

# **SGCO & Co.LLP**

**Chartered Accountants**

## **INDEPENDENT AUDITOR'S REPORT**

To the Members of **Prozone Developers & Realtors Private Limited**

### **Report on the Audit of the IndAS Financial Statements**

#### **Opinion**

We have audited the financial statements of Prozone Developers & Realtors Private Limited ("the Company"), which comprise the balance sheet as at 31 March 2019, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

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 31 March 2019, and profit, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

4A, Kaledonia,  
2<sup>nd</sup> Floor, Sahar Road,  
Near Andheri Station,  
Andheri (East),  
Mumbai - 400 069.

Tel +91 22 6625 6363  
Fax. +91 22 6625 6364  
E-mail: [info@sgco.co.in](mailto:info@sgco.co.in)  
[www.sgco.co.in](http://www.sgco.co.in)



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<b>Key Audit Matter:</b>	<b>Auditor's Response:</b>
<p data-bbox="180 253 802 331"><b>Recoverability of Advances given against project</b></p> <p data-bbox="180 331 802 757">As at 31<sup>st</sup> March, 2019, other financial assets in respect of advances given for various real estate projects with fixed and variable returns amounting to Rs. 40,00,00,000/- (including interest Rs.64,19,20,410/- as on 31<sup>st</sup> March, 2019) and continued to accrue interest thereon. In respect of the same, the Company had filed petition in the Hon'ble High Court at Bombay, seeking performance of contract and restoration of security. Refer Note 4 (a).</p>	<p data-bbox="802 253 1426 293"><b>Principal Audit Procedures</b></p> <p data-bbox="802 338 1426 584">We have verified the term sheets executed with the investees, interim security provided by way of post-dated cheques, Letters of allotment in the building Shreepati Jewels allocating 12 Flats in D Wing of Shreepati Jewels i.e., the Girgaon Project and Deed of Guarantee.</p> <p data-bbox="802 629 1426 842">We have also reviewed the interim order passed on 17<sup>th</sup> July 2018 by which the Hon'ble High court has directed investee to maintain status quo and not to create any third party right on the respective projects and flats till further order.</p> <p data-bbox="802 887 1426 1223">Further, we have also relied upon the external legal opinion in respect of the amounts recoverable and interest accrued thereon, the sustainability and the likelihood of recoverability upon final resolution. As per the Legal Opinion, the Company would get an award / decree in its favor at least for recovering money with the interest from the investee.</p>

## Other information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



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## **Responsibilities of Management and Those Charged with Governance 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, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Ind AS Financial Statements**

1. Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.
2. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :
  - a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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- b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
  - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
  - d. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - e. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
3. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
4. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
5. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 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 Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



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- 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 (including other comprehensive income, 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 standalone financial statements comply with the Indian accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 our separate Report in "Annexure B".
  - 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, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations as at 31<sup>st</sup> March 2019 which would impact its financial position in its financial statements- Refer Note 4 (a) in financial statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There were no amounts which were, required to be transferred, to the Investor Education and Protection Fund by the Company.
- 3 In our opinion and according to the information and explanations given to us, the company has not paid/ provided for any managerial remuneration, accordingly the provisions of section 197 read with schedule V to the Act are not applicable to the company.

**For S G C O & Co. LLP**

Chartered Accountants

**Firm Reg. No 112081W/W100184**

  
**Suresh Murarka**

Partner

**Mem. No. 44739**

Place: Mumbai

Date: May 28, 2019

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

The Annexure referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" in our Independent Auditor's Report to the members of **Prozone Developers & Realtors Private Limited** for the year ended 31<sup>st</sup> March, 2019.

As required by the Companies (Auditors Report) Order, 2016 and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i)
  - a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
  - b) As explained to us, all the fixed assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size and the nature of its assets. In pursuance to the programme, certain fixed assets have been physically verified by the Company during the year. The frequency of verification is reasonable and no discrepancies have been noticed on such physical verification.
  - c) According to the information and explanations given to us and on the basis of our examination of records of the company, the company do not have any immovable property. Hence Clause 3(i)(c) of the said order is not applicable to the company.
- (ii) Since the Company does not have any inventory, paragraph 3 (ii) of the said Order is not applicable to the Company.
- (iii) The Company has not granted any loans to the parties covered in the register maintained under Section 189 of the Act. Hence paragraph 3 (iii) of the said Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, section 185 and 186 of the Act is not applicable, since the Company has not granted any loan, not provided any guarantees or security and not made any investment during the year. Accordingly, paragraph 3 (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed for maintenance of cost records under subsection (1) of Section 148 of the Act.



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- (vii) a) Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Goods and Service Tax, Value Added Tax, Cess and other statutory dues wherever applicable have regularly been deposited with the appropriate authorities except for the delays in some cases of Professional tax. There are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31<sup>st</sup> March, 2019 for a period more than six months from the date they became payable.  
b) According to the records of the company there are no dues of sales tax, income tax, service tax, duty of custom, Goods and Service Tax, duty of excise and Value Added Tax which have not been deposited on account of any dispute with the relevant authorities.
- (viii) The Company has no facility from Banks, financial institution and government. The company has not defaulted in repayment of dues to debenture holders.
- (ix) The company did not raise money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
- (x) According to the information & explanations given to us, no instances of fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid / provided for any managerial remuneration. Accordingly, paragraph 3 (xi) of the order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with section 177 and section 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- (xv) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable.



