

<b>VALIA &amp; TIMBADIA</b> <b>CHARTERED ACCOUNTANTS</b>	Tel: Off: 2269 2624 / 2269 9664/40040216 E-mail: <a href="mailto:valtim09@gmail.com">valtim09@gmail.com</a> 32, Trinity Chambers, 117, Bora Bazar Street, Fort, Mumbai – 400 001.
<b>ARVIND P. VALIA</b> B.COM. (Hons.), F.C.A. <b>HITEN C. TIMBADIA</b> B.COM. L.L.B. (GEN), F.C.A.	

## INDEPENDENT AUDITOR’S REPORT

### TO THE MEMBERS OF NEETNAV REAL ESTATE PRIVATE LIMITED

#### Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS Financial Statements of **NEETNAV REAL ESTATE PRIVATE LIMITED** (the “Company”), which comprise the Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss (including other Comprehensive income), the statement of Cash Flows and Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (herein after referred to as “Ind AS financial statements”)

#### 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 Ind AS Financial Statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Principles generally accepted in India, including the Accounting Standards (Ind AS) referred to in Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS Financial Statements based on our audit.

We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the Audit Report.

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 Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS Financial Statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Ind AS 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 and fair presentation of the Ind AS Financial Statements, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the

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reasonableness of the accounting estimates made by the Company's Directors; as well as evaluating the overall presentation of the Ind AS 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 Ind AS 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 and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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 including the Ind AS, of the financial position of the Company as at 31 March, 2017, and its financial performance including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (herein after referred to as the "Order"), and on the basis of such checks and records of the Company as we consider appropriate and according to the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013 read with the Rule 7 of the Companies (Account) Rules 2014.

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- e) On the basis of written representations received from the directors as on March 31, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164(2) of the Companies Act, 2013.
- f) On the basis of overall examination of records and nature of activities carried out by the company, in all material aspect, the company has an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential 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
- g) With respect to other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us, we report as under:
- (i) The Company has disclosed the impact of pending litigations as at March 31, 2017, if any, on its financial position in its Ind AS Financial Statements.
  - (ii) The Company has made provisions as at March 31, 2017, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
  - (iii) There was no amount required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2017.
  - (iv) The Company did not have any holdings or dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 –Refer Note 13(C)4 to the Ind AS financial statements.

**FOR VALIA AND TIMBADIA**  
CHARTERED ACCOUNTANTS  
(Firm Registration No. 112241W)

**HITEN C. TIMBADIA**  
Partner  
Membership No. 038429.

PLACE: MUMBAI  
DATED: 10<sup>th</sup> May, 2017.

<b>VALIA &amp; TIMBADIA</b> <b>CHARTERED ACCOUNTANTS</b>	Tel: Off: 2269 2624 / 2269 9664/40040216 E-mail: <a href="mailto:valtim09@gmail.com">valtim09@gmail.com</a> 32, Trinity Chambers, 117, Bora Bazar Street, Fort, Mumbai – 400 001.
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## Annexure to Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirements" of our report of even date of NEETNAV REAL ESTATE PRIVATE LIMITED.

1. The Company does not have any fixed assets: hence the requirements of maintenance of records, physical verification and discrepancy for the same are not applicable.
2. The Company does not have any Inventories; hence the requirements of maintenance of records, physical verification and discrepancy for the same are not applicable.
3. As per the information & explanation give to us, the Company has not granted any loans, secured or unsecured to the companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly provisions of clause (iii) (a), (b) and (c) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
4. The Company has not given any loans, guarantee and securities during the year: hence the provisions of Section 185 are not applicable to the company. The Company has complied with provisions of Section 186 of the Companies Act, 2013 in respect of Investments made during the year.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sec.73 to Sec.76 of the Act and the Rules framed there under to the extend notified. Therefore provisions of Clause (v) of the Companies (Auditors' Report) Order, 2016 are not applicable to the Company.
6. As informed to us, the maintenance of Cost Records has not been prescribed by the Central government u/s 148(1) of the Companies Act, 2013, in respect of the activities carried on by the Company.
7. a) According to the information and explanations given to us and the records examined by us, the Company is regular in depositing with appropriate authorities undisputed statutory dues if any required, including provident fund, employees' state insurance, income tax, sales tax, service tax, customs duty, duty of excise, value added tax, cess and other statutory dues and there are no undisputed statutory dues outstanding as at 31st March 2017 for a period more than six months from the date they became payable.  
  
