91-80-4017 4000 Fax: +91-80-2555 0825 Web: www.nithestates.com Email ID: investor@nithestates.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with
Rule 22 of Companies (Management and Administration) Rules, 2014]

TO THE MEMBERS OF

NEL

Bengaluru

NOTICE IS HEREBY given pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014 to seek members approval by way of postal ballot/electronic voting (e-voting) in respect of Resolutions contained in the Special Business given herein under:

Members' consent is requested for the proposals contained in the Resolutions appended below.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 pertaining to the said resolutions setting out the material facts and the reasons thereof is annexed hereto along with a Postal Ballot Notice (the "Notice") seeking the Member's assent or dissent to the proposed resolutions.

Item No 1: To approve the re-appointment and the remuneration payable to Mr. L. S. Vaidyanathan, as Whole-time Director designated as Executive Director – Business Development of the Company

To consider and if thought fit, pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof (“the Act”), read with Schedule V to the Act and subject to the previous approval of the Central Government, if so required, approval be and is hereby accorded to the re-appointment of Mr. L. S. Vaidyanathan as a Whole-time Director of the Company **for a period of three years, with effect from 1st April 2017.**

RESOLVED FURTHER THAT subject to the provisions of Sections 196, 197 read with Schedule V of the Companies Act, 2013, Mr. L S Vaidyanathan as a Whole-time Director of the Company, be paid such remuneration (including perquisites) and upon such terms and conditions as set out in the draft Agreement to be entered into between the Company and Mr. L S Vaidyanathan with the authority to the Board of Directors (“the Board” which shall be deemed to include any Committee of the Board) to alter or vary the terms and conditions of his re-appointment as may be agreed between the Board and Mr. L S Vaidyanathan subject to the limits specified in Schedule V to the Act or such other limits as may be approved by the Central Government, if so required.

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year or during the tenure of Mr. L S Vaidyanathan as Whole-time Director, the remuneration (including perquisites) as set out in the aforesaid draft Agreement be paid to him as minimum remuneration.

RESOLVED FURTHER THAT subject to the provisions of Section 152 of the Companies Act, 2013, Mr. L S Vaidyanathan shall not be liable to retire by rotation during his tenure as a Whole-time Director of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, expedient, usual or proper to give full effect to this resolution and to accept any modification/conditions that may be prescribed by the Central Government while according its approval, if any”

Item No 2: To rescind the increase in Authorised Capital, as approved at Annual General Meeting held on 28th September 2016.

To consider and if thought fit, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT the Resolution No. 4 increasing the Authorised Capital of the Company from Rs 150 Cr to Rs.500 Cr as approved at the Annual General meeting held on 28th September 2016 and the consequential changes to the Clause V of the Memorandum of Association of the Company be and are hereby rescinded and the Status quo ante be and is hereby restored.

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be read as under:

V. The Authorised Share Capital of the Company is Rs.150,00,00,000 (Rupees One hundred and fifty Crores only) divided into 15,00,00,000 (Fifteen Crores) equity shares of Rs.10/- each (Rupees Ten Only), with power to increase and/or reduce the Capital of the Company from time to time in accordance with the regulations of the Company and the legislative provisions for the time being in force in this behalf and with the power to divide or consolidate the shares in the capital for the time being, into several classes or kinds and to attach thereto respectively and preferential deferred, qualified or special rights, privileges or conditions as may be determined and to vary, modify and abrogate any such rights, privileges or conditions in such manner as may be provided or determined.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any committee constituted by the Board or any person(s) authorized by the Board in this regard) be and is hereby authorised to do all such acts, deeds, matters and things including but not limited to filing of necessary forms/documents with the appropriate authorities and to execute all such deeds, documents, instruments and writings as it may in its sole and absolute discretion deem necessary or expedient and to settle any question, difficulty or doubt that may arise in regard thereto without being required to seek any further consent or approval of the shareholders or otherwise and that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution.