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(xvi) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For S G C O & Co. LLP**

Chartered Accountants

**Firm Reg. No 112081W/W100184**

  
**Suresh Murarka**

Partner

**Mem. No. 44739**



Place: Mumbai

Date: May 28, 2019



**ANNEXURE "B" to the Independent Auditor's Report of even date on the Ind AS financial statements of Prozone Developers & Realtors Private Limited for the year ended 31<sup>st</sup> March 2019.**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act**

We have audited the internal financial controls over financial reporting of **Prozone Developers & Realtors Private Limited** ("the Company") as of 31<sup>st</sup> March 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 the Company's 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 Act.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ("the ICAI") and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") 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 IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.



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We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the Company's IFCoFR.

## Meaning of Internal Financial Controls over Financial Reporting

A company's IFCoFR 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 IFCoFR include 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR 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, to the best of our information and according to the explanations given to us, 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 31<sup>st</sup> March, 2019, 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.

**For S G C O & Co. LLP**

Chartered Accountants

**Firm Reg. No 112081W/W100184**

  
**Suresh Murarka**

Partner

**Mem. No. 44739**



Place: Mumbai

Date: May 28, 2019

Prozone Developers and Realtors Private Limited  
Balance Sheet as at 31 March 2019

Particulars	Note No.	As at 31.03.2019	As at 31.03.2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	2	73,748	-
<b>Financial Assets</b>			
Loans	3	65,397,402	58,100,000
Other financial assets	4	641,920,410	512,686,662
Other Non Current Assets	5	696,063	76,157
Income tax assets (net)	6	-	10,363,010
<b>Total Non-current assets</b>		<b>708,087,623</b>	<b>581,225,829</b>
<b>Current assets</b>			
<b>Financial Assets</b>			
Loans	3	36,949,320	-
Cash and cash equivalents	7	117,462	107,596
Other financial assets	4	8,842,222	-
Other Current assets	8	15,197	-
<b>Total Current assets</b>		<b>45,924,201</b>	<b>107,596</b>
<b>TOTAL ASSETS</b>		<b>754,011,823</b>	<b>581,333,425</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	9	500,000	500,000
Other Equity		9,887,338	6,269,539
<b>Total Equity</b>		<b>10,387,338</b>	<b>6,769,539</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	10	736,175,197	568,158,524
<b>Total Non-current liabilities</b>		<b>736,175,197</b>	<b>568,158,524</b>
<b>Current liabilities</b>			
<b>Financial Liabilities</b>			
Trade payables	11	2,339,664	533,653
Other current liabilities	12	3,578,747	5,871,708
Current tax liability (net)	13	1,530,877	-
<b>Total Current liabilities</b>		<b>7,449,288</b>	<b>6,405,361</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>754,011,823</b>	<b>581,333,425</b>

Notes 1 to 25 form an integral part of these Ind AS standalone financial statements

This is the Balance Sheet referred to in our audit report of even date

For S G C O & Co. LLP  
Chartered Accountants  
Firm Registration No : 112081W/W100184

*Suresh Murarka*  
Suresh Murarka  
Partner  
Mem. No. 44739



For and on behalf of the Board of Directors

*Sudhanshu Chaturvedi*  
Sudhanshu Chaturvedi  
Director  
DIN : 05151360

*Prashant Koparde*  
Prashant Koparde  
Director  
DIN : 06838824

*Snehal Pawar*  
Snehal Pawar  
Company Secretary

Place : Mumbai  
Date : May 28, 2019

Place : Mumbai  
Date : May 28, 2019

Prozone Developers and Realtors Private Limited  
Statement of Profit and Loss for the year ended 31st March 19

(Amount in Rs)

Particulars	Note No.	Year ended 31.03.2019	Year ended 31.03.2018
<b>INCOME</b>			
Other Income	14	126,737,422	84,841,168
<b>Total Income</b>		<b>126,737,422</b>	<b>84,841,168</b>
<b>EXPENSES</b>			
Employee benefits expense	15	1,132,983	1,444,859
Depreciation	2	126,252	-
Finance Cost	16	103,465,095	72,319,140
Other expenses	17	16,584,454	2,576,983
<b>Total Expenses</b>		<b>121,308,784</b>	<b>76,340,982</b>
<b>Profit/(loss) before tax</b>		<b>5,428,638</b>	<b>8,500,186</b>
<b>Income Tax expense:</b>			
- Current tax		1,810,839	2,352,959
<b>Total Income Tax expense</b>		<b>1,810,839</b>	<b>2,352,959</b>
<b>Profit/ (loss) for the year (A)</b>		<b>3,617,799</b>	<b>6,147,227</b>
<b>Other comprehensive income (OCI) (B)</b>		-	-
<b>Total comprehensive income/ (loss) for the year, net of tax (A+B)</b>		<b>3,617,799</b>	<b>6,147,227</b>
<b>Earning per Share (EPS)</b>	18		
(per equity share of nominal value Rs. 2 each)			
Basic and diluted (in Rs.)		14.47	24.59

