

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ABP REALTY PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ABP REALTY PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

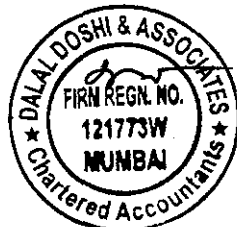
Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and Cash Flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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



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

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

Emphasis of Matters

We draw attention to Note 14 in the Financial Statements which indicates that the Company has accumulated losses and its net worth has been completely eroded, the Company has incurred a net cash loss during the current year and, the Company's current liabilities exceeded its current assets as at the balance sheet date. These conditions indicate the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of these matters.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.



II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) The going concern matter described under the Emphasis of Matters paragraph above, in our opinion, may have an adverse effect on the functioning of the Company.
- (f) On the basis of the written representations received from the Directors as on 31st March, 2015 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
- (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 March 31, 2015 on its financial position in its 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.

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No.: 121773W

Chartered Accountants



DINESH DOSHI

Partner

Membership No.: 9464



Place : Mumbai

Date : 18th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF ABP REALTY PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015 WE REPORT THAT;

- (i) The Company did not have any Fixed Assets during the year;
- (ii) The Company did not have any Inventories during the year;
- (iii) The Company has granted unsecured loan to one Company covered under the register maintained under Section 189 of the Act;
 - a) The above loan is interest free and repayable on demand;
 - b) As the loan is repayable on demand, the question of overdue amount does not arise;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed thereunder to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the Company;
- (vii)
 - a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Income Tax, Sales Tax, Vat, Wealth Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. There were no amounts outstanding as at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;
 - b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there were no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess;
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;



- (viii) The accumulated losses of the Company at the end of the financial year has resulted in complete erosion of its net worth. The Company has incurred cash losses during the current financial year and the Company had not incurred cash losses in previous financial year;
- (ix) According to the records of the Company examined by us and the information and explanation given to us the Company has not accepted any loans from any financial institution or banks and neither has it issued debentures during the year;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such instances.

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No.: 121773W

Chartered Accountants



DINESH DOSHI

Partner

Membership No.: 9464



Place : Mumbai

Date : 18th May, 2015

ABP REALTY ADVISORS PRIVATE LIMITED

CIN: U67190MH200PTC172390

Balance Sheet As at 31st March, 2015

Particulars	Note No.	As At 31st March, 2015 ₹	As At 31 st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	500,000	500,000
Reserves and surplus	4	(18,180,282)	(18,098,673)
		(17,680,282)	(17,598,673)
Current liabilities :			
Short-term borrowings	5	224,597	474,597
Other current liabilities	6	17,654,496	17,632,023
		17,879,093	18,106,620
TOTAL		198,811	507,947
II. ASSETS			
Current Assets			
Cash and bank balances	7	85,600	394,736
Short-term loans and advances	8	113,211	113,211
		198,811	507,947
TOTAL		198,811	507,947

Significant Accounting Policies
Notes on Financial Statements

1 to 2
3 to 16

As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES

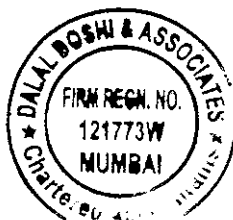
Firm Registration No. 121773W

Chartered Accountants

**DINESH DOSHI**

Partner

Membership No: 9464



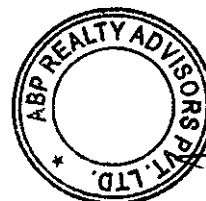
Place : Mumbai
Date : 18th May, 2015

For and on behalf of the board

**BHARAT MODY**

Director

DIN: 00134632

**PRAPHUL SHINDE**

Director

DIN: 03140671

ABP REALTY ADVISORS PRIVATE LIMITED

CIN: U67190MH200PTC172390

Statement of Profit and Loss for the year ended 31st March, 2015

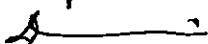
Particulars	Note No.	Year Ended 31st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
INCOME			
Income from Business operations		-	-
Other income	9	-	87,453
TOTAL REVENUE		-	87,453
EXPENSES			
Other Expenses	10	81,609	67,102
TOTAL EXPENSES		81,609	67,102
Profit/(Loss) before tax		(81,609)	19,271
Tax expense :			
Current tax		-	(6,500)
Deferred tax		-	-
Profit / (Loss) for the year		(81,609)	12,771
Earning per equity share	11		
Basic and Diluted		(1.63)	0.26
Significant Accounting Policies	1 to 2		
Notes on Financial Statements	3 to 16		

As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No. 121773W

Chartered Accountants

**DINESH DOSHI**

Partner

Membership No: 9464



Place : Mumbai

Date : 18th May, 2015

For and on behalf of the board

**BHARAT MODY**

Director

DIN: 00134632


PRAPHUL SHINDE

Director

DIN: 03140671



Cash Flow Statement for the year ended 31st March, 2015

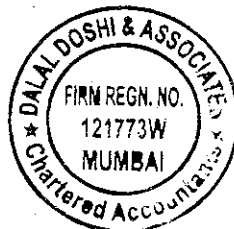
	As at 31st March, 2015 (₹)	As at 31st March, 2014 (₹)
I. Cash flows arising from operating activities		
Net Profit / (Loss) before tax as per Statement of Profit and Loss	(81,609)	19,271
Add / (Less):		
Interest Income	-	(87,453)
	-	(87,453)
Operating Profit Before Working Capital Changes	(81,609)	(68,182)
Changes in working capital:		
Adjustments for increase / (decrease) in operating liabilities:		
Increase in Trade Payables & Other Payables	22,473	10,472
	22,473	10,472
Cash generated from Operations	(59,136)	(57,710)
Net income tax (paid) / refunds	-	(8,745)
	-	(8,745)
Net cash flow from / (used in) operating activities (A)	(59,136)	(66,455)
II. Cash flows arising from Investing activities		
Inflow / (Outflow) on account of:		
Interest Income	-	87,453
(Increase) / Decrease in Loans and Advances	-	603,048
Net cash flow from / (used in) investing activities (B)	-	690,501
III. Cash flows arising from Financing activities		
Inflow / (Outflow) on account of:		
Proceeds of short term borrowings	(250,000)	(2,699,000)
Net cash flow from / (used in) financing activities (C)	(250,000)	(2,699,000)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(309,136)	(2,074,954)
Cash and cash equivalents the beginning of the year	394,736	2,469,690
Cash and cash equivalents at the end of the year	85,600	394,736
Components of Cash and bank balances (Refer Note 7)		
Cash on hand	8,270	8,270
Balances with banks		
- in current account	77,330	386,466
	85,600	394,736

As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES
Firm Registration No. 121773W
Chartered Accountants

DINESH DOSHI
Partner
Membership No: 9464

Place : Mumbai
Date : 18th May, 2015



For and on behalf of the board

BHARAT MODY
Director
DIN: 00134632



PRADIP SHINDE
Director
DIN: 03140671

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '1'

Corporate Information

ABP Realty Advisors Private Limited is a subsidiary of Public Limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in the business of investment advisors, consultants for real estate and infrastructure funds including but not limited to advise on investment by the aforesaid funds in all kind of real estate and infrastructure projects.

NOTE '2'

Significant Accounting Policies

I. Basis Of Preparation Of Financial Statements

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Guidance Notes and other relevant provisions of The Companies Act, 2013.

II. Use Of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized

III. Revenue Recognition

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A. Revenue from Consultancy & Advisory Services:

Revenue from consultancy & advisory services are accrued and accounted for as and when the services are provided and the revenue for the same is certain. Where the income / revenue is contingent or uncertain, recognition for the same is postponed to the extent of significant uncertainty.

B. Interest Income

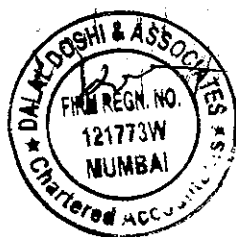
Interest is recognised on time proportion basis taking in to account the amount outstanding and the rate applicable

IV. Borrowing Costs

Interests and other borrowing costs are charged to the Statement of Profit and Loss.

V. Segment Reporting

The company is engaged in the business of Investment Advisors, which as per Accounting Standards AS-17- 'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

VI. Taxations

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassure realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

In case, the Company is liable to pay income tax under Section 115JB of Income Tax, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realisation of such asset during the specified period. MAT Credit entitlement is reviewed at each Balance Sheet date.

VII. Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

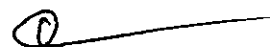
VIII. Impairment of Assets

An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

IX. Provisions, Contingent Liabilities and Contingent assets

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.





NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '3'		
SHARE CAPITAL		
AUTHORISED		
2,50,000 (P.Y. 2,50,000) Equity Shares of ₹ 10/- each	2,500,000	2,500,000
	2,500,000	2,500,000
ISSUED, SUBSCRIBED AND PAID UP		
50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each fully paid up	500,000	500,000
Total	500,000	500,000
	31st March, 2015 (Nos)	31st March, 2014 (Nos)

3.1 Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the year

Number of Shares at the Beginning	50,000	50,000
Add/(Less) :		
Issue during the year	-	-
Buyback during the year	-	-
Conversion during the year	-	-
At the end of the reporting year (Nos)	50,000	50,000
Total		

3.2 Equity Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company

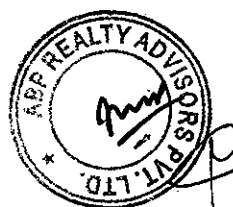
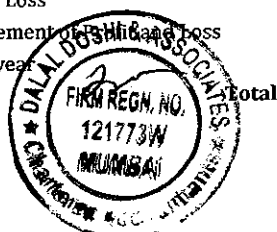
Holding Company [Hubtown Limited as beneficiary owner	50,000	50,000
Total	50,000	50,000

	31 st March, 2015		31 st March, 2014	
	Nos.	% of Holdings	Nos.	% of Holdings
3.3 Equity Shareholders holding more than five percent of holdings				
Hubtown Limited with Beneficiary Owners	50,000	100%	50,000	100%
Total	50,000	100%	50,000	100%

3.4 Terms / Right attached to Ordinary Equity Shares :

The company has single class of equity shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting.

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '4'		
RESERVES AND SURPLUS		
Deficit in Statement of Profit and Loss	(18,098,673)	(18,111,444)
Balance as per Last the Statement of Profit and Loss	(81,609)	12,771
Add: Profit / (Loss) for the year	(18,180,282)	(18,098,673)

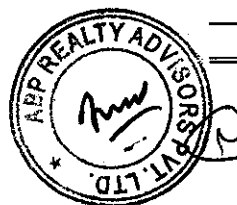
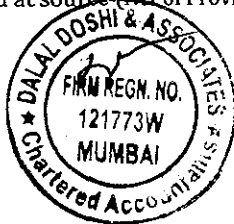


ABP REALTY ADVISORS PRIVATE LIMITED

CIN: U67190MH200PTC172390

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '5'		
SHORT TERM BORROWINGS		
Unsecured loans repayable on demand:		
- from related party (Refer Foot note) (Refer Note 12)	224,597	474,597
Total	224,597	474,597
Footnote:		
Loan from related party is interest free		
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '6'		
OTHER CURRENT LIABILITIES		
Other payables :		
- Statutory Dues	-	4,494
- Business Advances	17,600,000	17,600,000
- Others Miscellaneous	54,496	27,529
Total	17,654,496	17,632,023
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '7'		
CASH AND BANK BALANCES		
Cash on hand	8,270	8,270
Balances with banks		
- in current account	77,330	386,466
Total	85,600	394,736
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '8'		
LOANS AND ADVANCES		
Loans		
(Unsecured, considered good)		
- to related parties (Refer Note 12)	102,959	102,959
- to others	-	-
	102,959	102,959
Other advances		
Income tax deducted at source (Net of Provision ₹ 14,250, P.Y. ₹ 14,250)	10,252	10,252
	10,252	10,252
Total	113,211	113,211



ABP REALTY ADVISORS PRIVATE LIMITED

CIN: U67190MH200PTC172390

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

		Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
NOTE '9'			
OTHER INCOME			
- Interest on Loans		-	87,453
Total		-	87,453
		Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
NOTE '10'			
OTHER EXPENSES			
Legal and Professional Fees		31,462	43,314
Other Expenses (Refer footnote)		50,147	23,788
Total		81,609	67,102
Footnote:		31 st March, 2015 ₹	31 st March, 2014 ₹
Auditor's Remuneration (included in other expenses above)			
Statutory Audit Fees		6,000	6,000
Limited Review Fees		9,000	9,000
Service tax on above		1,855	1,855
Total		16,855	16,855



ABP REALTY ADVISORS PRIVATE LIMITED

CIN: U67190MH200PTC172390

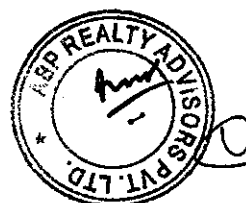
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

	As at 31 st March, 2015	As at 31 st March, 2014
NOTE '11'		
Earnings Per Share (EPS)		
Profit / (Loss) after tax (₹)	(81,609)	12,771
Weighted average number of equity shares (Nos)	50,000	50,000
Earnings per equity share (Nominal Value of share of ₹ 10 /- each)		
Basic and Diluted	(1.63)	0.26

NOTE '12'**Related Party Disclosures (As per AS-18)****A. Name of related parties and description of relations**

Holding Company : Hubtown Limited

Fellow Subsidiary Company : Ackruti Safeguard Systems Private Limited
Adhivitiya Properties Limited (Upto August 31, 2014)
Arnav Gruh Limited (Upto February 28, 2015)
Citygold Education Research Limited
Citygold Farming Private Limited
Citywood Builders Private Limited (From November 29, 2014)
Devkrupa Build Tech Limited
Diviniti Projects Private Limited
Gujarat Akruiti - TCG Biotech Limited
Halitious Developer Limited
Headland Farming Private Limited
Heddle Knowledge Private Limited
Heeler Hospitality Private Limited (Upto March 31, 2015)
Heet Builders Private Limited
India Development And Construction Venture Capital Private Limited
Joynest Premises Private Limited
Merrygold Buildcon Private Limited (Upto March 31, 2015)
Sheshan Housing & Area Development Engineers Limited
Upvan Lake Resorts Private Limited
Urvi Build Tech Limited
Vama Housing Limited
Vega Developers Private Limited
Vishal Nirman (India) Limited (Upto March 31, 2015)
Vishal Techno Commerce Limited
Yantti Buildcon Private Limited



B. Transactions with related parties

Particulars	Related party relation	Amount (₹)
Loans received / recovered / adjusted		
Hubtown Limited	Holding Company	100,000 (1,000)
Loans repaid / given / Adjusted		
Hubtown Limited	Holding Company	350,000 (2,700,000)
Loan		
Hubtown Limited (Payable)	Holding Company	224,597 (474,597)
India Development and Construction Venture Capital Private Limited (Receivable)	Fellow Subsidiary	102,959 (102,959)

Footnote:

- Previous figures are given in brackets.
- Related Party relationships are identified by the company and relied upon by the auditors

NOTE '13'

Contingent Liabilities

The Company does not have any contingent liabilities as on balance sheet date. (As certified by the management and relied upon by the auditors)

NOTE '14'

The accumulated losses of the Company have resulted in erosion of the net worth of the Company. The Company's management is, however, of the view that the said erosion is temporary in nature as the Company is in the process of procuring new business, the proceeds of which when fructified, would result in turnaround of the Company. The Company to that extent does not consider the erosion of the net worth as an impediment to its status as a going concern.

NOTE '15'

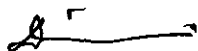
In the opinion of the Board of Directors of the Company, all the items of Current assets, Current liabilities and Loans and advances continues to have a realisable value of at least the amount at which they are stated in the balance sheet

NOTE '16'

Previous year's figures have been regrouped / recast wherever necessary.

As per attached report of even date


FOR DALAL DOSHI & ASSOCIATES
Firm Registration No. 121773W
Chartered Accountants



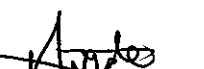
DINESH DOSHI
Partner
Membership No: 9464



For and on behalf of the Board


BHARAT MODY
Director
DIN: 00134632




PRAPHUL SHINDE
Director
DIN: 03140671

Place : Mumbai
Date : 18th May, 2015

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of **ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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

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



made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Financial Statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) 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 March 31, 2015 on its financial position in its financial statements.



- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses other than mentioned in note no 31 to Financial Statement.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR DALAL DOSHI & ASSOCIATES

Chartered Accountants

Firm Registration No. 121773W



DINESH DOSHI

Partner

Membership No : 9464



Place : Mumbai

Date : 19th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015;

WE REPORT THAT;

- (i) a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) The Company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii) a) The Company has physically verified its Inventories at reasonable intervals;
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
- c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification;
- (iii) According to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed thereunder to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Companies Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the Company;
- (vii) (a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. There have been delays during certain months in depositing Income Tax Deducted at Source of. There were Service Tax of ₹ 2,42,257/-, Works Contract Tax of ₹ 570/- and Income Tax Deducted at source of ₹ 1,37,483/- outstanding at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;
- (b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess.



- (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (viii) The accumulated losses of the Company at the end of the financial year has resulted in complete erosion of net worth. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) In our opinion and according to the records of the Company examined by us and the information and explanation given to us, the Company has not accepted any loans from any financial institution or banks and neither has it issued debentures during the year;
- (x) In our opinion and according to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of the material fraud on or by the Company, has been noticed or reported by the Company during the year, nor have we been informed any such case by the Company;

FOR DALAL DOSHI & ASSOCIATES

Chartered Accountants

Firm Registration No. 121773W


DINESH DOSHI

Partner

Membership No : 9464



Place : Mumbai

Date : 19th May, 2015

ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED
CIN: U51909MH1999PTC176073

BALANCE SHEET AS AT 31st MARCH, 2015

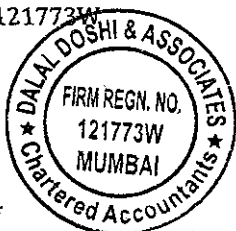
Particulars	Note No.	As At 31st March, 2015 ₹	As At 31 st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders Funds			
Share capital	2	2,676,000	2,676,000
Reserves and surplus	3	(122,534,960)	(120,400,361)
		(119,858,960)	(117,724,361)
Non-Current Liabilities			
Deferred tax liabilities (net)	4	2,535,838	2,112,835
Other long term liabilities	5	2,836,308	2,836,308
Long Term Provision	6	29,434	389,493
		5,401,580	5,338,636
Current Liabilities			
Short-term borrowings	7	413,005	147,405,988
Trade payables	8	904,269	3,495,030
Other current liabilities	9	180,982,186	32,732,904
		182,299,460	183,633,923
Total		67,842,080	71,248,198
II. ASSETS			
Non-current assets			
Fixed assets :	10		
Tangible assets		35,222,604	35,547,735
Intangible assets		4,129,749	5,285,391
Non-current Investments	11	10,000	-
Long term loans and advances	12	1,075,500	1,075,500
		40,437,853	41,908,626
Current assets			
Current Investments	13	3,217,092	-
Inventories	14	8,441,853	6,200,181
Cash and bank balances	15	12,176,150	18,436,042
Short-term loans and advances	16	3,424,389	4,571,755
Other current assets	17	144,743	131,593
		27,404,227	29,339,572
Total		67,842,080	71,248,198
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 34		

As per our report of even date
FOR DALAL DOSHI & ASSOCIATES
Chartered Accountants
Firm Registration No. 121773W

DINESH DOSHI

Partner

Membership No.: 9464



Place: Mumbai

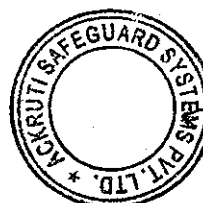
Date: 19-May-2015

FOR AND ON BEHALF OF THE BOARD

KAMLESH SHAH

Director

DIN: 01317352



PRAPHUL SHINDE

Director

DIN: 03140671

ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED
CIN: U51909MH1999PTC176073

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2015

Particulars	Note No.	As At 31 st March, 2015 ₹	As At 31 st March, 2014 ₹
I. INCOME			
Revenue from operations	18	14,317,256	20,674,859
Other income	19	822,041	840,183
Total		15,139,297	21,515,042
II. EXPENSES			
Cost of materials consumed	20	3,926,837	7,437,750
Changes in inventories of work in progress	21	(1,385,563)	(3,856,484)
Employee benefits expenses	22	754,920	2,884,066
Finance cost	23	737,680	28,821,438
Depreciation and amortisation	10	2,616,923	3,892,104
Other expenses	24	10,209,599	11,498,620
Total		16,860,396	50,677,494
Profit / (Loss) before tax		(1,721,099)	(29,162,452)
Tax expense :			
Current tax		-	-
Deferred tax (charge) / credit		(423,003)	2,640,933
Profit / (Loss) after tax but before adjustments		(2,144,102)	(26,521,519)
Prior period adjustments (Net)	29	(9,504)	(18,845)
Loss for the year		(2,134,598)	(26,502,674)
Earning per equity share (Face Value of ₹ 10 /- each)			
Basic and Diluted	32	(42.69)	(530.05)

Significant Accounting Policies
Notes on Financial Statements

1
2 to 34

As per our report of even date

FOR DALAL DOSHI & ASSOCIATES

Chartered Accountants

Firm Registration No. 121773W



DINESH DOSHI

Partner

Membership No.: 9464

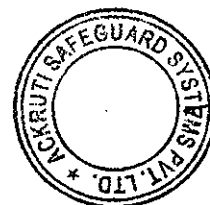


FOR AND ON BEHALF OF THE BOARD


KAMLESH SHAH

Director

DIN: 01317352




PRAPHUL SHINDE

Director

DIN : 03140671

Place: Mumbai


Date: 19-May-2015

ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED
CIN: U51909MH1999PTC176073

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2015

Particulars	2014 - 2015 ₹	2013 - 2014 ₹
Cash flows arising from operating activities		
Net Profit before tax as per Statement of Profit and Loss	(1,721,099)	(29,162,452)
Add / (Less) :		
Interest and Finance Charges	737,680	28,821,438
Depreciation and Amortisation	2,616,923	3,892,104
Prior Period Adjustments (Net)	9,504	18,845
Dividend received	(130,691)	-
Interest Income	(438,368)	(840,183)
	2,795,048	31,892,204
Operating Profit Before Working Capital Changes	1,073,949	2,729,752
Add / (Less) :		
(Increase) / Decrease in Inventories	(2,241,672)	(1,606,179)
(Increase) / Decrease in Trade and Other Receivables	(13,150)	(31,720)
(Increase) / Decrease in Loans and Advances	1,169,238	(1,232,990)
(Increase) / Decrease in Other Liabilities	(3,615,053)	6,769,868
Increase / (Decrease) in Trade Payables	(2,590,761)	2,919,800
Direct Taxes Paid	(21,872)	(78,890)
	(7,313,269)	6,739,890
Net Cash flow in the course of Operating Activities	(6,239,321)	9,469,642
Cash flows arising from Investing activities		
Inflow / (Outflow) on account of :		
Interest Income	438,368	840,183
Dividend Income	130,691	-
Current Investments made	(3,217,092)	-
Fixed Assets (Outflow)	(1,136,150)	(374,418)
Proceeds from Long Term Investment	(10,000)	-
Fixed Assets (Inflow)	-	41,243
Net Cash flow in the course of Investing Activities	(3,794,183)	507,008
Cash flows arising from Financing activities		
Inflow / (Outflow) on account of :		
Increase / (Decrease) in Unsecured Loans	29,977,138	20,952,902
Increase / (Decrease) in Deposit	-	500,000
Interest and Finance Charges Paid	(26,203,526)	(28,821,438)
Net Cash flow in the course of Financing Activities	3,773,612	(7,368,536)
Net Increase in cash and cash Equivalents (I + II + III)	(6,259,892)	2,608,114
Add: Balance at the beginning of the year	18,436,042	15,827,928
Cash and Cash Equivalents at the end of the year	#####	#####
Reconciliation of Cash and Bank Balances given in		
Note - 15 is as follows :-		
Cash and Bank Balances	8,426,150	14,686,042
Term deposits held against bank guarantees	3,750,000	3,750,000
Cash and Cash Equivalents at the end of the year	12,176,150	18,436,042


As per attached report of even date
FOR DALAL DOSHI & ASSOCIATES
Chartered Accountants
Firm Registration No.121773W

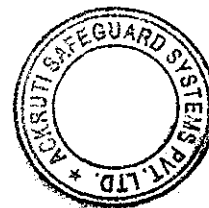

DINESH DOSHI
Partner
Membership No.: 9464




Place: Mumbai
Date: 19-May-2015

FOR AND ON BEHALF OF THE BOARD


KAMLESH SHAH
Director
DIN: 01317352




PRAPHUL SHINDE
Director
DIN : 03140671

Note 1

Corporate Information and Significant Accounting Policies

1 Corporate Information

Ackruti Safeguard Systems Private Limited is an unlisted private limited Company subsidiary of listed company domiciled in India, incorporated under the Companies Act, 1956. The Company's business is of manufacturers, buyers, sellers, traders, importers, exporters, merchant exporters, brokers, distributors, factors, stockiest, dealers of all kinds of high security number plates and to act as consultants and agents for any Government, semi-Government, or any other organization for all kinds of high security number plates and matters related thereto.

2 Significant Accounting Policies

I. Basis Of Preparation Of Financial Statements

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. Use Of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions, that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. Revenue Recognition

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A Income from operation

- a) Revenues / Incomes and Costs / Expenditure are generally accounted on accrual, as they are earned or incurred
- b) Sale of Goods is recognized on transfer of significant risks and rewards of ownership which is generally on the dispatch of goods. Sale of goods is recognized net of service tax and Value added tax
- c) Revenue is recognised as and when security plates is affixed on vehicle of the buyer including the ancillary cost.

B Interest:

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

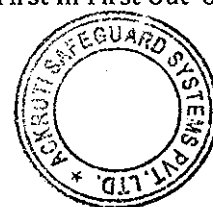
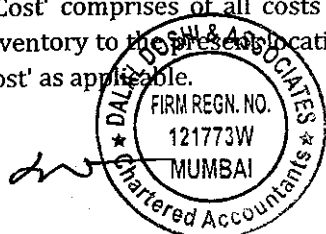
IV. Borrowing Costs

Interests and other borrowing costs are charged to the Statement of Profit and Loss.

V. Inventories

All inventories are stated at Cost or Net Realizable Value, whichever is lower.

'Cost' comprises of all costs of purchase, cost of conversion and other costs incurred in bringing the inventory to the present location and condition. The costs formulae used is 'First In First Out' or 'Average Cost' as applicable.



VI. Tangible Assets and Depreciation / Amortisation

- a) Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.
- b) Depreciation is provided on straight line basis on the balance life of the asset after computing life of asset in the manner specified in Schedule II to the Companies Act, 2013.
- c) Cost of Leasehold Land is amortised on a straight line method, over the primary lease period.

VII. Intangible Assets and Depreciation / Amortisation

- a) Computer Softwares are stated at cost less accumulated depreciation.
- a) Technical Knowhow are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life of twenty years.

VIII. Taxations

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassure realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

In case the Company is liable to pay Income tax under Section 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

IX. Foreign Currency Transactions

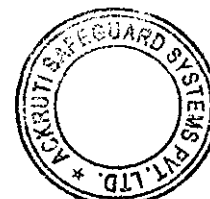
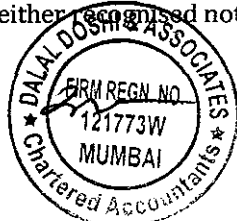
- a) All transactions in foreign currency are recorded in the reporting currency, based on closing rates of exchange prevalent on the dates of the relevant transactions.
- b) Monetary Assets and Liabilities in foreign currency, outstanding as on the Balance Sheet date, are converted in reporting currency at the closing rates of exchange prevailing on the said date. Resultant gain or loss is recognised during the year in the statement of profit and loss.
- c) Non monetary Assets and Liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

X. Segment Reporting

The Company has a single segment namely "Manufacturing of all kinds of High Security Number Plates". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

XI. Provisions, Contingent Liabilities and Contingent assets

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.



XII. Employee benefits

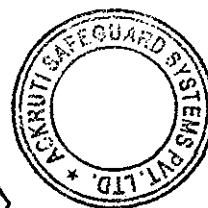
- A. **Short term employee benefits** are recognized as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered;
- B. **Post Employment Benefits**
Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the year in which the related service is rendered;
- C. **Other long-term benefits** (leave entitlement) are recognized in a manner similar to defined benefit plans;
- D. **Termination Benefits** are recognized as an expense in the statement of profit and loss for the year in which they are incurred.

XIII. Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

XIV. Impairment of Assets

The carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e. when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '2'
SHARE CAPITAL

AUTHORISED

Equity Shares

Class A

7,500,000 (P.Y. 7,500,000) Shares of ₹ 10/- each

Class B

1,500,000 (P.Y. 1,500,000) Shares of ₹ 10/- each

Preference Shares

100,000 (P.Y. 100,000) Preference Shares of ₹ 100/- each

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
75,000,000	75,000,000
15,000,000	15,000,000
10,000,000	10,000,000
100,000,000	100,000,000

ISSUED, SUBSCRIBED AND PAID UP

Equity Shares

Class A

50,000 (P.Y. 50,000) Shares of ₹ 10 each

Class B

17,600 (P.Y. 17,600) Shares of ₹ 10 each

Preference Shares

20,000 (P.Y. 20,000) 9% Cumulative Convertible Preference Shares of ₹ 100 each

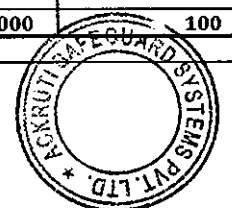
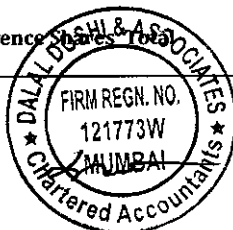
TOTAL

500,000	500,000
176,000	176,000
2,000,000	2,000,000
2,676,000	2,676,000

2.1 Reconciliation of the number of shares outstanding at the beginning and at the end of reporting year :	31st March, 2015			31st March, 2014		
	Equity Class (A)	Equity Class (B)	Preference	Equity Class (A)	Equity Class (B)	Preference
Number of Shares at the Beginning	50,000	17,600	20,000	50,000	17,600	20,000
Add/(Less) :						
Issue during the year	-	-	-	-	-	-
Buyback during the year	-	-	-	-	-	-
Redemption during the year	-	-	-	-	-	-
Conversion during the year	-	-	-	-	-	-
At the end of the reporting period (Nos)	50,000	17,600	20,000	50,000	17,600	20,000

2.2 Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company:	31st March, 2015			31st March, 2014		
	Equity (Class 'A')	Equity (Class 'B')	Preference	Equity (Class 'A')	Equity (Class 'B')	Preference
Holding Company of Reporting Company (HCRC)						
Hubtown Limited	36,215	-	20,000	36,215	-	20,000
TOTAL	36,215	-	20,000	36,215	-	20,000

2.3 Shareholders holding more than five percent of holdings:	31st March, 2015		31st March, 2014	
	Nos	% of Holdings	Nos	% of Holdings
Equity (Class 'A')				
Hubtown Limited	36,215	72.43	36,215	72.43
Kushal H. Shah	3,090	6.18	3,090	6.18
Khilen V. Shah	3,090	6.18	3,090	6.18
Rushank V. Shah	3,090	6.18	3,090	6.18
Others	4,515	9.03	4,515	9.03
Equity (Class 'A') Total	50,000	100	50,000	100
Equity (Class 'B')				
Samar't S.A.	17,600	100	17,600	100
Equity (Class 'B') Total	17,600	100	17,600	100
Preference Shares				
Hubtown Limited	20,000	100	20,000	100
Preference Shares Total	20,000	100	20,000	100



2.4 The rights, preferences and restrictions

Equity (Class 'A') :

Class 'A' equity shares are having par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting. In the event of liquidation of company, the holders 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.

Equity (Class 'B') :

Class 'B' shares does not have any right to vote or participate in the distribution of profits or capital.

9 % Cumulative Convertible Preference shares :

The Preference Shares of the Company shall be converted into fully paid equity shares of the Company on or after 1st April, 2012 or on such other date as may be decided by Board of Directors of the Company by exercising a call option vested in the Company for conversion of the Preference Shares on such terms and conditions as the Board of Directors may deem fit. The company has not exercised the call option till the balancesheet date. Dividend shall be payable on face value of the share and not on the issue price.