b) According to the information and explanations given to us and according to the records of the Company, there are no dues of sales tax, income tax, customs, wealth tax, excise duty, service tax, income tax, sales tax, service tax, customs duty, duty of excise, value added tax, which have not been deposited on account of any dispute.

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8. According to the information and explanations given to us, the Company has not taken any loans or borrowings from financial institution, bank, government, debenture holders. Therefore provisions of Clause (viii) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
9. According to the information and explanations given to us, the Company has not raised monies by way of initial public offer or further public offer (including debts instruments) and term loans during the year. Therefore provisions of Clause (ix) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
10. As per the information and explanations given to us, no fraud on or by the Company by its officers or employees has been noticed or reported during the year.
11. No managerial Remuneration has been paid or provided during the year. Therefore provisions of Clause (xi) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
12. The company is not a Nidhi Company and therefore provisions of Clause (xii) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
13. As per the information and explanations given to us, all Related Party Transactions entered during the year, are in compliance with Section 177 and 188 of Companies Act, 2013, where applicable, and are properly disclosed as per the relevant Accounting Standards.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore provisions of Clause (xiv) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
15. As per the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him. Therefore provisions of Clause (xv) of the Companies (Auditors` Report) Order, 2016 are not applicable to the Company.
16. As per the information and explanations given to us, the Company is not required to be registered under 45-IA of the Reserve Bank of India Act, 1934 and therefore no registration was obtained.

FOR VALIA AND TIMBADIA  
CHARTERED ACCOUNTANTS  
(Firm Registration No. 112241W)

**HITEN C. TIMBADIA**  
Partner  
Membership No. 038429.

PLACE: MUMBAI  
DATED: 10<sup>th</sup> May, 2017.

**NEETNAV REAL ESTATE PRIVATE LIMITED  
BALANCE SHEET AS AT 31st MARCH, 2017**

Amount ₹

	Notes	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
<b>ASSETS</b>				
<b>Non-current assets</b>				
Investment Property	1	3,04,50,60,000	3,04,50,60,000	3,04,50,60,000
Other non-current assets	2	79,86,055	68,88,303	47,89,150
<b>Total non-current assets</b>		<b>3,05,30,46,055</b>	<b>3,05,19,48,303</b>	<b>3,04,98,49,150</b>
<b>Current assets</b>				
<b>Financial assets</b>				
Other investments	1	30,77,571	40,18,780	66,07,306
Cash and cash equivalents	3	3,07,933	1,41,038	12,14,126
Other financial assets	4	2,11,03,637	1,90,31,789	16,44,94,959
<b>Total current assets</b>		<b>2,44,89,141</b>	<b>2,31,91,607</b>	<b>17,23,16,391</b>
<b>TOTAL ASSETS</b>		<b>3,07,75,35,196</b>	<b>3,07,51,39,910</b>	<b>3,22,21,65,541</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Equity share capital	5	1,00,000	1,00,000	1,00,000
Other equity (Ref:Statement of Changes of Equity)		2,92,01,34,321	2,91,92,89,647	2,91,83,45,240
<b>Total equity</b>		<b>2,92,02,34,321</b>	<b>2,91,93,89,647</b>	<b>2,91,84,45,240</b>
<b>Non-current liabilities</b>				
<b>Financial liabilities</b>				
Borrowings	6	7,69,737	7,12,719	14,22,49,925
Deferred tax liabilities (Refer Note 13 C - 2)		19,110	-	-
Other financial liabilities	7	15,00,00,000	15,00,00,000	15,00,00,000
<b>Total Non-current liabilities</b>		<b>15,07,88,847</b>	<b>15,07,12,719</b>	<b>29,22,49,925</b>
<b>Current liabilities</b>				
Other current liabilities	8	65,12,029	50,37,544	1,14,70,376
<b>Total current liabilities</b>		<b>65,12,029</b>	<b>50,37,544</b>	<b>1,14,70,376</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>3,07,75,35,196</b>	<b>3,07,51,39,910</b>	<b>3,22,21,65,541</b>