Notes 1 to 25 form an integral part of these Ind AS standalone financial statements

This is the statement of profit and loss referred to in our audit report of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Registration No : 112081W/W100184

Suresh Murarka

Partner

Mem. No. 44739



For and on behalf of the Board of Directors

Sudhanshu Chaturvedi

Director

DIN : 05151360

Prashant Koparde

Director

DIN : 06838824

Snehal Pawar

Company Secretary

Place : Mumbai

Date : May 28, 2019

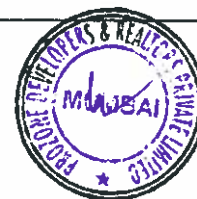
Place : Mumbai

Date : May 28, 2019

Prozone Developers and Realtors Private Limited  
Cash Flow Statement for the year ended 31 March 2019

(Amount in Rs)

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
<b>A. Cash Flow from Operating Activities:</b>		
Net Profit /(Loss) before tax	5,428,638	8,500,186
<b>Adjustments for :</b>		
Depreciation	126,252	-
Interest Income	(126,737,422)	(84,841,168)
Finance Cost	103,465,095	72,319,140
<b>Operating profit before working Capital Changes</b>	<b>(17,717,437)</b>	<b>(4,021,842)</b>
<b>Adjustments for changes in working capital:</b>		
Decrease/(Increase) in Other assets	(138,711,073)	(18,182,578)
Increase/(Decrease) in Trade Payables	1,806,011	387,228
Increase/(Decrease) in Other current liabilities	(2,292,961)	1,307,240
<b>Cash generated from / (used in) operations</b>	<b>(156,915,460)</b>	<b>(20,509,952)</b>
Direct taxes paid	10,083,048	(8,484,118)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>(146,832,412)</b>	<b>(28,994,070)</b>
<b>B. Cash Flow from Investing Activities:</b>		
Purchase of Fixed Assets	(200,000)	-
Increase in Loans and advances	(44,246,722)	(58,100,000)
Interest Income	126,737,422	84,841,168
<b>Net cash flow from / (used in) investment activities (B)</b>	<b>82,290,700</b>	<b>26,741,168</b>
<b>C. Cash Flow from Financing Activities:</b>		
Proceeds from long term borrowings	168,016,673	74,514,960
Finance Cost	(103,465,095)	(72,319,140)
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>64,551,578</b>	<b>2,195,820</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>9,866</b>	<b>(57,082)</b>
Cash and Cash Equivalents at the beginning of the year	107,596	164,678
<b>Cash and Cash Equivalents at the end of the year</b>	<b>117,462</b>	<b>107,596</b>
<b>Components of cash and cash equivalents considered only for the purpose of cash flow statement</b>		
In bank current accounts in Indian rupees	114,642	104,786
Cash in hand	2,820	2,810
	<b>117,462</b>	<b>107,596</b>
The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under section 133 of the Companies Act, 2013.		
The amendments to Ind AS 7 Cash flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendments.		



**Prozone Developers and Realtors Private Limited**  
**Cash Flow Statement for the year ended 31 March 2019**

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	31.03.18	Cash flows	Non-cash changes		31.03.2019
			Fair value changes	Current / Non-current classification	
Long-term borrowings	568,158,524	168,016,673			736,175,197
<b>Total liabilities from financing activities</b>	<b>568,158,524</b>	<b>168,016,673</b>	-	-	<b>736,175,197</b>

Notes 1 to 25 form an integral part of these Ind AS standalone financial statements

This is the Cash Flow Statement referred to in our audit report of even date

For S G C O & Co. LLP  
 Chartered Accountants

Firm Registration No : 112081W/W100184

*Suresh Murarka*  
**Suresh Murarka**  
 Partner  
 Mem. No. 44739



For and on behalf of the Board of Directors

*Sudhanshu Chaturvedi*  
**Sudhanshu Chaturvedi**  
 Director  
 DIN : 05151360

*Prashant Koparde*  
**Prashant Koparde**  
 Director  
 DIN : 06838824

*Snehal Pawar*  
**Snehal Pawar**  
 Company Secretary

Place : Mumbai  
 Date : May 28, 2019

Place : Mumbai  
 Date : May 28, 2019

**Prozone Developers and Realtors Private Limited**  
**Statement of Changes in Equity for the year ended 31 March 2019**

**A) Equity share capital**

Particulars	Number	Amount in Rs
Equity shares of Rs. 2 each issued, subscribed and paid		
<b>As at 31 March 2017</b>	<b>250,000</b>	<b>500,000</b>
Issue of equity shares	-	-
<b>As at 31 March 2018</b>	<b>250,000</b>	<b>500,000</b>
Issue of equity shares	-	-
<b>As at 31 March 2019</b>	<b>250,000</b>	<b>500,000</b>


**B) Other equity**

Particulars	(Amount in Rs)		
	Retained earnings	Other comprehensive income	Total equity attributable to equity holders
<b>As at 31 March 2017</b>	<b>122,313</b>	<b>-</b>	<b>122,313</b>
Total comprehensive income for the year	6,147,227	-	6,147,227
<b>As at 31 March 2018</b>	<b>6,269,539</b>	<b>-</b>	<b>6,269,539</b>
Total comprehensive income for the year	3,617,799	-	3,617,799
<b>As at 31 March 2019</b>	<b>9,887,338</b>	<b>-</b>	<b>9,887,338</b>