NOTE '3'

RESERVES AND SURPLUS

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
Deficit as per statement of profit and loss		
Balance as per last financial statements	(120,400,361)	(93,897,687)
Loss for the year	(2,134,598)	(26,502,674)
TOTAL	(122,534,960)	(120,400,361)

NOTE '4'

DEFERRED TAX LIABILITY (NET)

	As at 31 st March, 2014 ₹	Charge/(Credit) during the year ₹	As at 31 st March, 2015 ₹
On account of:			
Depreciation	2,159,322	386,066	2,545,388
Others	(46,487)	36,937	(9,550)
Net Deferred Liability	2,112,835	423,003	2,535,838

NOTE '5'

OTHER LONG TERM LIABILITIES

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
Others:		
Deposit	2,800,000	2,800,000
Retention Money	36,308	36,308
TOTAL	2,836,308	2,836,308

NOTE '6'

LONG TERM PROVISION

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
Provisions for Employee benefits:		
Provision for Leave Benefits	29,434	175,386
Others	-	214,107
TOTAL	29,434	389,493



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '7'

SHORT TERM BORROWINGS

Unsecured Loans

Related parties (Refer Note No. 25)

Other

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
-	147,405,988
413,005	-
413,005	147,405,988

NOTE '8'

TRADE PAYABLES

Micro, Small and Medium Enterprises (Refer Footnote)

Other Payables

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
-	107,334
904,269	3,387,696
904,269	3,495,030

Footnote:

As per information available with the Company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the Company are registered under MSMED Act, and the same has been relied upon by the auditors.

NOTE '9'

OTHER CURRENT LIABILITIES

Interest accrued and due on borrowings

Income received in advance

Business Advances from related party for project (Refer Footnote)

Other payables :

Statutory dues

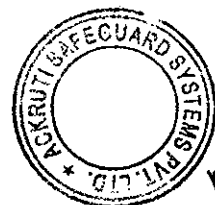
Other miscellaneous

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
61,875	25,527,721
30,033	206,028
176,970,121	-
1,134,298	5,420,506
2,785,858	1,578,649
180,982,186	32,732,904

Footnote:

Business Advance includes credits on account of reversal of Statutory liability of Tax deducted at source on interest accrued / paid of ₹ 28,36,413/- for the financial year 2013-14, which is no longer outstanding and payable.



ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED

CIN: U51909MH1999PTC176073

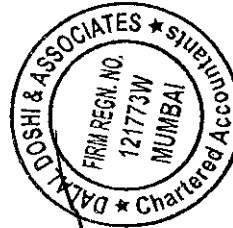
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015
NOTE '10': FIXED ASSETS

(in ₹)

Sr.No	Fixed Assets	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK		
		Balance as at 1st April, 2014	Additions/ Adjustments during the year	Deduction / Adjustments	Balance as at 31st March, 2015	Balance as at 1st April, 2014	Provide during the year	Deduction / Adjustments	Balance as at 31st March, 2015	Balance as at 31st March, 2014
A.	Tangible Assets									
	Leasehold Land	10,304,642	-	-	10,304,642	1,684,277	303,068	-	1,987,345	8,620,365
	Building	18,635,052	-	-	18,635,052	1,564,954	595,469	-	2,160,423	17,070,098
	Plant and Machinery	13,022,024	1,122,000	-	14,144,024	3,600,317	774,512	-	4,374,829	9,421,707
	Computer	1,742,719	9,000	84,879	1,666,840	929,155	469,147	84,879	1,313,423	813,564
	Furniture and Fixtures	215,629	5,150	-	220,779	82,614	16,697	-	99,311	133,015
	Office equipment	367,229	-	19,400	347,829	86,569	94,061	19,400	161,230	280,660
	TOTAL A	44,287,295	1,136,150	104,279	45,319,166	7,947,886	2,252,955	104,279	10,096,562	36,339,409
B.	Intangible Assets									
	Technical Knowhow (note-1)	7,455,350	-	-	7,455,350	2,961,633	363,968	-	3,325,601	4,493,717
	TOTAL B	7,455,350	-	-	7,455,350	2,961,633	363,968	-	3,325,601	4,493,717
TOTAL (A + B)		51,742,645	1,136,150	104,279	52,774,516	10,909,519	2,616,923	104,279	13,422,163	40,833,126
PREVIOUS YEAR FIGURES		51,409,470	374,418	41,243	51,742,645	7,017,415	3,894,945	2,841	10,909,519	40,833,126
										-

Note:

- The company has amortised Technical Knowhow taking its useful life at 20 years.
- Depreciation has been provided on Straight Line Basis. Also see Significant Accounting Policies.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '11'

NON CURRENT INVESTMENTS (Trade unless otherwise stated)

(Aggregate amount of unquoted investments)

Capital Investment in Partnership Firm (Refer footnote)

M/s Rising Glory Developers

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
10,000	-
10,000	-

Footnote:

Details of Investments made in capital of Partnership firm :

A. Partnership Firm

M/s Rising Glory Developers

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackruti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Diviniti Projects Private Limited	10,000	4.76%	-	-
6	Halitious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Heddle Knowledge Private Limited	10,000	4.76%	-	-
9	Heet Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yantti Buildcon Private Limited	10,000	4.76%	-	-
	TOTAL	210,000	100%	-	-

B. The Partnership was incorporated on 6th January, 2015

NOTE '12'

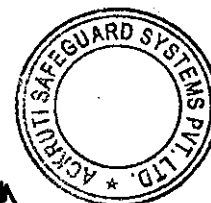
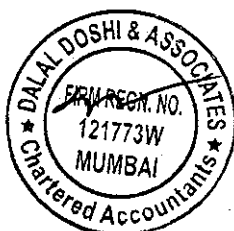
LONG TERM LOANS AND ADVANCES

Security deposits (Unsecured, considered good)*

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
1,075,500	1,075,500
1,075,500	1,075,500

TOTAL

* Security deposits comprise of Tender deposits given to various government / non government authorities for procuring work contracts.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '13'

CURRENT INVESTMENTS

(Aggregate amount of Quoted investments)

Investments in Mutual Funds

16365.43 units HDFC Cash Management Treasury Advantage Ret Monthly Divt (NAV - ₹ 1,65,800)

16498.982 units ICICI Pru MIP 25 Reg Growth (NAV - ₹ 5,04,241)

87576.863 units ICICI Short Term Reg monthly Div Rein (NAV - ₹ 10,55,572)

89831.655 units UTI Short Term Inc Funds (NAV - ₹ 15,08,732)

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
165,327	-
500,000	-
1,051,765	-
1,500,000	-
3,217,092	-

NOTE '14'

INVENTORIES

(Valued at lower of cost or net realisable value)

Stock of material at site

Inventories of Number Plates (Refer footnote)

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
1,853,920	997,811
6,587,933	5,202,370
8,441,853	6,200,181

Footnote:

Closing Stock

Closing Stock of Number Plates (Qty.)

F. Y. 2014-15	F. Y. 2013-14
76,010 nos.	44,432 nos.

NOTE '15'

CASH AND BANK BALANCES

Cash and cash equivalents:

Cash on hand

Foreign Currency on hand

Balances with banks:

- On current accounts

- Deposit with maturity of less than three months

Other Bank Balances:

Deposits with maturity of more than three months but less than twelve months

Balances with Bank held as Term Deposits against guarantees

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
1,542,174	4,518,198
171,421	164,829
3,675,072	7,235,102
2,974,726	2,767,913
8,363,394	14,686,042
62,756	-
3,750,000	3,750,000
3,812,756	3,750,000
12,176,150	18,436,042

NOTE '16'

SHORT TERM LOANS AND ADVANCES

Security deposits (Unsecured, considered good)

Advances recoverable in cash or kind

(Unsecured, considered good)

- to others

Advance Income Tax (Net of provisions)

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
2,600,000	2,600,000
59,507	1,228,745
764,882	743,011
3,424,389	4,571,755

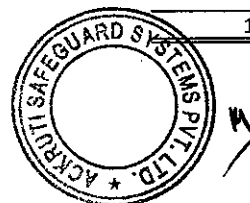
NOTE '17'

OTHER ASSETS

Interest accrued on fixed deposits

TOTAL

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
144,743	131,593
144,743	131,593



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '18'

REVENUE FROM OPERATIONS

Sale from operations :

Sale of Security Plates (Refer footnote)

TOTAL

Footnote :

Total number plates sold in current year are 72,785 units (Previous year - 104,926 units)

NOTE '19'

OTHER INCOME

Interest on Fixed Deposits

Foreign Exchange Gain (Net)

Miscellaneous Income

Dividend Received on Mutual Fund

Provision no longer required

TOTAL

NOTE '20'

COST OF MATERIAL CONSUMED

Opening Stock Of Material

Less : Stock Adjustment

Raw Material Purchases

Other Expenses related to purchase of Materials :

Carriage Inward

Custom Clearing Charges

Custom Duty

Less: Closing Stock Of Raw Material

Raw Materials Consumed

Packing Material Expenses

TOTAL

The Value of Purchase of imported and indigenously raw materials and it's percentage in total

Footnote:

Particulars

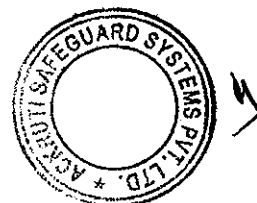
Import Purchases (CLP Reflective Sheets)

Indigenous Purchases

Footnote:

Consumption of Raw Materials	F. Y. 2014-15	₹	F. Y. 2013-14	₹
Aluminum Sheet	4826 kgs.	1,212,354	7,604 kgs.	1,950,477
CLP Reflective Sheeting	1737 sq.mtr.	1,345,072	7,547sq.mtr.	3,406,773
Others	-	1,360,535	-	2,035,182
TOTAL		3,917,960		7,392,431

Note: Method of Valuation is First in First out basis.



ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED
CIN: U51909MH1999PTC176073

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2014

NOTE '21'

CHANGE IN INVENTORY

	Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
Finished Stock:		
Opening Stock Of Number Plates	5,202,370	1,345,886
Less: Closing Stock Of Number Plates	6,587,933	5,202,370
TOTAL	(1,385,563)	(3,856,484)

NOTE '22'

EMPLOYEE BENEFITS EXPENSE

	Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
Salaries, bonus, etc.	748,689	2,779,432
Contribution to provident and other funds	6,231	104,634
TOTAL	754,920	2,884,066

NOTE '23'

FINANCE COSTS

	Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
Interest:		
- Loans	68,750	28,364,134
- Delayed payments on taxes and statutory dues	668,930	457,304
TOTAL	737,680	28,821,438

NOTE '24'

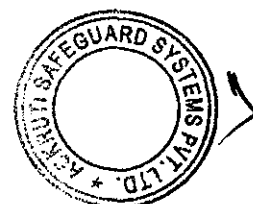
OTHER EXPENSES

	Year Ended 31 st March, 2015 ₹	Year Ended 31 st March, 2014 ₹
Royalty	1,039,980	1,300,426
Bank Charges	846,011	737,145
Travelling Expenses	244,878	454,603
Excise Duty	-	428,190
Security Charges	241,997	270,306
Rates and Taxes	27,938	30,438
Carriage Outward	695,961	961,429
Repairs and Maintenance	661,541	135,430
Legal and professional fees	4,705,644	5,882,679
Other expenses (refer footnote)	1,745,649	1,297,974
TOTAL	10,209,599	11,498,620

Footnote :

Auditor's Remuneration (Included in other expenses above)

- Audit fees	60,000	60,000
- Limited Review Fees	22,500	22,500
- Other services	6,000	6,000
- Service tax on above	10,939	10,939
	99,439	99,439



ACKRUTI SAFEGUARD SYSTEMS PRIVATE LIMITED

CIN: U51909MH1999PTC176073

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015**NOTE '25'****Related Party Disclosures****A. Name of related parties and description of relations**

Holding Company	: Hubtown Limited
Fellow Subsidiary Company	: ABP Realty Advisors Private Limited
	Adhivitiya Properties Limited (Upto August 31, 2014)
	Arnav Gruh Limited (Upto February 28, 2015)
	Citygold Education Research Limited
	Citygold Farming Private Limited
	Citywood Builders Private Limited (From November 29, 2014)
	Devkrupa Build Tech Limited
	Diviniti Projects Private Limited
	Gujarat Akruiti - TCG Biotech Limited
	Halitious Developer Limited
	Headland Farming Private Limited
	Heddle Knowledge Private Limited
	Heeler Hospitality Private Limited (Upto March 31, 2015)
	Heet Builders Private Limited
	India Development And Construction Venture Capital Private Limited
	Joynest Premises Private Limited
	Merrygold Buildcon Private Limited (Upto March 31, 2015)
	Sheshan Housing & Area Development Engineers Limited
	Upvan Lake Resorts Private Limited
	Urvi Build Tech Limited
	Vama Housing Limited
	Vega Developers Private Limited
	Vishal Nirman (India) Limited (Upto March 31, 2015)
	Vishal Techno Commerce Limited
	Yantti Buildcon Private Limited

Firm in which the company is a Partner

M/s Rising Glory Developers

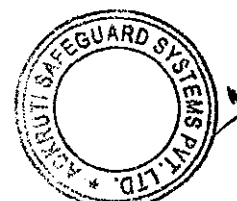
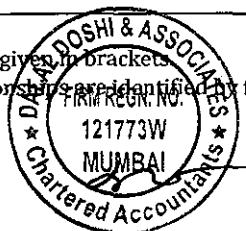
B. Transactions with related parties

Particulars	Holding Company	Firm in which Company is a partner
Loans and Advance Received	5,036,413 (11,100,290)	
Loans and Advance Repaid	1,000,000 (9,500,000)	
Interest Paid	- (28,364,134)	
Reimbursements / On behalf payments by Hubtown	399,401 (193,694)	
Capital Contribution in Partnership Firm	- -	10,000 (-)
Balance Outstanding Payable		
- Business Advance	176,970,121 (172,933,708)	
- Reimbursement	593,095 (193,694)	
-Other Payables	- (-)	10,000 (-)

Footnote:

a. Previous figures are given in brackets

b. Related Party relationships are identified by the company and relied upon by the auditors



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2014

NOTE '26'

CIF VALUE OF RAW MATERIAL IMPORTS:

(In ₹)

PARTICULARS	2014-2015	2013-2014
CLP Reflective Sheet	1,093,660	1,618,089
Aluminum	-	-
TOTAL	1,093,660	1,618,089

NOTE '27'

Debtors, Creditors and Loans and advances include confirmations, reconciliation and adjustments and are considered payable/reliable, as the case may be.

NOTE '28'

In the opinion of The Board of Directors of the Company, all items of Current and Non Current Assets, Current and Non Current Liabilities and Loan and Advances continue to have a realizable value of at least the amounts at which they are stated in the balance sheets.

NOTE '29'

PRIOR PERIOD ADJUSTMENTS:

(In ₹)

EXPENSES	2014-2015	2013-2014
Debits relating to earlier years:		
- Interest	209	-
- Other Expenses	617,792	-
Credits relating to earlier years:		
- Interest	(503)	-
- Others	(627,002)	(18,845)
TOTAL	(9,504)	(18,845)

NOTE '30'

CONTINGENT LIABILITY:

In the opinion of the management, the company does not have any contingent liabilities, which have not been provided for.

NOTE '31'

DISCLOSURE OF DERIVATIVES

FOREIGN CURRENCY ON HAND	As at 31 st March, 2015	As at 31 st March, 2014
USD	2,750	2,750
INR	171,421	164,829

NOTE '32'

EARNING PER SHARES (EPS)

	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
Profit / (Loss) after tax (₹)	(2,134,598)	(26,502,674)
(before as well as after extraordinary item)		
Weighted average number of equity shares (Nos)	50,000	50,000
Earnings per equity share (Nominal Value of share of ₹ 10 /- each)		
Basic and Diluted	(42.69)	(530.05)

NOTE '33'

The accumulated losses of the Company have resulted in complete erosion of the net worth of the Company. The Company's management is, however, of the view that the said erosion is temporary in nature as the Company is in the process of procuring new business, the proceeds of which when fructified, would result in turnaround of the Company. The Company to that extent does not consider the erosion of the net worth as an impediment to its status as a going concern.

NOTE '34'

Figures of the previous year have been regrouped / reclassified wherever necessary.

As per our report of even date.

FOR DALAL DOSHI & ASSOCIATES

Chartered Accountants

Firm Registration No. 121773W

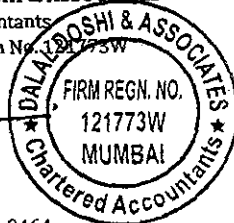
DINESH DOSHI

Partner

Membership No.: 9464

Place: Mumbai

Date: 19-May-2015



FOR AND ON BEHALF OF THE BOARD

KAMLESH SHAH

Director

DIN: 01317352



PRAPHUL SHINDE

Director

DIN: 03140671



L. J. KOTHARI
B.Com, F.C.A.
9920424040

L. J. KOTHARI & CO.

CHARTERED ACCOUNTANTS

GANDHI MANSION, 3RD FLOOR, NEW SILK BAZAR, OPP KALBADEVI HEAD P. O.,
MUMBAI – 400 002 * Tel.: 2205 5916 * E-mail: ca_lalitkothari@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CITYGOLD FARMING PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **CITYGOLD FARMING PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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



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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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 March 31, 2015 on its financial position in its 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.