See accompanying notes to the financial statements

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**AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD**  
**For VALIA & TIMBADIA**  
**Chartered Accountants**  
**(Firm Registration No.112241W)**

**Hiten C. Timbadia**  
**Partner**  
**(Membership No.038429)**

**Chandrakant K. Agrawal**  
**Director**  
**DIN: 02525499**

**Suresh Kumar R. Ajmera**  
**Director**  
**DIN: 05332994**

**PLACE : MUMBAI**  
**DATE : 10/05/2017**

**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2017**

Amount ₹

	Notes	Year ended 31-Mar-17	Year ended 31-Mar-16
Revenue from operations	9	12,00,000	12,00,000
Other income	10	4,58,791	25,76,990
<b>Total income</b>		<b>16,58,791</b>	<b>37,76,990</b>
<b>Expenses</b>			
Other expenses	11	3,68,394	2,46,934
Finance Cost		57,018	20,42,812
<b>Total expenses</b>		<b>4,25,411</b>	<b>22,89,746</b>
<b>Profit before tax</b>		<b>12,33,380</b>	<b>14,87,244</b>
<b>Tax expenses</b>			
Current tax	12	3,69,597	5,42,837
Deferred tax		19,110	-
<b>Profit for the year</b>		<b>8,44,673</b>	<b>9,44,407</b>
<b>Other comprehensive income</b>			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
<b>Total other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive Profit for the year</b>		<b>8,44,673</b>	<b>9,44,407</b>
<b>Earnings per equity share (face value per equity shares - ₹ 10)</b>			
Basic (in ₹)		84.47	94.44
Diluted (in ₹)		84.47	94.44

See accompanying notes to the financial statements

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**AS PER OUR REPORT OF EVEN DATE ATTACHED**  
**For VALIA & TIMBADIA**  
Chartered Accountants  
(Firm Registration No.112241W)

**FOR AND ON BEHALF OF THE BOARD**

**Hiten C. Timbadia**  
Partner  
(Membership No.038429)

**Chandrakant K. Agrawal**  
Director  
DIN: 02525499

**Suresh Kumar R. Ajmera**  
Director  
DIN: 05332994

**PLACE : MUMBAI**  
**DATE : 10/05/2017**

**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017**

PARTICULARS	Year Ended 31-Mar-17 Amount ₹	Year Ended 31-Mar-16 Amount ₹
<b>A) Cash flow From Operating Activities</b>		
Net Profit Before Tax	12,33,380	14,87,244
<u>Adjustments for</u>		
Profit on sale of Investment	(4,58,791)	(5,39,044)
Other Income (Interest and investment income)	-	(20,37,946)
Interest Expenses (Paid + Unwinding of finance cost)	57,018	20,42,812
<b>Operating (Loss) / Profit before Working Capital change</b>	<b>8,31,607</b>	<b>9,53,066</b>
<b>Changes in working capital</b>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Decrease / (Increase) in Sundry Debtors	(20,71,848)	14,54,63,170
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
(Decrease) / Increase - Trade & Other payables	14,74,485	(64,32,832)
Income Tax paid	(14,67,348)	(26,41,991)
<b>Net Cash Flows from Operating Activities</b>	<b>(12,33,104)</b>	<b>13,73,41,413</b>
<b>B) Cash Flow from Investing Activities</b>		
Decrease / (Increase) in Current Investments	9,41,209	25,88,527
Interest and investment income	4,58,791	5,39,044
<b>Net Cash Flows from Investing Activities</b>	<b>14,00,000</b>	<b>31,27,571</b>
<b>C) Cash Flow from Financing Activities</b>		
Interest Income	-	20,37,946
Increase / (Decrease) in Long Term Borrowings	-	(14,15,90,000)
Interest Expenses (Paid)	-	(19,90,018)
<b>Net Cash Flows from Financing Activities</b>	<b>-</b>	<b>(14,15,42,072)</b>
<b>Net Increase / (Decrease) in Cash &amp; Cash equivalents</b>	<b>1,66,895</b>	<b>(10,73,088)</b>
Cash & Cash Equivalents at Beginning of the year	1,41,038	12,14,126
<b>Cash &amp; Cash Equivalents at the End of the Year</b>	<b>3,07,933</b>	<b>1,41,038</b>