**Notes 1 to 25 form an integral part of these Ind AS standalone financial statements**


This is the Statement of Changes in Equity referred to in our audit report of even date

**For S G C O & Co. LLP**  
Chartered Accountants  
Firm Registration No : 112081W/W1001

  
**Suresh Murarka**  
Partner  
Mem. No. 44739



**For and on behalf of the Board of Directors**

  
**Sudhanshu Chaturvedi**  
Director  
DIN : 05151360



  
**Prashant Koparde**  
Director  
DIN : 06838824

  
**Snehal Pawar**  
Company Secretary

Place : Mumbai  
Date : May 28, 2019

Place : Mumbai  
Date : May 28, 2019

**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2019**

**Note 1 Corporate Information**

Prozone Developers and Realtors Private Limited ("the Company") is domiciled in India and is incorporated under the provisions of the Companies Act applicable in India.

**Note 1.1 Basis of Preparation**

**(a) Statement of Compliance**

These Ind AS standalone financial statements (hereinafter "Ind AS financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements for the year ended 31 March 2019 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on May 28, 2019.

Details of accounting policies are included in Note 2.2 to the Ind AS financial statements.

**(b) Historical cost convention**

These financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities which are measured at fair value.

1. Financial instruments measured at fair value through profit or loss, if applicable
2. Financial instruments measured at fair value through other comprehensive income, if applicable

**(c) Functional and presentation currency**

These Ind AS financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All the financial information have been presented in Indian Rupees (INR) and all amounts have been rounded-off to the nearest Indian Rupees, except for share data and as otherwise stated.

**(d) Use of estimates and judgements**

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

**Note 1.2 Significant accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and in preparing the opening Ind AS balance sheet at 1 April 2016 for the purposes of the transition to Ind AS, unless otherwise indicated.

**(a) Current vs non-current classification**

**Operating cycle**

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

**Current – non current classification**

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.





**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2019**

**Assets**

An asset is classified as current when it satisfies any of the following criteria:

- a. it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is expected to be realised within 12 months after the reporting date; or
- d. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non current.

**Liabilities**

A liability is classified as current when it satisfies any of the following criteria:

- a. it is expected to be settled in the company's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is due to be settled within 12 months after the reporting date; or
- d. the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non current.

**(b) Financial Instruments**

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.

**i) Financial Assets**

A financial asset is

(i) a contractual right to receive cash or another financial asset; to exchange financial assets or financial liabilities under potentially favourable conditions;

(ii) or a contract that will or may be settled in the entity's own equity instruments and a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's own equity instruments; or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

**Initial Recognition**

In the case of financial assets, not recorded at fair value through profit or loss (FVTPL), financial assets are recognised initially at fair value plus transaction costs that are directly 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, i.e., the date that the Company commits to purchase or sell the asset.

**Subsequent Measurement**

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

**Financial Assets at Amortised Cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.



**Financial Assets Measured at Fair Value**

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.

**Impairment of Financial Assets**

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

**De-recognition of Financial Assets**

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

**ii) Equity Instruments and Financial Liabilities**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2019**

**Financial Liabilities**

A financial liability is

(i) a contractual obligation to deliver cash or another financial asset to another entity; or to exchange financial instruments under potentially unfavourable conditions;

(ii) or a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to deliver a variable number of its own equity instruments; or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

**Initial Recognition**

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings and payables as appropriate. 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.

**Subsequent Measurement**

The measurement of financial liabilities depends on their classification, as described below

**Financial liabilities at FVTPL**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

**Financial liabilities at amortised cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss.

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 as finance costs in the Statement of Profit and Loss.

**De-recognition of Financial Liabilities**

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

**iii) Offsetting Financial Instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis to realise the assets and settle the liabilities simultaneously.

**(c) Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable using the Effective Interest Rate ("EIR") method.



**(d) Employee Benefits**

**Defined Benefit Plan**

The Company also provides for gratuity which is a defined benefit plan, the liabilities of which is determined based on valuations, as at the balance sheet date, made by an independent actuary using the projected unit credit method. Re-measurement, comprising of actuarial gains and losses, in respect of gratuity are recognised in the OCI, in the period in which they occur. Re-measurement recognised in OCI are not reclassified to the Statement of Profit and Loss in subsequent periods. Past service cost is recognised in the Statement of Profit and Loss in the year of plan amendment or curtailment. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

**Leave entitlement and compensated absences**

Accumulated leave which is expected to be utilised within next twelve months, is treated as short-term employee benefit. Leave entitlement, other than short term compensated absences, are provided based on a actuarial valuation, similar to that of gratuity benefit. Re-measurement, comprising of actuarial gains and losses, in respect of leave entitlement are recognised in the Statement of Profit and Loss in the period in which they occur.

**Short-term Benefits**

Short-term employee benefits such as salaries, wages, performance incentives etc. are recognised as expenses at the undiscounted amounts in the Statement of Profit and Loss of the period in which the related service is rendered. Expenses on non-accumulating compensated absences is recognised in the period in which the absences occur.