By Order of the Board of Directors,
For **NITESH ESTATES LIMITED**

Registered Office:

Nitesh Timesquare, 7th Floor
No 8 M.G. Road, Bengaluru, 560001
Dated: 22.02.2017

D. Srinivasan
Company Secretary &
Chief Compliance Officer

NOTES

1. The explanatory statement and reasons for the proposed Resolution pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto.
2. The notice of the Postal Ballot will also be placed at the Company's website www.niteshestates.com which will remain till the last date fixed for receipt of the postal ballots from the members.
3. The Company has appointed Mr. Sudhindra K. S, Practicing Company Secretary (FCS No: 7909, CP No. 8190), Bengaluru as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
4. The Postal Ballot Form and the self addressed Business Reply Envelope (postage pre paid, if posted in India) are enclosed for the all the members whose names appear in the Register of Members / list of Beneficial Owners, received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited (CDSL) as on February, 17, 2017.
5. The members are requested to carefully read the instructions printed in the Postal Ballot Form and return the said Postal Ballot Form (**no other form or photocopy of the Postal Ballot Form is permitted**) duly completed with the assent (for) or dissent (against), in the attached pre-paid envelope, so as to reach the Scrutinizer not later than the close of working hours on **March 29, 2017** to be eligible for being considered, failing which, it will be strictly treated as if no reply has been received from the Member.
6. Upon completion of the scrutiny of the Forms, the Scrutinizer will submit his report to the Managing Director or any other Executive Director as authorised by the Board of the Company. Subsequently, the result of the Postal Ballot will be announced by the Managing Director or any other Executive Director as authorised by the Board on **March 30, 2017** at the Registered Office of the Company.
7. The Result of the Postal Ballot will be posted on the Company's website www.niteshestates.com along with Scrutinizers Report besides being communicated to the Stock Exchanges where the Equity Shares of the Company are listed and will be published in English and Kannada Newspapers.
8. **The procedure and instructions for the voting through electronic means is, as follows:**

Open your web browser during the voting period and log on to the e-voting website <https://evoting.karvy.com>

Now, fill up the following details in the appropriate boxes:

User-ID	a) For NSDL:- 8 characters DP ID followed by 8 Digits Client ID b) For CDSL:- 16 digits beneficiary ID
Password : please refer to the cover email enclosing this Notice	
PAN* Enter your 10 digit alpha-numeric PAN issued by Income Tax Department	
* Members who have not updated their PAN with the Company are requested to use default number 'ABCDE12345' in the PAN field.	

- a) After entering the details appropriately, click on **LOGIN**.
- b) You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- c) You need to login again with the new credentials.
- d) On successful login, the system will prompt you to select the EVENT i.e., NITESH ESTATES
- e) On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting/dissenting to the Resolution then enter all shares and click "FOR" / "AGAINST" as the case may be. You are not required to cast all your votes in the same manner.
- f) Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.
- g) Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.
- h) Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail: sudhindraksfcs@gmail.com
- i) Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.
- j) The Portal will remain open for voting from: 9.00 A.M. on Tuesday, 28th February 2017 to 5.00 P.M. on Wednesday, 29th March 2017 (both days inclusive).**
- k) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.karvy.com> or contact Mr. Rajendra Prasad, Karvy Computershare Pvt. Ltd. at 040-67161500 or at 1800-345-4001 (toll free).
- l) The results of e-voting will be announced by the Company on its website and the same shall also be informed to the stock exchanges.
- m) Kindly note that once you have cast your vote you cannot modify.**

EXPLANATORY STATEMENT FOR THE PROPOSED RESOLUTIONS PURSUANT TO SECTION 102 READ WITH SECTION 110 OF THE COMPANIES ACT, 2013

Item No 1:

Mr. L S Vaidyanathan, Whole-time Director designated as Executive Director-Business Development was appointed for a period of three years from April 1, 2014 to March 31, 2017 with the remuneration of - Basic salary of Rs 95,85,000/- per annum & Performance linked pay not exceeding Rs 32,85,000/- per annum was approved by the Shareholders through Postal Ballot on May 19, 2014.