Note : Cash & Cash Equivalents Consist of the cash /cheque in hand & bank balance in current Account.

AS PER OUR REPORT OF EVEN DATE ATTACHED  
For VALIA & TIMBADIA  
Chartered Accountants  
(Firm Registration No.112241W)

FOR AND ON BEHALF OF THE BOARD

Hiten C. Timbadia  
Partner  
(Membership No.038429)

Chandrakant K. Agrawal  
Director  
DIN: 02525499

Suresh Kumar R. Ajmera  
Director  
DIN: 05332994

PLACE : MUMBAI  
DATE : 10/05/2017



**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**STATEMENT OF CHANGES OF EQUITY FOR THE YEAR ENDED 31st MARCH, 2017**

Amount ₹

	Compulsorily Convertible Debentures	Reserve and surplus	Total
		Retained earnings (Surplus in profit and loss)	
Balance as at April 1, 2015	2,90,50,00,000	1,33,45,240	2,91,83,45,240
Profit for the year	-	9,44,407	9,44,407
Other comprehensive income for the year, net of income tax	-	-	-
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>9,44,407</b>	<b>9,44,407</b>
Balance as at March 31, 2016	2,90,50,00,000	1,42,89,647	2,91,92,89,647
Profit for the year	-	8,44,673	8,44,673
Other comprehensive income for the year, net of income tax	-	-	-
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>8,44,673</b>	<b>8,44,673</b>
Balance as at March 31, 2017	2,90,50,00,000	1,51,34,321	2,92,01,34,321

AS PER OUR REPORT OF EVEN DATE ATTACHED  
For VALIA & TIMBADIA  
Chartered Accountants  
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Suresh Kumar R. Ajmera  
Director  
DIN: 05332994

PLACE : MUMBAI  
DATE : 10/05/2017

**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017**

**NOTE : 1**  
**INVESTMENT PROPERTY**

	As at 31-Mar-17		As at 31-Mar-16		As at 01-Apr-15	
	Qty.	(₹)	Qty.	(₹)	Qty.	(₹)
<b>NON CURRENT ASSETS</b>						
<b>Investment Property</b>						
Unquoted - (At cost)						
Property at Goregaon "Sun House" (Fair value as on 31/03/2017 is 323.71 Crore as per stamp duty value in Ready Reckoner)	-	3,04,50,60,000	-	3,04,50,60,000	-	3,04,50,60,000
<b>Total investment Property - Non Current</b>	-	3,04,50,60,000	-	3,04,50,60,000	-	3,04,50,60,000
<b>CURRENT ASSETS</b>						
<b>Financial Assets</b>						
<b>Other Investments</b>						
Unquoted - (Fair value through Profit and Loss Account)						
Units of JP Morgan India -Liquid Fund - Growth Plan	-	-	-	-	3,63,850.43	66,07,306
Units of DHFL Pramerica - Insta Cash Plus Fund - Direct Plan - Growth	14,561.04	30,77,571	20,413.00	40,18,780	-	-
<b>Total other investments - Current</b>	14,561	30,77,571	20,413.00	40,18,780	3,63,850.43	66,07,306

**NOTE : 2**  
**OTHER NON-CURRENT ASSETS**

	Amount ₹		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
Unsecured considered good unless stated otherwise			
Security Deposit (Electricity)	35,00,000	35,00,000	35,00,000
Advance Income Tax & TDS net of Provision for Tax	44,86,055	33,88,303	12,89,150
	79,86,055	68,88,303	47,89,150