**(e) Income Tax**

Income tax comprises of current and deferred income tax. Income tax is recognised as an expense or income in the Statement of Profit and Loss, except to the extent it relates to items directly recognised in equity or in OCI.

**Current Income Tax**

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

**Deferred Income Tax**

Deferred tax is determined by applying the Balance Sheet approach. Deferred tax assets and liabilities are recognised for all deductible temporary differences between the financial statements' carrying amount of existing assets and liabilities and their respective tax base. Deferred tax assets and liabilities are measured using the enacted tax rates or tax rates that are substantively enacted at the Balance Sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the period that includes the enactment date. Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Such assets are reviewed at each Balance Sheet date to reassess realisation.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**Minimum Alternative Tax ("MAT")**

Minimum Alternative Tax ("MAT") credit is recognised as an asset only when and to the extent it is probable that the Company will pay normal income tax during the specified period.

**(f) Borrowing Costs:**

Borrowing costs are recognised as an expense in the period in which they are incurred except the borrowing cost attributable to be acquisitions/constructions of a qualifying assets which are capitalised as a part of the cost of the fixed assets, up to the date, the assets are ready for its intended use.



**(g) Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions (excluding gratuity and compensated absences) are determined based on management's estimate required to settle the obligation at the Balance Sheet date. In case the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

**(h) Earnings per share**

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

**(i) Cash and cash equivalents**

Cash and cash equivalent comprise of cash on hand and at banks which are subject to an insignificant risk of changes in value.



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

**Note 2 : Property, plant and equipment**

(Amount in Rs)

<b>Particulars</b>	<b>Motor vehicles</b>	<b>Total</b>
<b>Balance as at 31 March 2017</b>		
Additions	-	-
<b>Balance as at 31 March 2018</b>	-	-
Additions	200,000	<b>200,000</b>
<b>Total</b>	200,000	<b>200,000</b>
<b>Accumulated depreciation</b>		
Depreciation for the year	-	-
<b>Balance as at 31 March 2019</b>	-	-
Depreciation for the year	126,252	<b>126,252</b>
<b>Carrying amounts (net)</b>		
<b>At 31 March 2018</b>	-	-
<b>At 31 March 2019</b>	<b>73,748</b>	<b>73,748</b>



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

(Amount in Rs)

**Note 3 :- Loans**

(Secured, considered good)

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Non Current</b>		
Loans and advances	65,397,402	58,100,000
<b>Total</b>	<b>65,397,402</b>	<b>58,100,000</b>
<b>Current</b>		
Loans and advances	36,949,320	-
<b>Total</b>	<b>36,949,320</b>	<b>-</b>

**Note 4 :- Other financial assets**

Particulars	As at 31.03.2019	As at 31.03.2018
<b>Non-Current</b>		
<b>Secured - Considered Good</b>		
Advance against project *	641,920,410	512,686,662
<b>Total</b>	<b>641,920,410</b>	<b>512,686,662</b>
<b>Current Portion</b>		
Advances recoverable in cash or in kind	8,842,222	-
<b>Total</b>	<b>8,842,222</b>	<b>-</b>

\*The Company has provided the facility amount of Rs. 40,00,00,000 (Rs. 64,19,20,410 including interest-variable return) for various real estate projects with fixed and variable returns. The said amount is secured against allotment of flats, deposit of title deed of land and guarantee of investee (including its promoters). Investee has failed to perform on agreed obligations, hence the Company had filed petition in the Hon'ble High Court at Bombay, seeking performance of contract, Status quo on the projects and unsold flats. As per the interim order passed on 17th July, 2018, Hon'ble High court has directed investee to maintain status quo and not to create any third party right on the respective projects and flats till further order. Further, as per the legal opinion, the Company would get an award / decree in its favour at least for recovering money with the interest from the investee. Accordingly, the Company has considered the said facility amount as good and continued to accrue interest thereon.

**Note 5 :- Other Non Current Assets**

Particulars	As at 31.03.2019	As at 31.03.2018
GST Input Credit	696,063	76,157
<b>Total Other Non Current Assets</b>	<b>696,063</b>	<b>76,157</b>



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

(Amount in Rs)

**Note 6 :- Income tax assets (net)**

Particulars	As at 31.03.2019	As at 31.03.2018
TDS receivable (Net of provision for tax)	-	10,363,010
<b>Total Income tax assets (net)</b>	<b>-</b>	<b>10,363,010</b>

**Note 7 :- Cash and cash equivalents**

Particulars	As at 31.03.2019	As at 31.03.2018
<u>Balance with Banks:</u>		
In current accounts	114,642	104,786
Cash in hand	2,820	2,810
<b>Total Cash and cash equivalents</b>	<b>117,462</b>	<b>107,596</b>

**Note 8 :- Other Current assets**

Particulars	As at 31.03.2019	As at 31.03.2018
Prepaid Expenses	15,197	-
<b>Total Other Current assets</b>	<b>15,197</b>	<b>-</b>





**Prozone Developers and Realtors Private Limited**  
**Summary of significant accounting policies and other explanatory information for the**  
**year ended 31 March 2019**