The Central Government accorded their approval for the appointment of Mr. L S Vaidyanathan for three years from April 1, 2014 to March 31, 2017 and for payment of total Remuneration of Rs. 1,28,00,000/- vide their letter SRNo. C03995636/2014 - CL-VII dated November 26, 2014.

In view of the aforesaid approval expiring on March 31, 2017, it is proposed to re appointment Mr. L S Vaidyanathan as Whole-time Director for a period of three years with effective April 1st, 2017. The remuneration for Mr. L S Vaidyanathan as Whole-time Director has been approved by the Board and the Nomination and Remuneration Committee at their meetings held on February 9, 2017.

The re-appointment of Mr. L S Vaidyanathan and the remuneration payable to him are subject to the consent of the shareholders in general meeting and also of the Central Government, if so required, in view of the inadequacy of profits.

The material terms of the draft Agreement to be entered into between the Company and Mr. L S Vaidyanathan are set out below:-

- I. Basic salary of Rs 95,85,000/- (Rupees Ninety Five Lakh Eighty Five Thousand Only) per annum.
- II. Performance linked pay not exceeding Rs 32,85,000/- (Rupees Thirty Two Lakh Eighty Five Thousand Only) which will be approved by the Nomination and Remuneration Committee, at the end of each year
- III. Use of telephone(s) in Mr. Vaidyanathan's residence; mobile phone and blackberry phone, the rent, call charges for the Company's business and other outgoings in respect thereof being paid by the Company;
- IV. A chauffeur driven motor car, all expenses for the running, maintenance and upkeep of such motor car as also the salary of the chauffeur being borne and paid by the Company;
- V. Reimbursement of medical expenses reasonably incurred by Mr. Vaidyanathan and his family and approved by the Chairman and/or the Board;
- VI. Reimbursement of entertainment expenses reasonably incurred by Mr. Vaidyanathan wholly and exclusively for the purpose of the business of the Company and approved by the Chairman and/or the Board;
- VII. Eligible for Employee Group medical insurance and benefit of personal accident insurance policy, the premium of which shall be borne by the Company.
- VIII. Benefit of the Company's Provident Fund Scheme in accordance with the rules of the Scheme in force for the time being provided that the Company's contribution thereto shall not exceed 12% (twelve per cent) of Mr. Vaidyanathan's salary as laid down in the Income-tax Rules, 1962 in force for the time being and from time to time;
- IX. Leave on full remuneration in accordance with the rules of the Company in force for the time being and amended from time to time;
- X. He is also eligible to participate in the Company's Employee Stock Option Plan/ Scheme, if announced; and
- XI. Two club membership, the annual fee will be payable by the Company.

The expression "family" used in above shall mean Mr. Vaidyanathan's spouse and dependent children.

Income-tax, if any, on or in respect of the remuneration stated above shall be borne and paid by Mr. Vaidyanathan.

Save as aforesaid, Mr. Vaidyanathan shall not be entitled to any other payment, benefit or perquisite, whether by way of remuneration, compensation or otherwise, for or in respect of or by virtue of his employment with the Company as a whole-time Director designated as Executive Director – Business Development

In the event of any loss or inadequacy of profit in any of the financial year during the revised tenure of Mr. L S Vaidyanathan as Whole-time Director, the remuneration (including perquisites) as set out in the aforesaid draft Agreement be paid to him as minimum remuneration.

The Board including the committee thereof is authorised to alter or amend the terms of appointment and the benefits within the overall remuneration as approved supra.

The approval of the Members is being sought for Mr. L S Vaidyanathan re-appointment as Whole-time Director and for the aforesaid remuneration proposed to be paid to him. Hence, the Special resolution is submitted to the Members seeking consent under the Postal Ballot rules. In terms of the Schedule V of the Companies Act, 2013 the company has received no objection from the secured creditors for the aforesaid remuneration, which may be noted and no further approval is required on the aforesaid item.