**NOTE : 3**  
**CASH AND CASH EQUIVALENTS**

	Amount ₹		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
Cash on hand	274	1,988	2,667
Balances with banks			
In current accounts	3,07,659	1,39,050	12,11,459
	3,07,933	1,41,038	12,14,126

**NOTE : 4**  
**OTHER CURRENT FINANCIAL ASSETS**

	Amount ₹		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
Unsecured considered good unless stated otherwise			
Interest accrued on investments / loans / balances with banks	-	-	77,32,283
Inter Corporate Deposit	-	-	6,25,00,000
Security deposits	-	-	8,75,00,000
Other receivables	2,11,03,637	1,90,31,789	67,62,676
	2,11,03,637	1,90,31,789	16,44,94,959

**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017**

**NOTE : 5**  
**EQUITY SHARE CAPITAL**

	As at 31-Mar-17		As at 31-Mar-16		As at 01-Apr-15	
	No. of shares	₹	No. of shares	₹	No. of shares	₹
<b>Authorised</b>						
Class "A" Equity shares of ₹ 10 each	10,000	1,00,000	10,000	1,00,000	10,000	1,00,000
Class "B" Equity shares of ₹ 10 each	5,00,000	50,00,000	5,00,000	50,00,000	5,00,000	50,00,000
Preference Shares of ₹ 10/- each.	5,00,000	50,00,000	5,00,000	50,00,000	5,00,000	50,00,000
	<b>10,10,000</b>	<b>1,01,00,000</b>	<b>10,10,000</b>	<b>1,01,00,000</b>	<b>10,10,000</b>	<b>1,01,00,000</b>
<b>Issued, subscribed and fully paid up</b>						
Class "A" Equity shares of ₹ 10 each	10,000	1,00,000	10,000	1,00,000	10,000	1,00,000
	<b>10,000</b>	<b>1,00,000</b>	<b>10,000</b>	<b>1,00,000</b>	<b>10,000</b>	<b>1,00,000</b>
<b>Reconciliation of fully paid equity shares</b>						
Opening balance	10,000	1,00,000	10,000	1,00,000	10,000	1,00,000
Add : shares allotted during the year pursuant to the scheme of amalgamation	-	-	-	-	-	-
Add : shares allotted to employees on exercise of employee stock option (excluding shares held by ESOP trust)	-	-	-	-	-	-
Less : buy back of shares	-	-	-	-	-	-
Closing balance	<b>10,000</b>	<b>1,00,000.00</b>	<b>10,000.00</b>	<b>1,00,000.00</b>	<b>10,000.00</b>	<b>1,00,000.00</b>
<b>Details of shareholders holding more than 5% in the Company</b>						
<b>Equity shares</b>						
M/s.Sun Pharmaceutical Industries Ltd	10,000	100%	10,000	100%	10,000	100%

**NOTE : 6**  
**NON CURRENT BORROWINGS**

	Amount ₹		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
<b>Unsecured</b>			
Non Cumulative - Non Convertible Preference Shares of ₹10 each	7,69,737	7,12,719	6,59,925
Inter Corporate Loans	-	-	14,15,90,000
	<b>7,69,737</b>	<b>7,12,719</b>	<b>14,22,49,925</b>

**NOTE : 7**  
**OTHER NON CURRENT FINANCIAL LIABILITIES**

	Amount ₹		
	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
Interest free Security Deposit	15,00,00,000	15,00,00,000	15,00,00,000
	<b>15,00,00,000</b>	<b>15,00,00,000</b>	<b>15,00,00,000</b>

**NEETNAV REAL ESTATE PRIVATE LIMITED**  
**NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017**

**NOTE : 8**

**OTHER CURRENT LIABILITIES**

Amount ₹

	As at 31-Mar-17	As at 31-Mar-16	As at 01-Apr-15
Others (Expenses Payable)	65,12,029	50,37,544	1,14,70,376
	65,12,029	50,37,544	1,14,70,376