**Note 9 :- Equity Share Capital**

**(Amount in Rs.)**

Particulars	As at	As at
	31.03.2019	31.03.2018
<b>Authorized Capital</b>		
2,50,000 (PY 2,50,000) Equity Shares of Rs. 2/- each	500,000	500,000
	<b>500,000</b>	<b>500,000</b>
<b>Issued, Subscribed and Fully Paid Up</b>		
2,50,000 (PY 2,50,000) Equity Shares of Rs. 2/- each fully paid up	500,000	500,000
	<b>500,000</b>	<b>500,000</b>

**a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period**

Particulars	As at 31.03.2019		As at 31.03.2018	
	No. of Shares	Amount (Rs.)	No. of Shares	Amount (Rs.)
<b>Equity Shares of Rs. 2/- each fully paid up</b>				
At the beginning of the period	250,000	500,000	250,000	500,000
Issued during the period	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>250,000</b>	<b>500,000</b>	<b>250,000</b>	<b>500,000</b>

**b) Term/right attached to equity shares**

The company has only one class of equity shares having at a par value of Rs. 2 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**c) Shares held by holding/ultimate holding company and / or their subsidiaries/associates :**

Particulars	As at 31.03.2019		As at 31.03.2018	
	Nos.	Amount (Rs.)	Nos.	Amount (Rs.)
Prozone Intu Properties Limited & its Nominees	250,000	500,000	250,000	500,000

**d) Details of shareholders holding more than 5% shares in the company**

Particulars	As at 31.03.2019		As at 31.03.2018	
	Nos.	% holding	Nos.	% holding
Prozone Intu Properties Limited & its Nominees	250,000	100	250,000	100



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

(Amount in Rs)

**Note 10 : Borrowings**

(Unsecured)

Particulars	As at 31.03.2019	As at 31.03.2018
15%, 340 Non-Convertible, Redeemable Debentures (NCRD) of Rs 10,00,000 *	340,000,000	340,000,000
Interest accrued but not due on NCRD	123,713,173	55,331,507
Unsecured Loan from Holding Company #	272,462,024	172,827,017
<b>Total Borrowings</b>	<b>736,175,197</b>	<b>568,158,524</b>

\* The NCRD shall be redeemable after 3 years from the date of issue of such NCRD. Interest on the same is repayable at the time of redemption

# The said loan is repayable after 31st March, 2019 .The said loan is interest bearing at the rate of 16% p.a. (31.03.18: 11% p.a.)

**Note 11 : Trade payables**

Particulars	As at 31.03.2019	As at 31.03.2018
Due to Micro, Small & Medium Enterprises	111,500	-
Due to Others	2,228,164	533,653
<b>Total Trade payables</b>	<b>2,339,664</b>	<b>533,653</b>

Company had sought confirmation from the vendors whether they fall in the category of Micro, Small and Medium Enterprises. Based on the information available, the required disclosure for Micro, Small and Medium Enterprises under the above Act is given below :

Particulars	As at 31.03.2019	As at 31.03.2018
The principal amount remaining unpaid to any supplier as at the end of accounting year ;	111,500	-
interest due thereon remaining unpaid at the end of accounting year*;	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the due date during each accounting year;	-	-
The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	-	-
The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

\*Interest has been waived off by the Supplier.



Prozone Developers and Realtors Private Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

(Amount in Rs)

Note 12 : Other current liabilities

Particulars	As at 31.03.2019	As at 31.03.2018
Duties & taxes payables	3,578,747	5,871,708
<b>Total Other current liabilities</b>	<b>3,578,747</b>	<b>5,871,708</b>



**Prozone Developers and Realtors Private Limited**  
**Summary of significant accounting policies and other explanatory information for the**  
**year ended 31 March 2019**

**Note 13 :- Current tax liability (net)**

Particulars	(Amount in Rs.)	
	2018-19	2017-18
<b>(a) Amount recognised in Statement of Profit and Loss</b>		
<b>Current Tax expense (A)</b>		
Current year	1,810,839	2,352,959
Short /(Excess) provision of earlier year	-	-
	<b>1,810,839</b>	<b>2,352,959</b>
<b>Deferred tax expense (B)</b>		
Origination and reversal of temporary differences	-	-
<b>Tax expense recognised in the income statement (A+B)</b>	<b>1,810,839</b>	<b>2,352,959</b>

**(b) Amount recognised in other comprehensive income: Nil**

**( c ) Reconciliation of effective tax rate**

Particulars	2018-19	2017-18
Profit before tax	5,428,638	8,500,186
Tax using the company domestic tax rate (Current year 34.608% and Previous	1,580,819.28	2,352,958
<b>Tax effect of:</b>		
Tax effect on non deductible expenses	230,021	-
<b>Tax expense as per Statement of the Profit and loss</b>	<b>1,810,840</b>	<b>2,352,958</b>
Effective tax rate	33.36%	27.68%

**(d) Movement in deferred tax balances: Nil**

**(e) Current tax Liabilities**

Particulars	As at 31.03.2019	As at 31.03.2018
Provision for tax (net of TDS)	1,530,877	-
<b>Total Income tax assets (net)</b>	<b>1,530,877</b>	<b>-</b>



Prozone Developers and Realtors Private Limited

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

(Amount in Rs)