FOR L. J. KOTHARI & CO.

FIRM REGISTRATION No.: 105313W

CHARTERED ACCOUNTANTS



LALIT KOTHARI

PROPREITOR

Membership No. 30917



Place : Mumbai

Date : 19th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF CITYGOLD FARMING PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015 WE REPORT THAT;

- (i)
 - a) The Company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
 - b) The Company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii)
 - a) The Company has physically verified it's Inventories at reasonable intervals;
 - b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
 - c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed there under to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the Company;
- (vii)
 - a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, VAT, Sales Tax, Service Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. *There have been delays during certain months in depositing Income Tax Deducted at Source.* However, there were no amounts outstanding at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;



- b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess other than mentioned below:

Statute and nature of dues	Section	Financial Year	Disputed Dues (₹)	Forum where dispute is pending
Income Tax Act, 1961	143(3)	2009-10	14,40,09,320	Commissioner of Income tax (appeals)
Income Tax Act, 1961	143(3)	2011-12	2,40,06,150	Commissioner of Income tax (appeals)

- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (viii) The Company did not have accumulated losses as at year end. The Company has incurred cash losses during the current financial year as well as in immediate preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks and neither has it issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such case.

FOR L. J. KOTHARI & CO.

FIRM REGISTRATION NO.: 105313W

CHARTERED ACCOUNTANTS


LALIT KOTHARI

PROPREITOR

Membership No.: 30917



Place: Mumbai

Date: 19th May, 2015

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CITYGOLD FARMING PRIVATE LIMITED
CIN: U01122MH2006PTC163517
BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	25,975,000	25,975,000
Reserves and Surplus	2	232,433,900	280,899,590
Non-Current Liabilities			
Other Long term liabilities	3	4,929,276	6,259,276
Current Liabilities			
Trade payables	4	53,396	99,972
Other current liabilities	5	1,340,007,193	1,339,086,320
Short-term provisions	6	396,529	961,141
Total		1,603,795,294	1,653,281,299
II. Assets			
Non-current assets			
Fixed assets			
Tangible assets	7	123,395	426,580
Non-current investments	8	150,016,000	150,000,000
Long term loans and advances	9	13,414,191	13,414,191
Current assets			
Inventories	10	1,176,116,286	1,175,200,173
Trade Receivables	11	1,992,468	-
Cash and bank balances	12	2,340,447	401,711
Short-term loans and advances	13	257,395,721	311,441,858
Other current assets	14	2,396,786	2,396,786
Total		1,603,795,294	1,653,281,299

Significant Accounting Policies
Notes on Financial Statements

Anexure I
1 to 30

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place: Mumbai
Date: May 19, 2015



PRAPHUL SHINDE
DIRECTOR
DIN: 03140671

KAMAL MATALIA
DIRECTOR
DIN: 00009695

CITYGOLD FARMING PRIVATE LIMITED

CIN: U01122MH2006PTC163517

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	Note No	Year Ended 31st March 2015 ₹	Year Ended 31st March 2014 ₹
I. INCOMES			
Revenue from operations	15	2,747,472	-
Share of Loss from JV		(6,300)	-
Total		2,741,172	-
II. EXPENSES			
Cost of Operations	16	642,052	(247,191)
Purchase of Stock-in-Trade			-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	(916,113)	247,191
Employee benefit expense		-	-
Financial costs	18	322,592	103,349
Depreciation and amortization expense	7	303,185	78,514
Other expenses	19	50,855,146	347,744
Total		51,206,862	529,607
Loss before tax		(48,465,690)	(529,607)
Tax expense:			
Current tax		-	-
Deferred tax		-	-
Loss for the year		(48,465,690)	(529,607)
Earning per equity share (Face Value of ₹ 10 /- each)	20		
Basic and Diluted		(4,847)	(53)

Significant Accounting Policies
Notes on Financial StatementsAnnexure I
1 to 30

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTSLALIT KOTHARI
PROPRIETOR
Membership No. 30917Place: Mumbai
Dated: 19th May, 2015PRAPHUL SHINDE
DIRECTOR

DIN: 03140671

KAMAL MATALIA

DIRECTOR
DIN: 00009695

CITYGOLD FARMING PRIVATE LIMITED

CIN: U01122MH2006PTC163517

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015

	2014-2015 ₹		2013-2014 ₹	
I. Cash flows arising from operating activities				
Net Profit before tax as per Profit and Loss Account		(48,465,690)		(529,607)
Add / (Less) :				
Interest Paid	322,592			
Depreciation and Amortisation	303,185	625,777	78,514	78,514
Operating Profit Before Working Capital Changes		(47,839,913)		(451,093)
Add / (Less) :				
(Increase) / Decrease in Inventories	(916,114)		247,191	
(Increase) / Decrease in Trade and Other Receivables	55,092,976		(176,504,166)	
Increase / (Decrease) in Trade Payables	(46,576)		(1,869,693)	
Increase / (Decrease) in Other current Liability & Provisions	328,573			
Direct Taxes Paid	(3,039,306)		(536,400)	
Net Cash flow in the course of Operating Activities		51,419,553		(178,660,068)
		3,579,640		(179,111,161)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of:				
Fixed Assets (Net)				
Proceed from Long term Investment	(16,000)		(110,000,000)	
Net Cash flow in the course of Investing Activities		(16,000)		(110,000,000)
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of:				
Increase / (Decrease) in Other Long term Borrowings	(1,330,000)		178,525,000	
Interest and Finance Charges Paid	(294,904)			
Net Cash flow in the course of Financing Activities		(1,624,904)		178,525,000
Net Increase in cash and cash Equivalents (I + II + III)		1,938,736		(110,586,161)
Add: Balance at the beginning of the year		401,711		110,987,872
Cash and Cash Equivalents at the end of the year		2,340,447		401,711
Reconciliation of cash and cash equivalents refer note 12)				
Cash on hand	65,853		60,689	
Bank balances in current accounts	2,274,594	2,340,447	341,022	401,711
Cash and cash equivalents at the end of the year				

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: 19 May, 2015



Prakash Shinde
PRASHANTH SHINDE
DIRECTOR
DIN: 03140671
Kamal Matalia
KAMAL MATALIA
DIRECTOR
DIN: 00009695

ANNEXURE I
CORPORATE INFORMATION

Citygold Farming Private Limited is a private limited Company domiciled in India, incorporated under the Companies Act, 1956. The object of the company is to acquire by purchase, lease or otherwise, to carryout agriculture and allied activities and to construct ,erect, equip, lease, convert, adapt, improve, develop, operate & manage all sorts of Agricultural parks, special economic zone & related infrastructure facilities and amenities.

SIGNIFICANT ACCOUNTING POLICIES

I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules,2014. Guidance Notes and other relevant provisions of the Companies Act, 1956 and Companies Act, 2013.

II. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. REVENUE RECOGNITION

A. Revenue from sale of properties /rights

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

B. Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

C. Other Income

Revenues / Incomes and Costs / Expenditure are generally accounted on accrual, as they are earned or incurred.

IV. TANGIBLE FIXED ASSETS AND DEPRECIATION / AMORTISATION

a. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.

b. Depreciation is provided on the straight line method method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.

V. INVENTORIES

All inventories are stated at Cost or Net Realizable Value, whichever is lower.

'Incomplete Projects' include cost of incomplete properties for which the Company has not entered into sale agreements and in other cases where the revenue recognition is postponed. 'Incomplete Projects' also include initial project costs that relate directly to a (prospective) project, incurred for the purpose of securing the project. These costs are recognized as expenditure for the year in which they are incurred unless they are separately identifiable and it is probable that the respective project will be obtained.

Cost included in inventory include costs incurred upto the completion of the project viz. cost of land / rights, value of FSI, materials, services and other expenses (including borrowing costs) attributable to the projects. Cost formula used is average cost.

VI. PROJECT EXPENSES

In respect of major projects involving construction, related pre-operational expenses form part of the Inventories capitalised. Expenses capitalised to inventories include applicable borrowing costs till the date of completion of the construction project.

VII. INVESTMENTS

Investments are classified into Current / Non Current and Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.



VIII. BORROWING COSTS

Interests and other borrowing costs (including front end processing fees and related professional and other costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Profit and Loss Statement.

IX. SEGMENT REPORTING

The Company has a single segment namely "Agriculture and construction of Agricultural parks". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

X. TAXATION

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

In Case, the company is liable to pay income tax under Section 115 JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal tax is recognised as an assets (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balancesheet date

XI. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment Loss recognized in prior periods is reversed if there has been a change in the estimate of recoverable value.

XII. PROVISIONS , CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement .Contingent assets are neither recognised not disclosed in the financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

		In ₹			
		As at 31st March, 2015	As at 31st March, 2014		
1	SHARE CAPITAL :				
a)	AUTHORISED CAPITAL 10,000 (P.Y.10,000) Equity Shares of ₹.10/- each 9,99,000 (P.Y.9,99,000) 8% Non Cumulative Convertible Preference Shares of ₹.100/- each	100,000 99,900,000 100,000,000	100,000 99,900,000 100,000,000		
b)	ISSUED, SUBSCRIBED AND PAID UP 10,000 (P.Y.10,000) Equity Shares of ₹.10/- each, fully paid 258,750 (P.Y.2,58,750) 8% Non Cumulative Convertible Preference Shares of ₹.100/- each, fully paid	100,000 25,875,000 25,975,000	100,000 25,875,000 25,975,000		
c)	Reconciliation of the number of shares outstanding at the beginning and at the end of reporting year :				
		31st March, 2015		31st March, 2014	
		Equity	Preference	Equity	Preference
Number of Shares at the Beginning of the year		10,000	258,750	10,000	258,750
Add/(Less) :					
Issue during the year		-	-	-	-
Buyback during the year		-	-	-	-
Redemption during the year		-	-	-	-
Conversion during the year		-	-	-	-
At the end of the reporting year (Nos)		10,000	258,750	10,000	258,750
d)	Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company :				
		31st March, 2015		31st March, 2014	
		Equity	Preference	Equity	Preference
Holding Company of Reporting Company (HCRC)					
Hubtown Limited with Beneficiary Owners		10,000	-	10,000	-
Others		-	258,750	-	258,750
Total		10,000	258,750	10,000	258,750
e)	Shareholders holding more than five percent of holdings				
		31st March, 2015		31st March, 2014	
		Nos	% of Holdings	Nos	% of Holdings
Equity					
Hubtown Limited with Beneficiary Owners		10,000	100	10,000	100
Equity Shares Total		10,000	100	10,000	100
Preference Shares					
Hormony Energy Pvt. Ltd.		20900	8	20,900	8
Alken Management and Financial Services Pvt. Ltd.		20900	8	20,900	8
Priority Traders Pvt.Ltd.		20900	8	20,900	8
Shree Ganesh Spinners Ltd.		29200	11	29,200	11
Tac Technosoft Private Limited		16700	6	16,700	6
Hindustan Continental Limited		37500	14	37,500	14
Epson Trading Pvt. Ltd.		33400	13	33,400	13
Lilac Medicines Private Ltd.		16700	6	16,700	6
Harekrishna Securities Pvt. Ltd.		41700	16	41,700	16
Others		20850	8	20,850	8
Preference Shares Total		258,750	100	258,750	100



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

- f) The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital :

Equity Share

The company has a single class of equity shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting.

In the event of liquidation of company, the holders 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.

Preference Shares

8% Non cumulative convertible Preference Shares of ₹100 each. The Preference Shares of the Company shall be converted into fully paid equity shares of the Company on or after 1st April, 2012 or on such other date as may be decided by Board of Directors of the Company by exercising a call option vested in the Company for conversion of the Preference Shares on such terms and conditions as the Board of Directors may deem fit. However the Board of Directors has not exercise a call option as on 31st March, 2015.

	In ₹	
Classification of Reserves and Surplus	As at 31st March, 2015	As at 31st March, 2014
RESERVES AND SURPLUS		
Securities Premium Account		
(258,750) Preference shares issued at premium of ₹ 1100/- per share)		
Balance as per last Balance Sheet	284,625,000	284,625,000
Add: Addition during the year	-	-
Less :Deduction during the year	-	-
Balance at the end of the year (A)	284,625,000	284,625,000
Surplus in the statement of profit and Loss		
Balance as per last Balance Sheet	(3,725,410)	(3,195,803)
Loss for the year	(48,465,690)	(529,607)
Balance at the end of the year (B)	(52,191,100)	(3,725,410)
Total (A+B)	232,433,900	280,899,590

	In ₹	
Particulars	As at 31st March, 2015	As at 31st March, 2014
OTHER LONG TERM LIABILITIES:		
Outstanding payables against Land purchased	4,522,986	5,852,986
Other payables	58,301	58,301
Retention Money	347,989	347,989
Total	4,929,276	6,259,276

	In ₹	
Particulars	As at 31st March, 2015	As at 31st March, 2014
TRADE PAYABLES:		
Micro, Small and Medium Enterprises (refer footnote)	-	-
Trade Payables	53,396	99,972
Total	53,396	99,972

Footnote:

As per information available with the Joint venture regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the Joint venture are registered under MSMED Act, and the same has been relied upon by the auditors.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
5 OTHER CURRENT LIABILITIES:		
Statutory dues	215,930	20,148
Advances received from body corporates for projects	150,000,000	497,500,000
Advance received from others	667,900,000	660,800,000
Business advances from related party	170,937,923	179,406,923
Securtiy Deposits	3,086,400	1,286,400
Interest Accrued and due	246,655	-
Other payables	112,985	72,849
Current Account balance in Joint Venture	347,507,300	
Total	1,340,007,193	1,339,086,320

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
SHORT-TERM PROVISIONS		
Provision for Income Tax (Net of advances ₹ 6,57,771/-, PY ₹ 93,159/-)	396,529	961,141
Total	396,529	961,141

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
8 NON-CURRENT INVESTMENTS (Non Trade, unless otherwise specified)		
Investment in Equity Shares :		
150,000 Equity shares of face value of ₹10/- each Asha Multitrade Private limited	150,000,000	150,000,000
Capital Investment in Partnership Firm (Refer footnote a) M/s Rising Glory Developers	10,000	-
Capital Investment in Joint Venture (Refer footnote b, foot note to note 10) Town Planning Fintrade JV	6,000	-
Total	150,016,000	150,000,000

Footnotes:

Details of Investments made in capital of Partnership firm and Joint Venture:



CITYGOLD FARMING PRIVATE LIMITED

CIN: U01122MH2006PTC163517

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

7 FIXED ASSET

(In ₹)

PARTICULARS	GROSS BLOCK				DEPRECIATION / AMORTISATION				NET BLOCK	
	As on	Additions	Deductions/	As at	As on	Provided	Deductions/	Upto	As at	As at
	1st April	during	Adjustments	31st March	1st April	during the	Adjustments	31st March	31st March	31 st March,
	2014	the year		2015	2014	Year		2015	2015	2014
Office Equipments	630,000	-	-	630,000	364,783	265,217	-	630,000	-	265,217
Site Office Furniture	517,500	-	-	517,500	356,137	37,968	-	394,105	123,395	161,363
TOTAL	1,147,500	-	-	1,147,500	720,920	303,185	-	1,024,105	123,395	426,580
PREVIOUS YEAR	1,147,500	-	-	1,147,500	642,406	78,514	-	720,920	426,580	505,095



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

a) Partnership Firm
M/s Rising Glory Developers

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackruti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Diviniti Projects Private Limited	10,000	4.76%	-	-
6	Halitious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Heddle Knowledge Private Limited	10,000	4.76%	-	-
9	Heet Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yantti Buildcon Private Limited	10,000	4.76%	-	-
	TOTAL	210,000	100.00%	-	-

b) Co-Venturer
Town Planning Fintrade JV

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Citygold Farming Private Limited	6,000	60%	-	-
2	Rubix Trading Private Limited	4,000	40%	-	-
	TOTAL	10,000	100%	-	-

In ₹

Particulars	As at 31st March, 2015	As at 31st March, 2014
9 LONG TERM LOANS AND ADVANCES:		
Advances to land owners	13,414,191	13,414,191
Total	13,414,191	13,414,191

In ₹

Particulars	As at 31st March, 2015	As at 31st March, 2014
10 INVENTORIES:		
Incomplete Project (Valued at lower of cost or net realisable value)	1,176,116,286	1,175,200,173
Total	1,176,116,286	1,175,200,173