The Board considers that the remuneration and perquisites proposed to be paid to Mr. L S Vaidyanathan are commensurate with his duties and responsibilities as a Whole-time Director designated as Executive Director – Business Development. Therefore it is recommended to consider the resolution set out at Item No.1 of the Notice for your approval.

Mr L S Vaidyanathan hold 1,39,501 equity shares representing 0.09% of total equity share capital of the Company. He is also serving as Managing Director of Nitesh Housing Developers Private Limited ('NHDPL'), a 100% Subsidiary of the Company w.e.f. August 8, 2016 without any remuneration payable to him.

The statement as per Section II (iv) of Part II of Schedule V to the Companies Act, 2013 for appointment of Mr. L S Vaidyanathan as Whole time Director is set out below as Annexure I to this Explanatory Statement.

None of the Director is concerned/ interested directly or indirectly, other than appointee.

All documents pertaining to the appointment will be available for inspection at the Registered Office of the Company on any working day during the Company's business hours between 10.00 a.m. to 12 noon.

Item No 2:

At the annual general meeting held on the September 28, 2016 the company had approved the increase in authorised capital from Rs.150,00,00,000 (Rupees One Hundred and Fifty Crores) to Rs.500,00,00,000 (Rupees Five Hundred Crores) to enable the company to raise further capital for its future plans. However, considering the current economic situation it was decided by the board to defer the increase in authorised capital.

Accordingly, the resolution No.2 is submitted to the shareholders for approval, as a resolution previously approved by them can be rescinded subsequently only by another resolution of the same body. The resolution by postal ballot is deemed to have been passed at a general meeting of the shareholders.

None of the directors are interested in this resolution

Documents in respect of the proposed investment are available for inspection at the Registered Office of the Company on any working day Monday to Friday during the Company's business hours between 10.00 a.m. to 12 noon.

ANNEXURE I

STATEMENT OF INFORMATION PROVIDED IN TERMS OF THE SECTION II (IV) OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013

I. General Information

1. Nature of industry	Construction, Development of Projects including Real Estate, Housing, Commercial premises, hospitality etc.				
2. Date or expected date of commencement of commercial production	2004 (Date of Incorporation : 20 th February 2004)				
3. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable				
4. Financial performance based on given indicators Rs. Cr.	Details	2013-14	2014-15	2015-16	
	Paid Up Capital	145.83	145.83	145.83	
	Reserves & Surplus	288.69	308.37	286.83	
	Turnover	112.05	125.01	87.12	
	Profit/(Loss) Before Tax	8.81	24.98	(21.71)	
	Profit/(Loss) After Tax	7.70	20.23	(21.36)	
5. Export performance and net foreign exchange collaborations	No foreign exchange earnings on account of Export				
6. Foreign Investment or Collaboration Amount in Rs Cr.	FDI 2006-07 : 32.85 Cr. 2007-08 : <u>3.65 Cr.</u> Total <u>36.50 Cr.</u> During the IPO in April 2010 total amount in foreign currency collected from FII /QIB Rs. 208.86 Cr., towards Equity and Share Premium.				