**Note 14 :- Other Income**

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Interest Income	126,737,422	84,841,168
<b>Total Other Income</b>	<b>126,737,422</b>	<b>84,841,168</b>

**Note 15 :- Employee benefits expense**

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Salaries and bonus	1,132,983	1,444,859
<b>Total Employee benefits expense</b>	<b>1,132,983</b>	<b>1,444,859</b>

**Note 16 :- Finance Cost**

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Interest expenses on :		
- Non Convertible Debentures	68,381,666	55,135,135
- Loan	35,083,429	16,674,005
Other borrowing cost		510,000
<b>Total Finance Cost</b>	<b>103,465,095</b>	<b>72,319,140</b>

**Note 17 :- Other expenses**

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Repair and Maintenance - Car	605,448	-
Legal & Professional fees	10,162,833	1,575,833
Travelling Expenses	4,425,063	-
Auditor's remuneration	100,000	100,000
Interest on delayed payments of statutory dues	789,907	808,810
Miscellaneous Expenses	501,203	92,341
<b>Total Other expenses</b>	<b>16,584,454</b>	<b>2,576,983</b>

**Payment to Auditors**

Particulars	Year ended 31.03.2019	Year ended 31.03.2018
Audit fees	100,000	100,000
	<b>100,000</b>	<b>100,000</b>



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019**

**(Amount in Rs)**

**Note 18 :- Earning Per Share**

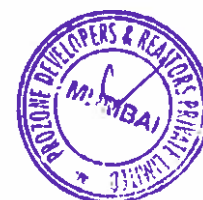
A reconciliation of profit for the year and equity shares used in the computation of basic and diluted earnings per equity share is set out below:

Basic: Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year, excluding equity shares purchased by the Company and held as treasury shares.

Diluted: Diluted earnings per share is calculated by adjusting the weighted average number of equity shares outstanding during the year for assumed conversion of all dilutive potential equity shares. Employee share options are dilutive potential equity shares for the Company.

**Basic and diluted EPS**

<b>Particulars</b>	<b>Year ended 31.03.2019</b>	<b>Year ended 31.03.2018</b>
Profit computation for basic earnings per share of Rs. 2 each		
Net Profit/(Loss) after Tax as per Statement of Profit and Loss attributable to Equity Shareholders	3,617,799	6,147,227
Weighted average number of equity shares for EPS computation	250,000	250,000
EPS - Basic and Diluted EPS	14.47	24.59



**Summary of significant accounting policies and other explanatory information for the period ended 31 March 2019**

Note 19 : Related party disclosures as required under Indian Accounting Standard 24, "Related party disclosures" are given below:

a) Names of related parties and nature of relationship (to the extent of transactions entered into during the year except for control relationships where all parties are disclosed)

Nature of relationship	Nature of the party
<b>A) Key Management Personnel (KMP)</b>	
Mr. Prashant Koparde	Director
Mr. Sudhanshu Chaturvedi	Director
Ms. Shraddha Bhatt (Upto 5th July 2018)	Company Secretary
Ms. Snehal Pawar (from 2nd March 2019)	Company Secretary
Ms. Prarthana Malgaonkar (upto 8th May 2018)	Chief Financial Officer
<b>B) Holding Company</b>	
Prozone Intu Properties Limited	
<b>C) Entity of which the Parent Company is an Associate</b>	
Nailsfield Limited (Upto May 2018)	
Intu India (Portfolio) Limited (from May 2018)	

b) Transactions carried out with related parties referred to above, in ordinary course of business and balances outstanding:

Particulars	(Amount in Rs.)	
	Year ended 31 March 2019	Year ended 31 March 2018
<b>Holding Company</b>		
<b>Prozone Intu Properties Limited</b>		
Interest Expense	35,083,429	16,674,005
Loan Taken	207,059,921	8,508,360
Loan repaid	142,508,343	1,667,405
<b>Balance outstanding as at the year end</b>		
Loan Taken	272,462,024	172,827,017
<b>Balance outstanding as at beginning of the year</b>		
Loan Taken	172,827,017	149,312,057
<b>Key Management Personnel (KMP)</b>		
Ms. Shraddha Bhatt	140,067	496,336
Ms. Snehal Pawar	19,931	-
Ms. Prarthana Malgaonkar	95,628	865,233
<b>Balance outstanding as at the year end</b>		
Salary Payable	19,931	116,062
<b>Balance outstanding as at beginning of the year</b>		
Salary Payable	116,062	-
<b>Entity of which the Parent Company is an Associate</b>		
<b>Interest Expense</b>		
Nailsfield Limited	-	55,135,135
Intu India (Portfolio) Limited	68,381,666	-
<b>Balance outstanding as at the year end</b>		
Debentures issued	340,000,000	340,000,000
Interest Accrued	123,713,173	55,331,507
<b>Balance outstanding as at beginning of the year</b>		
Debentures issued	340,000,000	340,000,000
Interest Accrued	55,331,507	4,331,507



**Prozone Developers and Realtors Private Limited**

**Summary of significant accounting policies and other explanatory information for the period ended 31 March 2019**

**Note 20 : Contingent liabilities disclosures as required under Indian Accounting Standard 37, "Provisions,Contingent Liabilities and Contingent Assets":**

Contingent Liabilities not provided for are Rs. NIL (P.Y. Rs. NIL)