In ₹

Particulars	As at 31st March, 2015	As at 31st March, 2014
11 TRADE RECEIVABLES:		
Unsecured, considered good : Trade Receivables	1,992,468	-
	1,992,468	-



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
12 CASH AND BANK BALANCES		
Balances With Bank in current Account	2,274,594	341,022
Cash in Hand	65,853	60,689
Total	2,340,447	401,711

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
13 SHORT-TERM LOANS AND ADVANCES:		
Unsecured, Considered good)		
Other loans and advances:		
Advances for purchase of Land	130,643,382	130,643,382
Advance for Projects	121,875,000	178,875,000
Advances recoverable in cash or kind	479,169	-
Advance Income Tax (Net of Provisions ₹ 14,32,000/- , (P.Y. ₹ 14,32,000/-)	4,398,170	1,923,476
Total	257,395,721	311,441,858

In ₹		
Particulars	As at 31st March, 2015	As at 31st March, 2014
14 OTHER CURRENT ASSETS:		
Other receivables	2,396,786	2,396,786
Total	2,396,786	2,396,786

In ₹		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
15 REVENUE FROM OPERATIONS:		
Rental income	2,747,472	-
Total	2,747,472	-

In ₹		
Nature of Expenditure	Year Ended 31st March, 2015	Year Ended 31st March, 2014
16 COST OF OPERATIONS:		
Land/Rights Acquired	-	(665,000)
Other Expenses	642,052	417,809
Total	642,052	(247,191)

In ₹		
Particular	Year Ended 31st March, 2015	Year Ended 31st March, 2014
17 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE:		
Opening Inventory :		
- Incomplete Projects	1,175,200,173	1,175,447,364
Less : Closing Inventory :		
- Incomplete Projects	1,176,116,286	1,175,200,173
	(916,113)	247,191



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

		In ₹	
	Particular	Year Ended 31st March, 2015	Year Ended 31st March, 2014
18	FINANCIAL COSTS:		
	Interest :		
	Body Corporates	274,061	-
	Interest on Delayed payment	48,531	103,349
	Total	322,592	103,349

		In ₹	
	Particular	Year Ended 31st March, 2015	Year Ended 31st March, 2014
19	OTHER EXPENSES:		
	Professional / Legal Fees	52,427	119,159
	Brokerage expenses	686,868	-
	Filling fees	29,303	2,044
	Donation Expenses	50,000,000	-
	Other Expenses (Refer footnote)	86,548	226,541
	Total	50,855,146	347,744

Footnote :

Auditors Remuneration (included in the other expenses)

	In ₹	
Audit Fees	35,000	35,000
Limited Review fees	15,000	15,000
	50,000	50,000

	Particulars	31st March, 2015	31st March, 2014
20	EARNINGS PER SHARE (EPS)		
	Net Loss as per Statement of Profit and loss available for Equity Shareholders before / after extraordinary item (₹)	(48,465,690)	(529,607)
	Weighted average number of equity shares outstanding at the end of the year (Nos.)	10,000	10,000
	Earning per equity share (Nominal Value per share ₹10/-each)		
	Earning before/ after extraordinary item :		
	Basic and diluted (₹)	(4,847)	(53)



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

21 RELATED PARTIES DISCLOSURE:

Names of Related parties and Description of Relationships as per Accounting Standard 18 - "Related Party Disclosure" issued by ICAI

HOLDING COMPANY

Hubtown Limited

FELLOW SUBSIDIARY COMPANIES

ABP Realty Advisors Private Limited
Akruti Safeguard Systems Private Limited
Adhivitiya Properties Limited (Upto August 31, 2014)
Arnav Gruh Limited (Upto February 28, 2015)
Citygold Education Research Limited
Citywood Builders Private Limited (From November 29, 2014)
Devkrupa Build Tech Limited
Diviniti Projects Private Limited
Gujarat Akruti - TCG Biotech Limited
Halitious Developer Limited
Headland Farming Private Limited
Hedde Knowledge Private Limited
Heeler Hospitality Private Limited (upto 31st March, 2015)
Heet Builders Private Limited
India Development And Construction Venture Capital Private Limited
Joynest Premises Private Limited
Merrygold Buildcon Private Limited (upto 31st March, 2015)
Sheshan Housing & Area Development Engineers Limited
Upvan Lake Resorts Private Limited
Urvi Build Tech Limited
Vama Housing Limited
Vega Developers Private Limited
Vishal Nirman (India) Limited (upto 31st March, 2015)
Vishal Techno Commerce Limited
Yantti Buildcon Private Limited

FIRM IN WHICH THE COMPANY IS A PARTNER

M/s Rising Glory Developers

JOINT VENTURE IN WHICH THE COMPANY IS A CO-VENTURER

Town Planning Fintrade JV

Note: Related party relationships are as identified by the Company and relied upon by the Auditors

Transactions with Related Parties :

In ₹

Nature of transaction	Holding Company	Fellow Subsidiaries	Firm in which Company is a partner	Joint Venture in which Company is a Co-Venturer
1) Business advances received/ recovered/ adjusted Hubtown Limited	9,481,000 (182,306,923)			
2) Business advances given/ reapld/ adjusted Hubtown Limited	17,950,000 (2,900,000)			
3) Loans and advances given/ repald/ adjusted Hubtown Limited	- (36,160,000)			
4) Share of Loss from Joint venture Town Planning Fintrade JV				6,300 (-)
5) Capital Contribution in Partnership Firm Rising Glory Developers			10,000 (-)	
6) Capital Contribution in Joint Venture Town Planning Fintrade JV				6,000 (-)
7) Balance outstanding a) Business Advances Hubtown Limited	170,937,923 (179,406,923)			
b) Loans and advances Joynest Premises Private Limited		150,000,000 (150,000,000)		
c) Other Payables Rising Glory Developers			10,000 (-)	
Town Planning Fintrade JV				347,507,300 (-)

Note: Previous year figures are given in brackets



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

22 The permissions under Bombay Tenancy and Agricultural Land Act (BTAL) from Revenue Department for acquiring Agricultural Land in excess of ceiling limit are subject to certain conditions imposed by the Government which state that the approvals /permissions under MLR Code, Restoration of Land to ST Act, BTAL ACT, Forests Acts, CRZ, NDZ and other similar laws wherever applicable are necessary.

23 Advance paid for purchase of land of current year ₹ 14,40,57,573/- (P. Y. ₹ 14,40,57,573/-) includes as under:

PARTICULARS	In ₹	
	As at 31-03-2015	As at 31-03-2014
Advance paid to farmers for which no agreement have been entered	13,414,191	13,414,191
Advances paid to farmers for which agreements have been executed in the name of company & nominee of company	130,643,382	130,643,382

24 Advances received include ₹ 15,00,00,000 received from Joynest Premises Private Limited, a body incorporate with whom the company has entered into a Memorandum of understanding for the Joint Development of an integrated Townships / SEZ at Khalapur.

25 The Company has entered into Town Planning Fintrade JV and agreed to transfer Land admeasuring to 65 Acres (approx.) along with the amounts received against the said land in the earlier years as per the terms and conditions agreed upon.

26 The company is in the process of acquisition of land / properties. Some of the lands purchased standing in the name of nominees of Company are pending for necessary permissions from the Revenue Department.

27 Debtors, Creditors and Loans and advances include confirmations, reconciliation and adjustments and are considered payable/realizable, as the case may be.

28 In the opinion of The Board of Directors of the Company, all items of Current and Non Current Assets, Current and Non Current Liabilities and Loan and Advances continue to have a realizable value of at least the amounts at which they are stated in the balance sheets.

29 CONTINGENT LIABILITIES (NOT PROVIDED FOR):

Particulars	As at 31st March, 2015	As at 31st March, 2014
Claims against the Company, not acknowledged as debts on		
On account of properties purchased pending registration and other formalities under different statutes, for which confirmations are pending, with regards to consideration paid for the purchase of land through aggregator.	Amount not ascertainable at present	Amount not ascertainable at present
Income Tax matters under Appeal with CIT for the Financial Year 2009-2010	144,009,320	142,509,320
Income Tax matters under Appeal with CIT for the Financial Year 2011-2012	24,006,150	-

Note : Interest / Penalty that may accrue on original demands are not ascertainable, at present. The company has taken the necessary steps to protect its position with respect to the above referred claims, which in its opinion, based on professional / legal advice, are not sustainable.

30 Figures for the previous year have been regrouped / reclassified wherever necessary.

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: 28th April, 2015

FOR AND ON BEHALF OF THE BOARD

PRAPHUL SHINDE
DIRECTOR
DIN: 03140671



KAMAL MATALIA
DIRECTOR
DIN: 00009695

CITYGOLD FARMING PRIVATE LIMITED
CIN: U01122MH2006PTC163517

Inter company transactions as on 31 March, 2015

NAME OF THE GROUP COMPANIES	LIABILITIES						ASSET
SCHEDULE VI GROUPING	Other Current Liabilities			Share Capital			Investment
Line item	Other Payables	Business Advance from related party	Advance received for Project	ESC	Prefrence Shares	Share of Loss / (Profit)	
Hubtown Limited		170,937,923		100,000	25,875,000		
Associates							
Joynest Premises Private Limited			150,000,000				
Firm in which company is a Partner							
Rising Glory Developers	10,000						10,000
Joint Venture in which company is a Co-venteurer							
Town Planning Flntrade JV	347,507,300					6,300	6,000
TOTAL	347,517,300	170,937,923	150,000,000	100,000	25,875,000		16,000

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

PLACE: MUMBAI
DATED: 28th April, 2015



FOR AND ON BEHALF OF THE BOARD



Praphul Shinde
PRAPHUL SHINDE
DIRECTOR
DIN: 03140671

Kamal Matalia
KAMAL MATALIA
DIRECTOR
DIN: 00009695



L. J. KOTHARI
B.Com, F.C.A.
9920424040

L. J. KOTHARI & CO.

CHARTERED ACCOUNTANTS

Gandhi Mansion, 3rd Floor, New Silk Bazar, opp Kalbadevi Head P. O.,
Mumbai – 400 002 * Tel.: 2205 5916 * E-mail: ca_jalatkothari@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CITYGOLD EDUCATION RESEARCH LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **CITYGOLD EDUCATION RESEARCH LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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



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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements


- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
- (f) 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 March 31, 2015 on its financial position in its 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.

FOR L. J. KOTHARI & CO.

FIRM REGISTRATION No.: 105313W
CHARTERED ACCOUNTANTS



LALIT KOTHARI
PROPREITOR
Membership No. 30917



Place : Mumbai

Date : 20th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF CITYGOLD EDUCATION PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015

WE REPORT THAT;

- (i)
 - a) The Company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
 - b) The Company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii)
 - a) The Company has physical verified it's Inventories at reasonable intervals;
 - b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
 - c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed there under to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost record and hence the provision for maintenance of records are not applicable to the Company;



- (vi) a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Sales Tax, Vat, Service Tax, Custom Duty, Cess, and other statutory dues with the appropriate authorities. There was an amount of Tax Deducted at Source of ₹ 18,00,190/- outstanding as at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;
- b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess other than mentioned below:

Statute and nature of dues	Section	Financial Year	Disputed Dues	Forum where dispute is pending
Income Tax Act, 1961	143(3)	2009-10	10,17,08,240	Commissioner of Income tax (appeals)
Income Tax Act, 1961	143(3)	2011-12	12,63,710	Commissioner of Income tax (appeals)

- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (viii) The Company did not have accumulated losses as at year end. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks neither has it issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;



- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such instance.

FOR L. J. KOTHARI & CO.

FIRM REGISTRATION No.: 105313W

CHARTERED ACCOUNTANTS



LALIT KOTHARI

PROPREITOR

Membership No. 30917



Place: Mumbai

Date: 20th May. 2015

CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

BALANCE SHEET AS AT 31st MARCH, 2015

Particulars	Note No	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	34,300,000	34,300,000
Reserves and Surplus	2	330,850,160	338,011,819
Non-Current Liabilities			
Long term trade payable	3	330,002	330,002
Trade payables	4	575,550	856,550
Other current liabilities	5	554,461,901	565,872,757
Total		920,517,614	939,371,128
II. Assets			
Non-Current Assets			
Fixed assets	6		
Tangible assets		1,839,187	3,960,123
Non-current investments	7	270,016,000	270,000,000
Long term loans and advances	8	79,048,647	127,163,647
Current Assets			
Inventories	9	548,575,590	501,205,821
Cash and bank balances	10	796,229	103,974
Short-term loans and advances	11	14,712,333	13,399,788
Other current assets	12	5,529,628	23,537,775
Total		920,517,614	939,371,128

Significant Accounting Policies
Notes on Financial Statements

Anexure I
1 to 30

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: May 20, 2015

FOR AND ON BEHALF OF THE BOARD



PRAPHUL SHINDE
DIRECTOR
DIN: 03140671

SUSHAAS DUMBRE
DIRECTOR
DIN: 03143549

CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2015

Particulars	Note No	Year Ended 31st March 2015 ₹	Year Ended 31st March 2014 ₹
I. INCOMES			
Revenue from operations	13	6,355,000	-
Share of Loss from JV		(6,300)	-
Other Income	14	857,890	-
Total		7,206,590	-
II. EXPENSES			
Cost of Operations	15	55,878,177	5,613,538
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	16	(47,369,769)	(5,613,538)
Financial costs	17	1,041,260	933,648
Other expenses	18	2,697,644	2,366,792
Depreciation and amortization expense	8	2,120,936	884,715
Total		14,368,248	4,185,155
Loss before tax		(7,161,658)	(4,185,155)
Tax expense:			
- Current tax		-	-
- Deferred tax		-	-
Loss for the year		(7,161,658)	(4,185,155)
Prior Period Adjustments	19	-	(72,881)
Net Loss for the year		(7,161,658)	(4,112,274)
Earning per equity share (Face Value of ₹ 10 /- each)			
Basic and Diluted	20	(143)	(82)

Significant Accounting Policies
Notes on Financial StatementsAnexure I
1 to 30

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTSLALIT KOTHARI
PROPRIETOR
Membership No. 30917

FOR AND ON BEHALF OF THE BOARD

PRAPHUL SHINDE
DIRECTOR
DIN: 03140671SUSHAAS DUMBRE
DIRECTOR
DIN: 03143549Place: Mumbai
Dated: May 20, 2015

CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015

	As at 31st March, 2015		As at 31st March, 2014	
		₹		₹
I. Cash flows arising from operating activities				
Net Loss before tax as per Profit and Loss Account		(7,161,658)		(4,112,274)
Add / (Less) :				
Interest paid	-	-	-	-
Depreciation and Amortisation	2,120,936	884,715	884,715	(72,881)
Prior Period (Interest Income)	-	-	-	-
Operating Profit Before Working Capital Changes		2,120,936		811,834
Add / (Less) :		(5,040,722)		(3,300,440)
(Increase) / Decrease in Inventories	(47,369,769)	(5,613,538)	(5,613,538)	
Increase / (Decrease) in Trade Payables & Other Current Liabilities	(11,691,856)	(74,028,483)	(74,028,483)	
(Increase) / Decrease in Trade and other receivables	16,695,602	(20,872,184)	(20,872,184)	
Direct Taxes Paid	-	(3,267,922)	(3,267,922)	
Net Cash flow in the course of Operating Activities		(42,366,023)		(103,782,127)
		(47,406,745)		(107,082,567)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of :				
Interest Income	-	72,881	72,881	
Proceed from Long term Investment	(16,000)	(20,000,000)	(20,000,000)	
(Increase) / Decrease in Loans and Advances	-	(10,000,000)	(10,000,000)	
Net Cash flow in the course of Investing Activities		(16,000)		(29,927,119)
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of :				
Increase / (Decrease) in Unsecured Loans	-	-	-	
Increase / (Decrease) in Business Advance	48,115,000	(21,589,000)	(21,589,000)	
Proceeds towards allotment of preference share	-	135,000,000	135,000,000	
Interest and Finance Charges Paid	-	-	-	
Net Cash flow in the course of Financing Activities		48,115,000		113,411,000
Net Increase in cash and cash Equivalents (I + II + III)		692,255		(23,598,685)
Add: Balance at the beginning of the year		103,974		23,702,659
Cash and Cash Equivalents at the end of the year		796,229		103,974
Reconciliation of Cash and Cash Equivalents (Refer Note 11)				
Cash on Hand		76,511		74,802
Bank Balances in Current Accounts		719,718		29,172
Cash and Cash Equivalents at the end of the year		796,229		103,974

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: May 20, 2015

FOR AND ON BEHALF OF THE BOARD



PRABHU SHINDE
DIRECTOR
DIN: 03140671

SUSHAAS DUMBRE
DIRECTOR
DIN: 03143549

ANNEXURE I

CORPORATE INFORMATION

Citygold education research Limited is a limited Company domiciled in India, incorporated under the Companies Act, 1956. The object of the company is to establish an university, to disseminate and advance knowledge and promote educational activities and to acquire, sell, construct, exchange, design, develop, promote or otherwise deal in the land commerical and residential complex ,integrated townships etc.