II. Information about the appointee:

(1) Background details	<p>Mr. L S Vaidyanathan holds a Bachelor of science degree from Madras University. He is also a Chartered Accountant from the Institute of Chartered Accountants of India. Before joining the Company in the year 2005. Mr. Vaidyanathan was a Practising Chartered Accountant. Mr. Vaidyanathan has over 31 years of experience in auditing, consulting, and in real estate industry. He was also a partner in Janardhan & Associates, K S Sanghavi & Company, Chartered Accountants, Bengaluru</p> <p>Mr Vaidyanathan has been associated with the real estate industry for the last 28 years. As a Director of the Company, Mr Vaidyanathan is responsible for all strategic matters relating to business including business development, transaction strategy, Resources mobilisation and Direct Taxation.</p>
(2) Past 3 (Three) Financial years remuneration	<p>For F.Yr 2013-14 - Rs 1, 28, 00,000– as approved by the Central Government For F.Yr 2014-15 – Rs 1, 28, 00,000– as approved by the Central Government For F.Yr 2015-16 – Rs 1, 28, 00,000– as approved by the Central Government.</p>
(3) Recognition or awards	<p>NA</p>
(4) Job profile and his suitability	<p>Mr. L.S. Vaidyanathan is holding the position of Whole-time Director designated as Executive Director – Business Development. He is responsible for Business Development, identification of new projects and acquisition of land / land rights through Joint Development / JV as the case may be.</p> <p>As a qualified Chartered Accountant Mr. L. S. Vaidyanathan is adept in financial dealings and is capable of evaluating the potential opportunities and assessing the risk in the business. His 28 years of previous experience as Practicing Chartered Accountant his exposure to various Real Estate firms / business is an asset to the Company. He is an acknowledged leader in the Real Estate market.</p>
(5) Remuneration proposed	<p>Proposal:</p> <p>(i) Basic salary of Rs 95,85,000/- (Rupees Ninety Five Lakh Eighty Five Thousand Only) per annum.</p> <p>(ii) Performance linked pay not exceeding Rs 32,85,000/- (Rupees Thirty Two Lakh Eighty Five Thousand Only) which will be approved by the Nomination and Remuneration Committee, at the end of each year</p> <p>(iii) Use of telephone(s) in Mr. Vaidyanathan's residence; mobile phone and blackberry phone, the rent, call charges for the Company's business and other outgoings in respect thereof being paid by the Company;</p> <p>(iv) A chauffeur driven motor car, all expenses for the running, maintenance and upkeep of such motor car as also the salary of the chauffeur being borne and paid by the Company;</p> <p>(v) Reimbursement of medical expenses reasonably incurred by Mr. L.S Vaidyanathan and his family and approved by the Chairman and/or the Board;</p> <p>(vi) Reimbursement of entertainment expenses reasonably incurred by Mr. L.S Vaidyanathan wholly and exclusively for the purpose of the business of the Company and approved by the Chairman and/or the Board;</p> <p>(vii) Eligible for Employee Group medical insurance and benefit of personal accident insurance policy, the premium of which shall be borne by the Company.</p> <p>(viii) Benefit of the Company's Provident Fund Scheme in accordance with the rules of the Scheme in force for the time being provided that the Company's contribution thereto shall not exceed 12% (twelve per cent) of Mr. L.S Vaidyanathan's salary as laid down in the Income-tax Rules, 1962 in force for the time being and from time to time;</p> <p>(ix) Leave on full remuneration in accordance with the rules of the Company in force for the time being and amended from time to time;</p> <p>(x) He is also eligible to participate in the Company's Employee Stock Option Plan/ Scheme, if announced; and</p> <p>(xi) Two club membership, the annual fee will be payable by the Company.</p> <p>The expression "family" used in above shall mean Mr. Vaidyanathan's spouse and dependent children.</p> <p>Income-tax, if any, on or in respect of the remuneration stated above shall be borne and paid by Mr. Vaidyanathan.</p> <p>Save as aforesaid, Mr. Vaidyanathan shall not be entitled to any other payment, benefit or perquisite, whether by way of remuneration, compensation or otherwise, for or in respect or by virtue of his employment with the Company as a whole-time Director designated as Executive Director – Business Development.</p>

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin)	Mr. L.S. Vaidyanathan, being a Chartered Accountant with experience over 31 years will receive a higher remuneration in any sector. With his 28 years of experience in this Real Estate Business the proposed remuneration is much lower compared to other in similar Board level position.		
	Name of the employee and Employer	Position, Qualification, Exp	Remuneration as disclosed in Annual Report for F.Y. 2015-16 (Rs. in Crs.)
	Mr.Ashish Puravankara Puravankara Projects Ltd	Whole time Director, MBA, 14 yrs	1.40
	Mr. Irfan Razack Prestige Estates Projects Limited	Managing Director B.Com, 40 Yrs	7.40
Mr. J.C. Sharma, Sobha Ltd.	Vice Chairman & Managing Director, B.Com, ACA, ACS, 30 Yrs	4.10	
(7) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.	There is no pecuniary relationship direct or indirect with the Company and Mr. L.S. Vaidyanathan is not related to any Director of the Company.		