**NOTE : 9**

**REVENUE FROM OPERATIONS**

Amount ₹

	Year ended 31-Mar-17	Year ended 31-Mar-16
Usage charges for club house	12,00,000	12,00,000
	12,00,000	12,00,000

**NOTE : 10**

**OTHER INCOME**

Amount ₹

	Year ended 31-Mar-17	Year ended 31-Mar-16
Interest income on :		
Loans (at amortised cost)	-	20,37,946
Current investments measured at fair value	4,58,791	5,39,044
	4,58,791	25,76,990

**NOTE : 11**

**OTHER EXPENSES**

Amount ₹

	Year ended 31-Mar-17	Year ended 31-Mar-16
Rates and taxes	2,500	2,500
Professional, legal and consultancy	32,750	55,257
Repairs and maintenance - Building	3,13,640	1,64,308
Payments to auditors (net of input credit, where applicable)		
As auditors	14,375	14,641
Miscellaneous expenses	5,129	10,228
	3,68,394	2,46,934

**NOTE : 12**

**TAX RECONCILIATION**

Amount ₹

	Year ended 31-Mar-17	Year ended 31-Mar-16
<b>Reconciliation of current tax expense</b>		
Profit before tax	12,33,380	14,87,244
Enacted income tax rate (%)	29.87%	30.90%
Tax expense	3,68,411	4,59,559
Effect of expenses that is are not deductible in determining taxable profit	17,031	43,390
Current tax related to prior periods	3,265	43,266
Tax related to gain on fair valuation	(19,110)	(3,378)
	3,69,597	5,42,837
Income tax expense recognised in profit and loss	3,69,597	5,42,837

## NEETNAV REAL ESTATE PRIVATE LIMITED

### 13. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017

#### (A) ACCOUNTING POLICIES :

##### 1. Basis of Accounting

The Company has prepared financial statements for the year ended March 31, 2017 in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 together with the comparative period data as at and for the year ended March 31, 2016. Further, the Company has prepared the opening balance sheet as at April 1, 2015 (the transition date) in accordance with Ind AS.

Upto the year ended March 31, 2016, the company prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended).

The financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods, services, etc. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

##### 2. Financial Assets

###### i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date.

###### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

###### iii. Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding

This category is the most relevant to the Group. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in Other Income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

###### iv. Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the group may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The group has not designated any debt instrument as at FVTPL.

## NEETNAV REAL ESTATE PRIVATE LIMITED

### 13. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit or loss

#### v. Equity instruments

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the profit or loss

### 3. Financial liabilities and equity instruments

#### Classification as debt or equity

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

#### a. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognised at the proceeds received, net of direct issue costs.

#### b. Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument

#### i. Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

#### ii. Subsequent measurement

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

#### Financial liabilities at fair value through profit or loss

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Group as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or is designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred principally for the purpose of repurchasing in the near term or on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking. This category also includes derivative entered into by the group that are not designated and effective as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For non-held-for-trading financial liabilities designated as at FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. These gains/ loss are not subsequently transferred to profit or loss. All other changes in fair value of such liability are recognised in the statement of profit or loss. The group has not designated any financial liability as at fair value through profit and loss.

#### Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item

### 4. Recognition of Revenue

Revenue is measured at the fair value of the consideration received or receivable.

#### a. Rendering Services

Revenue from services rendered is recognized in the profit or loss as the underlying services are performed. Upfront non-refundable payments received are deferred and recognized as revenue over the expected period over which the related services are expected to be performed.

## NEETNAV REAL ESTATE PRIVATE LIMITED

### 13. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017

#### b. Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### c. Profit from Investments

Profit from Non Current Investments are calculated on the basis of FIFO method.  
Profit from Current Investments are calculated on the basis of NAV.

#### 5. Risk Management

The Company's activities are not exposed to any material financial risks including market risk, credit risk and liquidity risk.