SIGNIFICANT ACCOUNTING POLICIES

I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. REVENUE RECOGNITION

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A. Revenue from sale of properties /rights

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

B. Interest

Interest Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

C. Other Income

Other incomes and costs/expenditure are generally accounted on accrual, as they are earned or incurred.

IV. TANGIBLE FIXED ASSETS AND DEPRECIATION / AMORTISATION

a. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.

b. Depreciation is provided on the straight line method method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the date of such addition, or upto the date of such sale/disposal, as the case may be.

V. INVENTORIES

All inventories are stated at Cost or Net Realizable Value, whichever is lower.

'Incomplete Projects' include cost of incomplete properties for which the company has not entered into sale agreements and in other cases where the revenue recognition is postponed. 'Incomplete Projects' also include initial project costs that relate directly to a (prospective) project, incurred for the purpose of securing the project. These costs are recognized as expenditure for the year in which they are incurred unless they are separately identifiable and it is probable that the respective project will be obtained.

Cost included in inventory include costs incurred upto the completion of the project viz. cost of land / rights, value of FSI, materials, services and other expenses (including borrowing costs) attributable to the projects. Cost formula used is average cost.

VI. PROJECT EXPENSES

In respect of major projects involving construction, related pre-operational expenses form part of the Inventories capitalised. Expenses capitalised to inventories include applicable borrowing costs till the date of completion of the construction project.



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

VII. INVESTMENTS

Investments are classified into Current and Non Current / Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.

VIII. BORROWING COSTS

Interests and other borrowing costs (including front end processing fees and related professional and other costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Profit and Loss Statement.

IX. SEGMENT REPORTING

The Company has a single segment namely "Educational and construction of Educational Institution". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

X. EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

XI. TAXATION

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

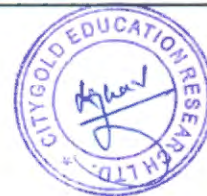
In Case, the company is liable to pay income tax under Section 115 JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal tax is recognised as an assets (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balancesheet date

XII. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment Loss recognized in prior periods is reversed if there has been a change in the estimate of recoverable value.

XIII. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

1 SHARE CAPITAL :

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
a) AUTHORISED CAPITAL		
50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each	500,000	500,000
2,25,500 (P.Y. 2,25,500) 8% Non Cumulative Convertible Preference Shares of ₹ 100/- each	22,550,000	22,550,000
1,12,500 (P.Y. 1,12,500) 10% Non Cumulative Non -Convertible Redeemable Preference Shares of ₹ 100/- each	11,250,000	11,250,000
3,28,700 (P.Y. 3,28,700) Preference Shares of ₹ 100/- each	32,870,000	32,870,000
	67,170,000	67,170,000
b) ISSUED, SUBSCRIBED & PAID UP		
50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each	500,000	500,000
2,25,500 (P.Y. 2,25,500) 8% Non Cumulative Convertible Preference Shares of ₹ 100/- each, fully paid	22,550,000	22,550,000
1,12,500 (P.Y. 1,12,500) 10% Non Cumulative Non -Convertible Redeemable Preference Shares of ₹ 100/- each	11,250,000	11,250,000
	34,300,000	34,300,000

c) Reconciliation of the number of shares outstanding at the beginning and at the end of reporting year :

	31st March, 2015			31st March, 2014		
	Equity	Preference (Convertible)	Preference (Non-Convertible)	Equity	Preference (Convertible)	Preference (Non-Convertible)
Number of Shares at the Beginning	50,000	225,500	112,500	50,000	225,500	-
Add/(Less) :						
Issue during the year	-	-	-	-	-	112,500.00
Buyback during the year	-	-	-	-	-	-
Redemption during the year	-	-	-	-	-	-
Conversion during the year	-	-	-	-	-	-
At the end of the reporting year (Nos)	50,000	225,500	112,500	50,000	225,500	112,500

d) Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company:

	31st March, 2015			31st March, 2014		
	Equity	Preference (Convertible)	Preference (Non-Convertible)	Equity	Preference (Convertible)	Preference (Non-Convertible)
Holding Company of Reporting Company (HCRC):						
Hubtown Limited with Beneficiary Owners	50,000	-	-	50,000	-	-
Others	-	225,500	112,500	-	225,500	112,500
Total	50,000	225,500	112,500	50,000	225,500	112,500



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

e) Shareholders holding more than five percent of holdings :

	31st March, 2015		31st March, 2014	
	Nos	% of Holdings	Nos	% of Holdings
Equity:				
Hubtown Limited with Beneficiary Owners	50,000	100	50,000	100
Equity Shares Total	50,000	100	50,000	100
Preference Shares:				
Alken Management and Financial Services Pvt Ltd	20,900	9.27	20,900	9.27
Harekrishna Securities Pvt Ltd	20,900	9.27	20,900	9.27
Empower India Limited	41,700	18.49	41,700	18.49
Signora Finance Pvt Ltd	16,700	7.41	16,700	7.41
Lilac Medicines Private Limited	20,900	9.27	20,900	9.27
Sonal Cosmetic (Exports) Ltd	20,900	9.27	20,900	9.27
Raw Gold Securities Private Limited	8,400	3.73	8,400	3.73
Prabhav Industries Ltd	41,700	18.49	41,700	18.49
Sonal Sil Chem Limited	12,500	5.54	12,500	5.54
Sonal International Ltd	16,700	7.41	16,700	7.41
Dynachem Pharmaceuticals Limited	4,200	1.86	4,200	1.86
Preference Shares Total	225,500	100.00	225,500	100
Preference Shares (Non-Convertible)				
Celestial Spaces Private Limited	112,500	100	112,500	100
Preference Shares Total	112,500	100	112,500	100

f)

The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital :

Equity Share

The company has a single class of equity shares having a par value of ` 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting.

In the event of liquidation of company, the holders 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.

Preference Shares

8% Non cumulative convertible Preference Shares of ` 100 each. The Preference Shares of the Company shall be converted into fully paid equity shares of the Company on or after 1st April, 2012 or on such other date as may be decided by Board of Directors of the Company by exercising a call option vested in the Company for conversion of the Preference Shares on such terms and conditions as the Board of Directors may deem fit. The call option has however not been exercised by the Company till date.

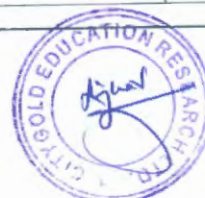
10% Non cumulative non convertible redeemable Preference Shares of ` 100 each.

2 RESERVES AND SURPLUS :

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Securities Premium Account		
3,38,000(P.Y.3,38,000) Preference shares sold at premium of ` 1,100/- per share	371,800,000	248,050,000
Balance as per last Balance Sheet	-	123,750,000
Add: Addition during the year	-	-
Less :Deduction during the year	-	-
Balance at the end of the year (A)	371,800,000	371,800,000
Surplus in the statement of profit and Loss		
Balance as per last Balance Sheet	(33,788,182)	(29,675,908)
Loss for the year	(7,161,658)	(4,112,274)
Less :Deduction during the year	-	-
Balance at the end of the year (B)	(40,949,840)	(33,788,182)
Total (A+B)	330,850,160	338,011,818

3 OTHER LONG TERM LIABILITIES :

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Others trade payables	330,002	330,002
Total	330,002	330,002



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

6 FIXED ASSETS

(In ₹)

PARTICULARS	GROSS BLOCK				DEPREICATION				NET BLOCK	
	As at 1st April, 2014	Additions during the year	Deductions/ Adjustments	As at 31st March, 2015	Upto 1st April, 2014	Provided during the year	Deductions/ Adjustments	Upto 31st March, 2015	As at 31st March, 2015	As at 31st March, 2014
Tangible Assets:										
Computer	2,580,602	-	-	2,580,602	2,528,598	52,004	-	2,580,602	-	52,004
Furniture	15,396,585	-	-	15,396,585	11,718,211	1,839,187	-	13,557,398	1,839,187	3,678,374
Office Equipments	727,762	-	-	727,762	498,017	229,745	-	727,762	-	229,745
GRAND TOTAL	18,704,949	-	-	18,704,949	14,744,826	2,120,936	-	16,865,762	1,839,187	3,960,123
Previous year	18,704,949	-	-	18,704,949	13,860,111	884,715	-	14,744,826	3,960,123	-

Note: Depreciation has been provided on Straight Line Basis. Also see Significant Accounting Policies.



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

(In ₹)		
4 TRADE PAYABLES:		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Micro, Small and Medium Enterprises (refer footnote)	-	-
Trade payable	575,550	856,550
Total	575,550	856,550

Footnote:

As per information available with the company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the company are registered under MSMED Act, and the same has been relied upon by the auditors.

(In ₹)		
5 OTHER CURRENT LIABILITIES		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Statutory dues	1,917,458	6,375,729
Advances received for projects	73,315,545	540,200,000
Business Advance from related party	1,608,000	9,953,000
Advances received from Customer	6,750,000	9,250,000
Interest Accrued but not due	615,372	-
Other payables	3,363,771	94,028
Coventurer Account Payable	466,891,755	-
Total	554,461,901	565,872,757

(In ₹)		
7 NON-CURRENT INVESTMENTS (Non Trade, unless otherwise specified)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Investment in Equity Shares :		
150,000 Equity shares of face value of ₹ 10/- each	270,000,000	270,000,000
Jineshwar Multitrade Private Limited		
Capital Investment in Partnership Firm (Refer footnote a)		
M/s Rising Glory Developers	10,000	-
Capital Investment in Joint Venture (Refer footnote b)		
Hinterland Fintrade JV	6,000	-
Total	270,016,000	270,000,000

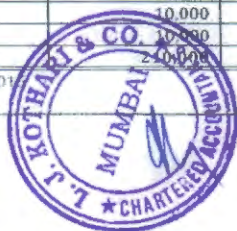
Footnotes:

Details of Investments made in capital of Partnership firm and Joint Venture:

- a) **Partnership Firm**
M/s Rising Glory Developers

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackruti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Diviniti Projects Private Limited	10,000	4.76%	-	-
6	Halitious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Hedde Knowledge Private Limited	10,000	4.76%	-	-
9	Heet Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yantti Buildcon Private Limited	10,000	4.76%	-	-
	TOTAL	210,000	100.00%		

Note: The Partnership was incorporated on 6th January, 2015



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015b) Co-Venturer
Hinterland Fintrade JV

Sr No	Name of Co-Venturer	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Citygold Education Research Limited	6,000	60%	-	-
2	Rubix Trading Private Limited	4,000	40%	-	-
	TOTAL	10,000	100%	-	-

Note: The Partnership was incorporated on 1st June, 2014

8 LONG TERM LOANS AND ADVANCES

(In ₹)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
(Unsecured, considered good)		
Advances to land owners	79,015,781	127,130,781
Security Deposits	32,866	32,866
Total	79,048,647	127,163,647

9 INVENTORIES

(In ₹)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Incomplete Project, at cost (Refer foot note)	548,575,590	501,205,821
(Valued at lower of cost or net realisable value)		
Total	548,575,590	501,205,821

Foot note : Out of the above, Land admeasuring to 173.87 acres have been mortgaged in favour of ECL Finance Limited for loan availed by Heet Builders Private Limited, a fellow subsidiary.

10 TRADE RECEIVABLES

(In ₹)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Balances with Bank		
on current Account	719,718	29,172
Cash on Hand	76,511	74,802
Total	796,229	103,974

11 SHORT-TERM LOANS AND ADVANCES

(In ₹)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Other loans and advances:		
Advance Income Tax (Net of Provisions ₹ 1,07,500/-, (P.Y. ₹ 1,07,500/-)	4,712,333	3,399,788
Advances to others	10,000,000	10,000,000
Advance towards share application money	-	-
Total	14,712,333	13,399,788

12 OTHER CURRENT ASSETS

(In ₹)

Particulars	As at	As at
	31st March, 2015	31st March, 2014
Other receivables (Refer footnote)	5,529,628	23,537,775
Total	5,529,628	23,537,775

Note : The Company owns certain parcels of land which are in the name of nominees, due to technical reason, the company intended to sell certain parcels of land and to regularize the same the company had paid necessary Stamp Duty. However the intended sale transaction did not materialized and the Company has applied for refund of the same. As the parcels of the land was standing in the name of nominees and on which the stamp duty was paid, the refund is expected to be received in the name of the nominees who would be receiving it in a trusteeship capacity and will forthrightly refund it to the company. The Stamp Duty paid amount is included in other receivables amounting to ₹ 1,96,80,750/-



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

13 REVENUE FROM BUSINESS OPERATIONS (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Revenue from business operations		
Sale of Plot	6,355,000	-
Total	6,355,000	-
14 OTHER INCOME (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Stamp duty refund income	857,890	-
Total	857,890	-
15 COST OF OPERATIONS (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Land/Rights Acquired	55,272,065	4,986,855
Approval and consultation Expenses	-	30,000
Other Direct development	606,112	596,683
Total	55,878,177	5,613,538
16 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Opening Inventory		
- Incomplete Projects	501,205,821	495,592,283
Less : Closing Inventory		
- Incomplete Projects	548,575,590	501,205,821
Total	(47,369,769)	(5,613,538)
17 FINANCIAL COSTS (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Interest :		
Body Corporates	684,213	-
Interest on Delayed payment	357,047	933,648
Total	1,041,260	933,648
18 OTHER EXPENSES (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Professional Fees	2,325,025	104,833
Filing fees	43,303	10,307
Stamp duty Paid	-	2,187,225
Other Expenses (Refer footnote)	329,316	64,427
Total	2,697,644	2,366,792
Footnote :		
Auditors Remuneration (included in the other expenses)		
Audit Fees	35,000	35,000
Limited Review fees	15,000	10,000
Service Tax on above	-	-
	50,000	45,000
19 PRIOR PERIOD ADJUSTMENT (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Credit relating to earlier year		
- Interest Income	-	72,881
Total	-	72,881
20 EARNINGS PER SHARE (EPS) (In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
Net Loss as per Statement of Profit and loss available for Equity Shareholders (₹)	(7,161,658)	(4,112,274)
Weighted average number of equity shares outstanding at the end of the year (Nos.)	50,000	50,000
Earning per equity share (Nominal Value per share ₹10/- each)		
Earning before/ after extraordinary item		
Basic and diluted (₹)	(143)	(82)



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

21 RELATED PARTIES DISCLOSURE

a) Names of Related parties and Description of Relationships

HOLDING COMPANY

Hubtown Limited

FELLOW SUBSIDIARY COMPANIES

ABP Realty Advisors Private Limited
Ackruti Safeguard Systems Private Limited
Adhivitiya Properties Limited (Upto August 31, 2014)
Arnav Gruh Limited (Upto February 28, 2015)
Citygold Farming Private Limited
Citywood Builders Private Limited (From November 29, 2014)
Devkrupa Build Tech Limited
Diviniti Projects Private Limited
Gujarat Akruiti - TCG Biotech Limited
Halitious Developer Limited
Headland Farming Private Limited
Heddle Knowledge Private Limited
Heeler Hospitality Private Limited (upto 31st March, 2015)
Heet Builders Private Limited
India Development And Construction Venture Capital Private Limited
Joynest Premises Private Limited
Merrygold Buildcon Private Limited (upto 31st March, 2015)
Sheshan Housing & Area Development Engineers Limited
Upvan Lake Resorts Private Limited
Urvi Build Tech Limited
Vama Housing Limited
Vega Developers Private Limited
Vishal Nirman (India) Limited (upto 31st March, 2015)
Vishal Techno Commerce Limited
Yantti Buildcon Private Limited

FIRM IN WHICH THE COMPANY IS A PARTNER

M/s Rising Glory Developers

JOINT VENTURE IN WHICH THE COMPANY IS A CO-VENTURER

Hinterland Fintrade JV

Note: Related party relationships are as identified by the Company and relied upon by the Auditors



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

b). Transactions with Related Parties

(In ₹)

Nature of transaction	Holding Company	Fellow Subsidiary	Firm in which Company is a partner	Joint Venture in which company is a Co-Venturer
1) Business Advances Received/ Recovered/ Adjusted Hubtown Limited	13,234,000 (162,500,000)			
2) Business Advances Given/Repaid/ Adjusted Hubtown Limited	21,579,000 (152,500,000)			
3) Loans and advances Given/ Repaid/ Adjusted Hubtown Limited	(31,542,000)			
4) Advances repaid, received towards project Joynest Premises Private Limited		90,784,455 (75,900,000)		
5) Share of Loss from Joint venture Hinterland Fintrade JV				6,300 (-)
6) Capital Contribution in Partnership Firm Rising Glory Developers			10,000 (-)	
7) Capital Contribution in Joint Venture Hinterland Fintrade JV				6,000 (-)
8) Balance Outstanding				
a) Business Advances Hubtown Limited	1,608,000 (9,953,000)			
b) Loans and advances received towards project Joynest Premises Private Limited		73,315,545 (164,100,000)		
c) Other Payables Rising Glory Developers			10,000 (-)	
Hinterland Fintrade JV				466,891,755 (-)

Note: Previous year figures are given in brackets



CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

22 a) The company has received permissions under Bombay Tenancy Agricultural Land Act (BTAL) from Revenue Department for acquiring Agricultural Land in excess of ceiling limit upto 621.0801 hectares in the taluka Khalapur District Raigadh, Maharashtra which are valid till year 2017.

b) The permissions under Bombay Tenancy and Agricultural Land Act (BTAL) from Revenue Department for acquiring Agricultural Land in excess of ceiling limit are subject to certain conditions imposed by the Government which state that the approvals /permissions under MLR Code, Restoration of Land to ST Act, BTAL ACT, Forests Acts, CRZ, NDZ and other similar laws wherever applicable are necessary.