III. Other information:

(1) Reasons of loss or inadequate profits	<p>a. The Company has achieved a lower Turnover during the last Financial Year 2016 compared to the preceding Fiscal Year 2015, on a standalone basis, mainly due to reduction in Contractual Receipts and also slight reduction in the Income from Property Development. The Contractual Income has declined, as the projects fetching the same got completed during the Year, resulting in lower billing compared to the preceding year. Similarly the Properties which are under Development in the preceding year have reached a completion stage during the year, impacting the billing in comparison to the previous year.</p> <p>b. The Company follows the Percentage Of Completion Method for recognition of Revenue, as per which the Projects have to reach a minimum threshold limit of Construction, Sales and Collection, due to which the Revenue from the New Projects undertaken by the Company could not be recognized. As a result the Total Income for the year FY16 was lower compared to FY15.</p> <p>c. The Operating Margin was significantly lower consequent upon decline in the Total Income, however the fixed costs were fully charged off as per the Accounting norms, resulting in net Loss during the Financial Year 2015-16.</p> <p>d. The Company, however, achieved a positive Cash Flow, due to improved Cash Inflows from the Projects on account of higher Sales from the new Projects and thereby increase in Collections from the Customers.</p>
(2) Steps taken or proposed to be taken for improvement:	<p>The Company's Ongoing projects (on a consolidated basis)</p> <p>15 residential projects at various stages of construction, with a developable area of 7.18 mn sq. ft. 3 commercial projects with a developable area of 0.70 mn sq. ft. 1 Hospitality project in Goa with a developable area of 0.20 mn sq. ft.</p> <p>Upcoming Projects</p> <p>a. Nitesh Mall with a developable area of 1.11 mn sq. ft. b. 1.96 mn sq. ft. for future development c. Projects to be spread across various asset classes and geographies</p> <p>The upcoming projects will also have higher realization of revenue and also continued rental income.</p> <p>The table below shows the ongoing and upcoming projects:</p>

Ongoing/Upcoming projects	Numbers	Developable area (million sqft)
Residential	15	7.18
Shopping Mall	1	1.11
Commercial	3	0.70
Hospitality	1	0.20
Total	20	9.19

The total revenue potential of 15 ongoing/upcoming residential projects estimated to be Rs. 3251.3 Cr. As on Sept 2016, the income recognised from ongoing projects stood at Rs. 570.2 Cr and total income unrecognised is Rs. 461.9 Cr. The remaining sales potential from ongoing projects by FY 2021 estimated up to Rs. 2219.2 Cr

The Company has strategized to have more of Joint Development in the project, thereby reducing the upfront payout of money. This reduces the borrowings of the Company.

The Company has implemented SAP system for efficient planning of material and business activities, which will reduce the cost.

The Company selectivity looking at opportunities into new geographies such as Goa, Chennai and Kochi to build a balanced project portfolio for a sustainable growth

(3) Expected increase in productivity and profits in measurable terms

**Projected financials for next three years:
(Amount in Rs. Cr)**

Expected increase in productivity and profits in measurable terms Projected financials for next three years: (Amount in Rs. Cr)			
Financial Year	Mar-17	Mar-18	Mar-19
Turn over	120.00	180.00	240.00
PBT	1.50	6.00	20.00
PAT	1.00	4.20	14.00

By Order of the Board of Directors,
For **NITESH ESTATES LIMITED**

Registered Office:
Nitesh Timesquare, 7th Floor
No 8 M.G. Road, Bengaluru, 560001
Dated: 22.02.2017

D. Srinivasan
Company Secretary &
Chief Compliance Officer