#### 6. Taxes on Income

Income tax expense consists of current and deferred tax. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case it is recognized in other comprehensive income or directly in equity respectively. Current tax is the expected tax payable on the taxable profit for the year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax is not recognized for the following temporary differences: the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profits and taxable temporary differences arising upon the initial recognition of goodwill

Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

A deferred tax asset is recognized to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Minimum Alternate Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss. The credit available under the Income-tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each Balance Sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

#### 7. Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised only when there is a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate of the amount of the obligation can be made. Contingent liability is disclosed for (i) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (ii) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognised in the financial statements.

#### 8. Details of Compulsorily Convertible Debentures (Other Equity)

The Compulsorily Convertible Debentures (CCD) are treated as Other Equity and not as Non Current Borrowings (as disclosed under IGAAP). The CCD carry 0% interest and it is compulsorily convertible into Class B Equity Shares, hence its true nature is that of equity and not that of borrowings. Below are the other terms of debentures.

By virtue of the joint holding of 2,90,500 Non-Cumulative, Non-Convertible Preference Shares of Rs. 10 each jointly with 2,90,500 - 0% Compulsorily Convertible Debentures of Rs. 10,000 each, the holders thereof shall subject to the other terms and conditions thereof, have occupancy rights of 20,979.06 square mtrs in the immovable property of the Company situated at "Sun House", Plot No.201 B/1, Western Express Highway, Goregaon (East), Mumbai - 400 063. Each Compulsorily Convertible Debentures of Rs. 10000/- shall, subject to the provisions of law, be compulsorily convertible into Class B Equity Shares of the Company as decided by the board. Upon conversion of 0% Compulsorily Convertible Debentures into Class B Equity Shares, the occupancy rights in the above property shall be enjoyed by the Class B Equity Shares without any interruption, change or modification.

**NEETNAV REAL ESTATE PRIVATE LIMITED**

**13. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017**

**9. Details of Non Cumulative - Non Convertible Preference Shares (Non Current Borrowings)**

The Non Cumulative - Non Convertible Preference Shares are treated as Non Current Borrowings and not as Other Equity (as disclosed under IGAAP). The Preference Shares carry 0% interest and are compulsorily redeemable after a period of 20 years, hence its true nature is that of borrowing and not that of equity. As per relevant Ind AS the fair value as on 1st April 2015 of such Preference shares are accounted in the books and deemed interest on the same is accounted.

10. Accounting policies not specifically mentioned above will be as per generally accepted accounting principles in India.

**(B) First-time adoption of Ind-AS**

These financial statements for the year ended March 31, 2017 have been prepared in accordance with Ind AS. For the purposes of transition to Ind AS, the Company has followed the guidance prescribed in Ind AS 101 - First Time adoption of Indian Accounting Standard, with April 1, 2015 as the transition date. The transition to Ind AS has resulted in changes in the presentation of the financial statements, disclosures in the notes thereto and accounting policies and principles. The accounting policies set out in Note A have been applied in preparing the standalone financial statements for the year ended March 31, 2017 and the comparative information.

**Reconciliation**

The following reconciliations provides the effect of transition to Ind AS from IGAAP in accordance with Ind AS 101:

	Amount ₹	
Reconciliation of total equity	As at 31-03-2016	As at 01-04-2015
Total equity as per previous GAAP	1,50,91,434	1,39,65,144
Diff. in Fair value and cost of investment under IND AS	10,932	1,40,021
Amortised Cost of Preference Shares of Rs 29,05,000/- redeemable after 20 years	(7,12,719)	(6,59,925)
Shown in IGAAP as Long term Borrowing now treated as other equity as per Ind AS	2,90,50,00,000	2,90,50,00,000
Total equity as per IND AS	2,91,93,89,647	2,91,84,45,240

	Amount ₹	
Reconciliation of total comprehensive income	For the year 2015-16	
Total comprehensive income as per previous GAAP	11,26,290	
Unwinding of finance cost on Preference Shares ( as per effective interest rate) of Rs 29,05,000/- redeemable after 20 years considered as borrowings under Non Current Liability	(52,794)	
Difference in Fair value and cost of investment under IND AS (01/04/2015)	(1,40,021)	
Difference in Fair value and cost of investment under IND AS (31/03/2016)	10,932	
Total comprehensive income as per IND AS	9,44,407	