23 Advance paid for purchase of land of current year ` 7,90,15,781/- (P.Y. ` 127,130,781/-) includes as under:

Particulars	2014-15	2013-14
Advance paid to farmers for which no agreement have been entered	65,499,241	61,499,241
Advances paid to farmers for which agreements have been executed in the name of	13,516,540	65,631,540

24 Advances received include ₹ 7,33,15,545 received from Joynest Premises Private Limited, a body incorporate with whom the company has entered into a Memorandum of understanding for the Joint Development of an integrated Townships / SEZ at Khalapur.

25 The Company has entered in as a Co- Venture in Hinter Land Fintrade JV and agreed to transfer Land admeasuring to 155 Acres (approx.) along with an amount of ₹ 466,884,455/- from the other coventurer received against the said land in the earlier years as per the terms and conditions agreed upon.

26 The Company is in the process of acquisition of land / properties. Some of the lands purchased standing in the name of nominees of Company are pending for necessary permissions from the Revenue Department.

27 Debtors, Creditors and Loans and advances, received and paid, are subject to confirmations, reconciliation and adjustments.

28 In the opinion of The Board of Directors of the Company, all items of Current and Non Current Assets, Current and Non Current Liabilities and Loan and Advances continue to have a realizable value of at least the amounts at which they are stated in the balance sheets.

29 CONTINGENT LIABILITIES (NOT PROVIDED FOR):

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
A. Claims against the Company, not acknowledged as debts on account of:-		
On account of properties purchased pending registration and other formalities under different statutes, for which confirmations are pending, with regards to consideration paid for the purchase of land through aggregator.	Amount not ascertainable at present	Amount not ascertainable at present
Income Tax Matter under Appeal with CIT for the F.Y. 2009-2010 (A.Y. 2010-11)	9,79,58,240/-	9,82,08,240/-
Income Tax Matter under Appeal with CIT for the F.Y. 2011-2012 (A.Y. 2012-13)	12,63,710/-	-
B. On account of Corporate Guarantee issued by the Company to ECL Finance Limited on behalf of Heet Builders Private Limited, a fellow subsidiary.	1,41,00,00,000/-	-

Note: Interest / Penalty that may accrue on original demands are not ascertainable, at present. The company has taken the necessary steps to protect its position with respect to the above referred claims, which in its opinion, based on professional / legal advice, are not sustainable.

30 Previous year figures have been regrouped/ reclassified wherever necessary.

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place : Mumbai
Dated: May 20, 2015

FOR AND ON BEHALF OF THE BOARD



PRASHANT SHINDE
DIRECTOR
DIN: 03140671

SUSHAAS DUMBRE
DIRECTOR
DIN: 03143549

CITYGOLD EDUCATION RESEARCH LIMITED

CIN: U80100MH2006PLC158595

INCOMPLETE PROJECT AS ON 31ST MARCH, 2015

SITE - KHALAPUR

(In ₹)

Particulars	Opening WIP 31/3/2014	Transferred to Statement of Profit and Loss	Incurred during the year	Closing WIP 31/3/2015
Civil Construction Expenses				
Civil Construction Expenses	56,875,538	853,463	-	56,022,075
Electrical Expenses	33,675	505	-	33,170
Purchases Register				
Purchases for civil materials	16,140,304	242,199	-	15,898,105
Other Construction Expenses				
Land development Expenses	91,148	1,368	-	89,780
Survey charges	813,557	12,208	-	801,349
Consultants				
Professional Fees	51,437,804	771,866	-	50,665,938
Consultancy Charges	306,039	4,593	-	301,446
Legal Fees	2,796,342	41,961	-	2,754,381
Land Cost	253,086,922	4,782,626	55,272,065	303,576,361
Indirect Expenses				
Conveyance	12,437	187	-	12,250
Petrol Expenses	68,169	1,023	-	67,146
Miscellaneous Expenses	63,227	949	-	62,279
Repairs & Maintenance	212,677	3,191	-	209,486
Security charges	1,869,018	30,605	604,265	2,442,678
Tea, Coffee, Lunch Expenses	78,713	1,181	1,847	79,379
Transport charges	116,943	1,755	-	115,188
Vehicle Expenses	25,843	388	-	25,455
Photocopy Charges	50,529	758	-	49,771
Hire Charges	247,856	3,719	-	244,136
Housekeeping Charges	1,450,715	21,769	-	1,428,946
Labour Charges	379,990	5,702	-	374,288
Interest & Finance charges				
Interest Paid	114,997,472	1,725,629	-	113,271,843
Bank charges	50,903	764	-	50,140
Total	501,205,821	8,508,409	55,878,177	548,575,590



IN THE BOOKS OF CITYGOLD EDUCATION RESEARCH LIMITED

Inter company transactions during the financial year 2014-15 And the balances as on 31 March, 2015

NAME OF THE GROUP COMPANIES	Transaction			ASSET
SCHEDULE VI GROUPING	Other Current Liabilities	Other Current Liabilities	Equities	Investment
Line item	Other Payables	Balance Payable	ESC	
Hubtown Limited		1,608,000	500,000	
<u>Associates</u>				
Joynest Premises Private Limited		73,315,545		
<u>Firm in which company is a Partner</u>				
Rising Glory Developers	10,000			10,000
<u>Joint Venture in which company is a Co-venturer</u>				
Hinterland Fintrade JV	466,891,755			6,000
TOTAL	466,901,755	74,923,545	500,000	16,000

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: May 20, 2015

FOR AND ON BEHALF OF THE BOARD

PRAPHUL SHINDE
DIRECTOR
DIN: 03140671



SUSHAAS DUMBRE
DIRECTOR
DIN: 03143549



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF CITYWOOD BUILDERS PRIVATE LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of **CITYWOOD BUILDERS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

1) Management's Responsibility for the Financial Statements:

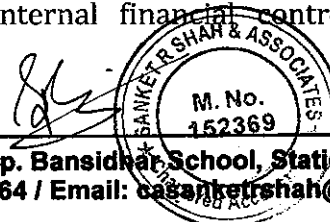
The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

2) Auditor's Responsibility:

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Income Tax Act, 1961. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the



Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

3) Opinion:

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

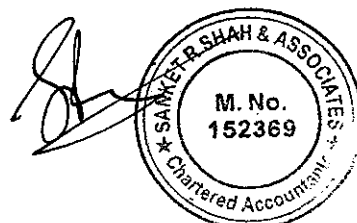
4) Emphasis of Matter:

- (a) Attention is invited to Note No. 8 of the financial statements Other Payables, which includes amount payable to previous shareholders against purchase of shares in the current year.
- (b) Attention is invited to Note No. 16 of the financial statements Revenue from Operations, which includes reversal of revenue from cancellation of sale registered properties / Units in earlier years.

5) Report on Other Legal and Regulatory Requirements:

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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.



(f) 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 :

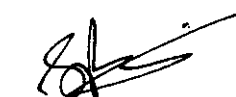
- i. The Company does not have any material pending litigation which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

AS PER ATTACHED REPORT OF EVEN DATE

FOR SANKET R SHAH & ASSOCIATES

FIRM REGISTRATION No.: 135703W

CHARTERED ACCOUNTANTS



SANKET SHAH
PROPRIETOR

Membership No. 152369



Place : Mumbai

Date : 18th May, 2015

ANNEXURE REFERRED TO IN PARAGRAPH I OF OUR REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OUR AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015 OF CITYWOOD BUILDERS PRIVATE LIMITED


On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- (ii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;

- (iii) In our opinion, and according to the information and explanations given to us, there is an

- (ix) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (x) On the basis of the records examined by us, we have to state that, the Company has obtained short term borrowings during the year;
- (xi) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of the material fraud on or by the Company, has been noticed or reported by the Company during the year, nor have we been informed any such case by the Company;

FOR SANKET R SHAH & ASSOCIATES
FIRM REGISTRATION No.: 135703W
CHARTERED ACCOUNTANTS


SANKET SHAH
PROPRIETOR
Membership No. 152369



Place : Mumbai
Date : 18th May, 2015

CITYWOOD BUILDERS PRIVATE LIMITED

CIN: U45202MH2009PTC191711

Balance Sheet As at 31st March, 2015

Particulars	Note No.	As At 31st March 2015 ₹	As At 31st March 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	1,00,000	1,00,000
Reserves and surplus	4	(11,85,34,297)	(9,68,85,601)
		<u>(11,84,34,297)</u>	<u>(9,67,85,601)</u>
Non-current liabilities			
Other long term liabilities	5	32,52,679	41,65,465
		<u>32,52,679</u>	<u>41,65,465</u>
Current liabilities			
Short-term borrowings	6	1,55,93,587	15,12,37,915
Trade payables	7	7,33,42,326	3,96,67,153
Other current liabilities	8	1,08,61,92,119	88,21,60,380
Short term provisions	9	19,14,106	17,34,756
		<u>1,17,70,42,138</u>	<u>1,07,48,00,203</u>
Total		<u><u>1,06,18,60,520</u></u>	<u><u>98,21,80,068</u></u>
II. ASSETS			
Non-current assets			
Fixed assets :			
Tangible assets	10	6,82,020	13,01,285
Long term loans and advances	11	13,69,60,366	17,21,23,119
		<u>13,76,42,386</u>	<u>17,34,24,404</u>
Current assets			
Inventories	12	85,80,88,334	65,40,83,378
Trade receivables	13	2,54,45,329	14,76,50,546
Cash and bank balances	14	42,85,533	51,54,239
Short-term loans and advances	11	29,06,253	18,67,501
Other assets	15	3,34,92,685	-
		<u>92,42,18,134</u>	<u>80,87,55,664</u>
Total		<u><u>1,06,18,60,520</u></u>	<u><u>98,21,80,068</u></u>

Significant Accounting Policies

1 to 2

Notes to Financial Statement

3 to 30

As per our report of even date

FOR SANKET R SHAH & ASSOCIATES

Chartered Accountants

Firm Registration No. 135703W



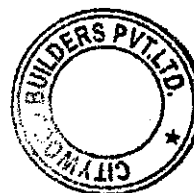
SANKET R SHAH

Proprietor

Membership No.: 152369



FOR AND ON BEHALF OF THE BOARD




BHARAT MODY

DIRECTOR

DIN: 00134632



PRAPHUL SHINDE

DIRECTOR

DIN: 03140671

Mumbai

Date: May 18, 2015

CITYWOOD BUILDERS PRIVATE LIMITED

Statement of Profit and Loss for the Year Ended 31st March, 2015

Particulars	Note No.	Year Ended 31st Mar. 2015 ₹	Year Ended 31st Mar. 2014 ₹
I. INCOME			
Reversal of Revenue from Incomplete Properties on cancellation of flats	16	(12,64,79,487)	1,05,48,991
Other income	17	2,51,262	-
Total		(12,62,28,225)	1,05,48,991
II. EXPENSES			
Cost of construction / development	18	9,26,19,591	2,25,05,828
Changes in inventories of work in progress, finished properties and FSI	19	(20,20,98,736)	(1,91,16,553)
Employee benefit expenses	20	4,52,176	14,40,173
Finance costs	21	6,09,249	13,64,446
Depreciation and amortisation	10	6,19,266	2,32,399
Other expenses	22	12,60,209	78,26,654
Total		(10,65,38,245)	1,42,52,948
Profit/(Loss) before tax		(1,96,89,980)	(37,03,957)
Tax expense :			
Current tax		-	-
Deferred tax (charge) / credit		-	-
Profit/(Loss) after tax but before adjustments		(1,96,89,980)	(37,03,957)
Prior period adjustments (Net)	25	19,58,716	5,29,900
Profit/(Loss) for the Year		(2,16,48,696)	(42,33,857)
Earning per equity share of nominal value of ₹ 10/- each)			
Earnings before extraordinary item;			
Basic and diluted	23	(2,164.87)	(423.39)

Significant Accounting Policies

1 to 2

Notes to Financial Statement

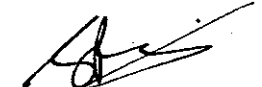
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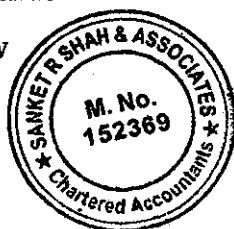
As per our report of even date

FOR SANKET R SHAH & ASSOCIATES

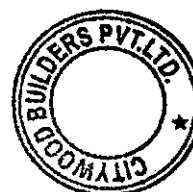
Chartered Accountants

Firm Registration No. 135703W



SANKET R SHAH
Proprietor
Membership No.: 152369



FOR AND ON BEHALF OF THE BOARD




BHARAT MODY
DIRECTOR
DIN: 00134632


PRAPHUL SHINDE
DIRECTOR
DIN: 03140671

Mumbai

Date: May 18, 2015

CITYWOOD BUILDERS PRIVATE LIMITED
Cash Flow Statement for the year ended 31st March, 2015

Particulars	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
Cash flows arising from operating activities		
Net profit before taxation and prior period items as per statement of profit and loss	(1,96,89,980)	(37,03,957)
Add / (Less) :		
Depreciation and amortisation	6,19,266	2,32,399
Interest and Finance Cost	6,09,249	13,64,446
Prior period adjustments	(19,58,716)	(5,29,900)
Interest received	(42,748)	-
	(7,72,949)	10,66,945
Operating profit before working capital changes	(2,04,62,929)	(26,37,012)
Add / (Less) :		
(Increase) / Decrease in Inventories	(20,40,04,956)	(1,91,79,717)
(Increase) / Decrease in trade receivables	12,22,05,217	(29,36,359)
(Increase) / Decrease in other receivables	6,74,064	(2,01,97,853)
Increase / (Decrease) in other Current liabilities	20,36,29,387	1,03,04,514
Increase / (Decrease) in trade and other payables	3,27,62,387	1,17,71,997
Direct taxes paid	1,75,075	(7,78,378)
	15,54,41,174	(2,10,15,796)
Net cash flow from operating activities	13,49,78,245	(2,36,52,807)
Cash flows arising from investing activities		
Inflow / (Outflow) on account of :		
Interest income received	4,275	-
Net cash flow from investing activities	4,275	-
Cash flows arising from financing activities		
Inflow / (Outflow) on account of :		
Proceeds from short-term borrowings	(13,56,44,329)	2,39,80,186
Finance costs paid	(2,06,897)	(3,32,267)
Net cash flow from financing activities	(13,58,51,226)	2,36,47,919
Net increase in cash and cash equivalents (I + II + III)	(8,68,706)	(4,889)
Add: Balance at the beginning of the year	51,54,239	51,59,128
Cash and cash equivalents at the end of the year	42,85,533	51,54,239
Components of cash and cash equivalents (Refer note 14)		
Cash and cash equivalents:		
Cash on hand	35,04,922	34,69,029
Balances with banks		
- On Current accounts	1,40,611	16,85,210
- On Term deposits	6,40,000	-
	42,85,533	51,54,239

Footnote:

Previous year figures have been regrouped / reclassified wherever necessary to make them comparable with current year figures.