**Note 21 : Disclosure with regards to section 186 of the Companies Act, 2013**

For Loans given :

Particulars	Rate of Interest	(Amount in Rs.)	
		Year ended 31 March 2019	Year ended 31 March 2018
Wondervalue Realty Developers Pvt.Ltd.	21%	65,397,402	58,100,000
Anjali Credit Pvt Ltd	9%	36,949,320	-





Prozone Developers and Realtors Private Limited  
Summary of significant accounting policies and other explanatory information for the year ended 31 March 2019

Note 22 : Fair Value Measurement

(i) Financial instruments by category

Particulars	Refer note	31 March 2019			31 March 2018		
		FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
<b>Financial Assets:</b>							
Loans	3			102,346,722			58,100,000
Other financial assets	4			650,762,632			512,686,662
Cash and cash equivalents	7	-	-	117,462	-	-	107,596
<b>Total Financial Assets</b>		-	-	<b>753,226,816</b>	-	-	<b>570,894,258</b>
<b>Financial Liabilities:</b>							
Borrowings	10	-	-	736,175,197	-	-	568,158,524
Trade payables	11	-	-	2,339,664	-	-	533,653
<b>Total Financial Liabilities</b>		-	-	<b>738,514,861</b>	-	-	<b>568,692,177</b>

(ii) Fair value hierarchy

Fair value hierarchy explains the judgement and estimates made in determining the fair values of the financial instruments that are -

- recognised and measured at fair value
- measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Assets and Liabilities that are disclosed at Amortised Cost for which Fair values are disclosed are classified as Level 3.

If one or more of the significant inputs is not based on observable market data, the respective assets and liabilities are considered under Level 3.

(iii) Fair value of financial assets and liabilities measured at amortised cost

Particulars	Refer note	31 March 2019		31 March 2018	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets:</b>					
Loans	3	102,346,722	102,346,722	58,100,000	58,100,000
Other financial assets	4	650,762,632	650,762,632	512,686,662	512,686,662
Cash and cash equivalents	7	117,462	117,462	107,596	107,596
<b>Total Financial Assets</b>		<b>753,226,816</b>	<b>753,226,816</b>	<b>570,894,258</b>	<b>570,894,258</b>
<b>Financial Liabilities:</b>					
Borrowings	10	736,175,197	736,175,197	568,158,524	568,158,524
Trade payables	11	2,339,664	2,339,664	533,653	533,653
<b>Total Financial Liabilities</b>		<b>738,514,861</b>	<b>738,514,861</b>	<b>568,692,177</b>	<b>568,692,177</b>



**Note 23 : Financial risk management objectives and policies**

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

**i. Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk : interest rate risk, currency risk and other price risk. Major financial instruments affected by market risk includes loans and borrowings.

**a) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to interest rate risk pertaining to funds borrowed at fixed interest rates. Hence the Company is not required to determine the sensitivity analyses with regard to interest rate risk.

**b) Foreign currency risk**

The Company is not exposed to foreign exchange risk as at the respective reporting dates.

**c) Other price risk**

The Company is not exposed to any other price risk.

**ii) Credit Risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The Company does not foresee any credit risk.

**iii) Liquidity risk**

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the contractual maturities of significant financial liabilities:

(Amount in Rs.)

Particulars	On demand	0 - 6 months	6 - 12 months	More than 1 year	Total
<b>As at 31 March 2019</b>					
Borrowings	-			736,175,197	736,175,197
Trade payables	2,339,664				2,339,664
	<u>2,339,664</u>	-	-	<u>736,175,197</u>	<u>738,514,861</u>
<b>As at 31 March 2018</b>					
Borrowings	-			568,158,524	568,158,524
Trade payables	533,653				533,653
	<u>533,653</u>	-	-	<u>568,158,524</u>	<u>568,692,177</u>



**Prozone Developers and Realtors Private Limited**  
**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2019**

**Note 24 : Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The aim to maintain an optimal capital structure and minimise cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total capital plus total debts.


Particulars	(Amount in Rs.)	
	As at 31.03.2019	As at 31.03.2018
Total debts	736,175,197	568,158,524
Total equity	10,387,338	6,769,539
<b>Total debts to equity ratio (Gearing ratio)</b>	<b>0.99</b>	<b>0.99</b>

**Note 25: Prior year comparatives**

Previous year's figures have been regrouped or reclassified, to conform to the current year's presentation wherever considered necessary.

**Notes 1 to 25 form an integral part of these Ind AS standalone financial statements**

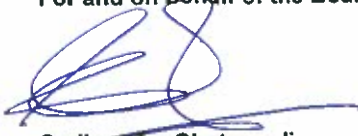
**For S G C O & Co. LLP**  
Chartered Accountants  
Firm Registration No : 112081W/W100184

  
**Suresh Murarka**  
Partner  
Mem. No. 44739



Place : Mumbai  
Date : May 28, 2019

**For and on behalf of the Board of Directors**

  
**Sudhanshu Chaturvedi**  
Director  
DIN : 05151360

  
**Prashant Koparde**  
Director  
DIN : 06838824

  
**Snehal Pawar**  
Company Secretary



Place : Mumbai  
Date : May 28, 2019