**Reconciliation of Cash Flow Statement**

There were no difference in between cash flows prepared under Indian GAAP and those prepared under Ind AS. Hence no reconciliation items are required

**(C) OTHER NOTES :**

1.	2016-17	2015-16
<b>Earning Per Share (EPS) :</b>		
Profit attributed to Equity Share holders ₹	8,44,673	9,44,407
No. of Equity Shares (of Rs.10/- each)	10,000	10,000
Earnings Per Share – Basic & Diluted ₹	84.47	94.44

As per agreement entered by the Company, the Debentures shall, subject to the provisions of law, be compulsorily convertible into Class B Equity Shares of the Company into such number of Class B Equity Shares of Rs. 10/- each of the Company carrying rights mentioned in the said agreement and in Articles of Association of the Company, at the option of the Company at such time and upon such premium and in such tranches as the Board of Directors of the Company may decide from time to time. The Debenture holders shall not object to such conversion.

As no conversion price is decided under the said agreement, it is not possible to decide potential issue of Equity Shares upon conversion of such Debentures and eventually diluted EPS is calculated without considering such conversion.



**NEETNAV REAL ESTATE PRIVATE LIMITED****13. NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2017**

2. Provision for Deferred Tax Liability is made on the gain derived from the fair valuation of Current Investment. Difference in cost and fair value of current investment is recognised as gains in the books of accounts. However this gain shall be only taxable, as per Income Tax Act, when actual sale of investment takes place. Working of Deferred Tax is detailed below:

<b>Particular's</b>	
Gain on Fair Valuation for the year ending 31/03/2017 ₹	63,977
Enacted (Effective) income tax rate (%) for the year	29.87%
<b>Total Defered Deferred Tax Liability ₹</b>	<b>19,110</b>

3. As required by Ind AS-24, 'Related parties disclosure' is given as Annexure - 13(C)3.
4. **Disclosure On Specified Bank Notes (SBNs)**  
During the year, the Company did not had any specified bank notes nor its had done any transaction in SBNs or other notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 8, 2016 to December, 30 2016, hence the denomination wise SBNs and other notes details as per the notification is not applicable.

# NEETNAV REAL ESTATE PRIVATE LIMITED

Annexure to Notes - 13(C)3.

List of Related Parties as per Ind AS-24

## (A) HOLDING COMPANY

Sr. No.	Company Name
1	Sun Pharmaceutical Industries Limited

## (B) SUBSIDIARIES / FELLOW SUBSIDIARIES

(With whom the Company has transactions during the year or previous year)

Sr. No.	Company Name
1	Sun Pharma Laboratories Ltd

## (C) ASSOCIATES

Sr. No.	Company Name
	NIL

## (D) KEY MANAGEMENT PERSONNEL

Sr. No.	Name
1	Mr.Chandrakant K. Agrawal
2	Mr.Suresh Kumar R. Ajmera
3	Mr.Jagdish T. Sanghavi

Summary of the transaction with related parties is as follows as per Ind AS- 24

Amount ₹

Sr. No.	Nature of transaction	Fellow Subsidiary		Holding Company	
		As on 31.03.2017	As on 31.03.2016	As on 31.03.2017	As on 31.03.2016
1	User fee Received (Gross)	6,00,000	6,00,000	6,00,000	6,00,000
2	Building Expenses Reimbursement (Gross)	4,15,42,721	5,50,28,047	2,65,60,099	3,51,81,863
3	Interest Received (Gross)	-	11,59,521	-	-

Outstanding As on 31/03/2017 with related party is as follows as per Ind AS-24

Amount ₹

Sr. No.	Nature of transaction	Fellow Subsidiary		Holding Company	
		As on 31.03.2017	As on 31.03.2016	As on 31.03.2017	As on 31.03.2016
1	Interest & Re-imbursement Receivable (Net of TDS)	1,20,66,421	1,15,18,500	80,70,216	74,20,819
2	Security Deposit Received	8,75,00,000	8,75,00,000	6,25,00,000	6,25,00,000