As per our report of even date

FOR SANKET R SHAH & ASSOCIATES

CHARTERED ACCOUNTANTS

Firm Registration No. 135703W


SANKET R SHAH
PROPRIETOR

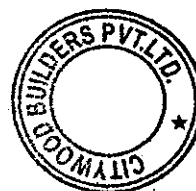
Membership No.: 152369



Mumbai

Date: May 18, 2015

For and on behalf of the Board of Directors




BHARAT MODY
DIRECTOR

DIN: 00134632


PRAPHUL SHINDE
DIRECTOR

DIN: 03140671

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '1' : CORPORATE INFORMATION

Citywood Builders Private Limited is a private limited Company domiciled in India, incorporated under The Companies Act, 1956. The Company is engaged in real estate business of construction and development of residential and commercial projects and other real estate project etc.

NOTE '2' : SIGNIFICANT ACCOUNTING POLICIES

I. Basis of preparation of financial statements

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions, that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. Revenue recognition

For projects commenced on or after April 1, 2012 and also to projects which have already commenced but where revenue is being recognised for the first time on or after April 1, 2012:

Revenue from sale of incomplete properties / projects is recognized on the basis of percentage of completion method only if the following thresholds have been met;

- a. All critical approvals necessary for the commencement of the project have been obtained;
- b. The expenditure incurred on construction and development costs, excluding land costs, is not less than 25% of the total estimated construction and development costs of the project;
- c. Atleast 25% of the saleable project area is secured by agreements with the buyers; and
- d. Atleast 10% of the sale consideration of each sold unit has been received at the reporting date in respect of such contracts with the buyers.

Further, revenue recognized in the aforesaid manners and related costs are both restricted to 90% until the construction activity and related formalities are substantially completed. Recognition of revenue relating to agreements entered into with the buyers, which are subject to fulfillment of obligations / conditions imposed on the Company by statutory authorities is postponed till such obligations are substantially discharged.

Estimated costs relating to construction / development are charged to the statement of profit and loss in proportion with

IV. Tangible assets and depreciation / amortisation

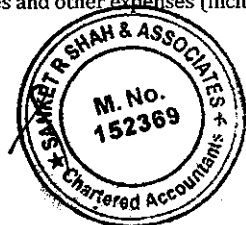
- A. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.
- B. Depreciation is provided on the straight line method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the date of such addition, or upto the date of such sale/disposal, as the case may be.

V. Inventories

All inventories are stated at Cost or Net Realizable Value, whichever is lower.

- A. 'Stock of material at Site' includes cost of purchase, other costs incurred in bringing them to their respective present location and condition. Cost formula used is average cost.
- B. 'Incomplete Projects' include cost of incomplete properties for which the Company has not entered into sale agreements and in other cases where the revenue recognition is postponed. 'Incomplete Projects' also include initial project costs that relate directly to a (prospective) project, incurred for the purpose of securing the project. These costs are recognized as expenditure for the Period in which they are incurred unless they are separately identifiable and it is probable that the respective project will be obtained.
- C. Finished properties given under operating lease are disclosed under 'Non Current Assets' as 'Investment Properties'. The costs transferred to the 'Investment properties' are shown as deductions from the costs carried in opening inventory and construction costs incurred during the Period. These assets are depreciated / amortised as per the accounting policy (IV)(C) and (IV)(D). Although the Company considers these assets as Inventories held for sale in the ordinary course of business, the disclosure under 'Non Current Assets' as 'Investment Properties' and provision for depreciation / amortisation is made to comply with the requirements of Accounting Standard 19 - 'Leases' and Accounting Standard 13 - 'Investments'

Inventory value includes costs incurred upto the completion of the project viz. cost of land / rights, value of floor space index (FSI), materials, services and other expenses (including borrowing costs) attributable to the projects. Cost formula used is average cost.



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

VI. Employee benefits

- A. Short term employee benefits are recognized as an expense at the undiscounted amount in the statement of profit and loss for the Period in which the related service is rendered;
- B. **Post Employment Benefits**
- i) Defined contribution plans: Company's contribution to State governed Provident Fund Scheme is recognized during the Period in which the related service is rendered;
- ii) Defined benefit plans: The present value of the gratuity obligation is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognised immediately in the statement of profit and loss. In the case of gratuity which is funded with the Life Insurance Corporation of India, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plan to recognise the obligation on net basis;
- C. **Other long-term benefits** (leave entitlement) are recognized in a manner similar to defined benefit plans;
- D. Termination Benefits are recognized as an expense in the statement of profit and loss for the Period in which they are incurred.
- E. Actuarial gains / losses are recognized to the statement of profit and loss during the relevant period

VII. Borrowing costs

Interests and other borrowing costs (including ancillary borrowing costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Ancillary borrowing costs (including front-end fees, processing fees etc. due to which rate of borrowing gets reduced) are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the profit and loss statement.

VIII. Segment reporting

The company is engaged in the business of Real Estate Development, which as per Accounting Standard - 17 'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.

IX. Impairment of assets

The carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e. when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the statement of profit and loss in the Period in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.

X. Taxation

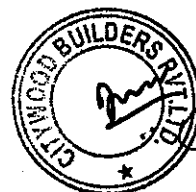
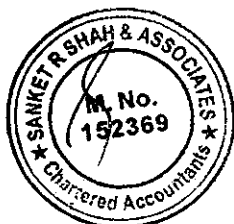
Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassure realization.

Excess / short provision for taxation are recognized on completion of necessary taxation proceedings (Viz. revised returns, assessments etc.)

In case the Company is liable to pay income tax U/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

XI. Provisions, contingent liabilities and contingent assets

Provisions involving a substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.



CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '3'

SHARE CAPITAL

AUTHORISED

500,000 (P.Y. 500,000) Equity Shares of ₹ 10/- each

ISSUED, SUBSCRIBED AND PAID UP

10,000 (P.Y. 10,000) Equity Shares of ₹ 10/- each fully paid up

Total

31st March, 2014 ₹	31st March, 2014 ₹
50,00,000	50,00,000
50,00,000	50,00,000
1,00,000	1,00,000
1,00,000	1,00,000

Footnotes:

a. Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the Year

Number of shares at the beginning

Add/(Less) :

Issued during the year

Buyback during the year

Conversion during the year

At the end of the reporting Year (Nos)

Total

31st March, 2015 (Nos)	31st March, 2014 (Nos)
10,000	10,000
-	-
-	-
-	-
10,000	10,000

b. Equity shareholders holding more than five percent shares in the company

Hubtown Limited along with its beneficiary owner

Immortal Trading Private Limited

Farooq Patel

Sailesh Mahimtura

Hiten Mahimtura

Others

31st March, 2015		31st March, 2014	
Nos	% of Holding	Nos	% of Holding
7,500	75.00%	4,997	49.97%
2,500	25.00%	-	0.00%
-	0.00%	2,500	25.00%
-	0.00%	1,250	12.50%
-	0.00%	1,250	12.50%
-	0.00%	3	0.03%
10,000	100%	10,000	100%

c. Terms / rights attached to Equity Shares :

The company has only one class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of company, the holders 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.

NOTE '4'

RESERVES AND SURPLUS

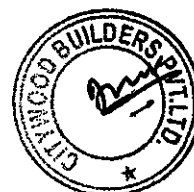
Surplus in statement of profit and loss

Balance as per last financial statements

Profit/(Loss) for the Year

Total

31st March, 2015 ₹	31st March, 2014 ₹
(9,68,85,601)	(9,26,51,744)
(2,16,48,697)	(42,33,857)
(11,85,34,297)	(9,68,85,601)



CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '5'

OTHER LONG TERM LIABILITIES

Retention money payable

Total

31st March, 2015	31st March, 2014
₹	₹
32,52,679	41,65,465
32,52,679	41,65,465

NOTE '6'

SHORT TERM BORROWINGS

- from companies (Refer footnote a)
- from others (Refer footnote b)

Total

31st March, 2015	31st March, 2014
₹	₹
1,55,93,587	1,42,03,505
-	13,70,34,410
1,55,93,587	15,12,37,915

Footnotes:

- a. Unsecured loans from Companies carries a rate of interest in range of nil to 19.10%, (P.Y. 19.10%)
b. Unsecured loans from others are interest free (P.Y. Nil)

NOTE '7'

TRADE PAYABLES

- Micro, Small and Medium payable (refer footnote)
Trade Payables
- related party
- others

Total

31st March, 2015	31st March, 2014
₹	₹
-	-
1,37,431	-
7,32,04,895	3,96,67,153
7,33,42,326	3,96,67,153

Footnote:

Details of dues to Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

As per information available with the Company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the Company are registered under MSMED Act, and the same has been relied upon by the auditors.

NOTE '8'

OTHER CURRENT LIABILITIES

Other Current Liabilities

- Interest accrued and due on borrowings
Business advances for project
- from others
- from related party
Income received in advance (advance from customers)
Overdrawn Bank Balances

Other payables :

- Statutory dues
- Others miscellaneous

Total

31st March, 2015	31st March, 2014
₹	₹
14,34,531	10,32,179
6,92,89,071	6,92,89,071
70,36,62,798	67,19,92,798
6,60,69,927	13,24,00,364
9,91,431	-
57,97,459	30,51,580
23,89,46,901	43,94,387
1,08,61,92,119	88,21,60,380

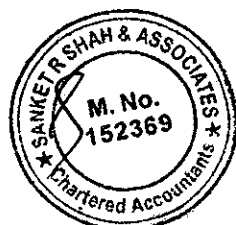
NOTE '9'

SHORT TERM PROVISIONS

Other Provisions

- Provision for Income Tax
(Net of tax advances ₹ 42,38,312, (P.Y ₹ 42,34,037))

31st March, 2015	31st March, 2014
₹	₹
19,14,106	17,34,756
19,14,106	17,34,756



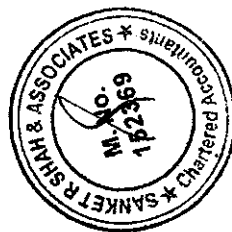
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CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015
10. FIXED ASSETS

(₹)

SR. NO.	PARTICULARS	GROSS BLOCK (AT COST)			DEPRECIATION/AMORTISATION				NET BLOCK	
		As at 1st April, 2014	Additions / Adjustments	Deductions / Adjustments	As at 31st March, 2015	Upto 31st March, 2014	Provided during the Period	Deductions / Adjustments	As at 31st March, 2015	As at 31st March, 2014
A.	Tangible assets									
	Office Equipment	11,97,175	-	47,465	11,49,710	5,77,064	4,99,516	47,465	1,20,595	6,20,111
	Computer	1,38,240	-	1,31,426	6,814	1,28,019	10,221	1,31,426	0.00	10,221
	Furnitures & Fixtures	12,99,827	-	-	12,99,827	6,28,873	1,09,529	-	5,61,425	6,70,953
	Total	26,35,242	-	1,78,891	24,56,350	13,33,956	6,19,266	1,78,891	6,82,020	13,01,285
	Previous Year Total	26,35,242	-	1,78,891	24,56,350	-	13,33,956	1,78,891	11,22,394	-



CITYWOOD BUILDERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '11' LOANS AND ADVANCES	Current		Non Current	
	31st March, 2015	31st March, 2014	31st March, 2015	31st March, 2014
	₹	₹	₹	₹
Security deposits (Unsecured, considered good)	-	-	1,85,500	10,96,558
Advances recoverable in cash or kind (Unsecured, considered good)				
- Business advance	-	-	7,50,19,210	8,09,21,246
- Advances to land owners	-	-	2,69,90,193	2,69,90,194
- Others	-	-	3,47,65,463	6,31,15,121
	-	-	13,69,60,366	17,21,23,119
Other loans and advances:				
Prepaid expenses	12,58,525	8,10,996	-	-
Balances with statutory / government authorities	16,47,728	10,56,505	-	-
	29,06,253	18,67,501	-	-
Total	29,06,253	18,67,501	13,69,60,366	17,21,23,119

NOTE '12' INVENTORIES	31st March, 2015	31st March, 2014
	₹	₹
(Valued at lower of cost or net realisable value)		
Stock of material at site	19,69,384	63,164
Incomplete projects	85,61,18,950	65,40,20,214
Total	85,80,88,334	65,40,83,378

NOTE '13' TRADE RECEIVABLES	31st March, 2015	31st March, 2014
	₹	₹
Trade receivables (Unsecured considered good)		
Outstanding for a period exceeding six months	86,59,670	-
Others	1,67,85,659	14,76,50,546
Total	2,54,45,329	14,76,50,546

NOTE '14' CASH AND BANK BALANCES	31st March, 2015	31st March, 2014
	₹	₹
Cash and cash equivalents:		
Cash on hand	35,04,922	34,69,029
Balances with banks:		
On current accounts	1,40,611	16,85,210
Other Bank Balances:		
Fixed deposit having maturity less than 3 months (Kept against guarantee given by bank on our behalf)	6,40,000	-
Total	42,85,533	51,54,239

NOTE '15' OTHER ASSETS	Current
	31st March, 2015
	₹
Others:	
Interest accrued on Fixed deposits	38,473
Unbilled revenue debtors	3,34,54,212
Total	3,34,92,685



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '16'

REVENUE FROM OPEARTIONS

Reversal of Revenue from Incomplete Properties on cancellation of flats

Year Ended 31st March, 2015	Year Ended 31st March, 2014
₹	₹
(12,64,79,487)	1,05,48,991
(12,64,79,487)	1,05,48,991

NOTE '17'

OTHER INCOME

Interest:

- Bank fixed deposits
- Others

Liabilities written back to the extent no longer required

Total

Year Ended 31st March, 2015	Year Ended 31st March, 2014
₹	₹
42,748	-
16,231	-
1,92,283	-
2,51,262	-

NOTE '18'

COST OF CONSTRUCTION / DEVELOPMENT

Construction costs incurred during the Period:

Land / rights acquired

Material and labour costs

Approval and consultation expenses

Other direct development expenses

Total

Year Ended 31st March, 2015	Year Ended 31st March, 2014
₹	₹
-	1,95,86,000
5,32,97,644	11,93,332
47,53,104	10,29,630
3,45,68,843	6,96,866
9,26,19,591	2,25,05,828

NOTE '19'

CHANGES IN INVENTORIES OF INCOMPLETE PROJECTS, FINISHED PROPERTIES AND FSI

Opening Inventory :

Incomplete projects

Closing Inventory :

Incomplete projects

Total

Year Ended 31st March, 2015	Year Ended 31st March, 2014
₹	₹
65,40,20,214	63,49,03,661
65,40,20,214	63,49,03,661
85,61,18,950	65,40,20,214
85,61,18,950	65,40,20,214
(20,20,98,736)	(1,91,16,553)

NOTE '20'

EMPLOYEE BENEFIT EXPENSES

Salaries, bonus, etc.

Contribution to provident and other funds

Staff welfare expenses

Other fund expenses

Total

Year Ended 31st March, 2015	Year Ended 31st March, 2014
₹	₹
3,80,140	13,14,312
62,330	1,20,661
9,706	5,200
-	-
4,52,176	14,40,173



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '21'

FINANCE COST

Interest:

- On Delayed Payments of Statutory Dues
- Fixed Loans

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
6,09,249	2,17,580
-	11,46,866
6,09,249	13,64,446

NOTE '22'

OTHER EXPENSES

- Advertisement expenses
- Donations
- Brokerage
- Legal and professional fees
- Compensation on cancellation of flats
- Other expenses (Refer Footnote (a))

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
18,000	12,37,705
-	1,00,000
-	8,69,670
78,250	14,62,944
6,75,000	-
4,88,959	41,56,335
12,60,209	78,26,654

Footnote:

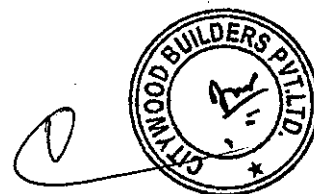
a) Auditors, Remuneration:

(Included in other expenses)

Audit fees

Service Tax on above

60,000	60,000
7,416	7,416
67,416	67,416



CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2015

NOTE '23'	31st March, 2015	31st March, 2014
EARNINGS PER SHARE (EPS)	(₹) / (Nos)	(₹) / (Nos)
Particulars		
Net Profit as per Statement of Profit and Loss available for Equity Shareholders after extraordinary items (₹)	(2,16,48,696)	(42,33,857)
Weighted average number of equity shares outstanding at the end of the Year (Nos)	10,000	10,000
Earnings after extraordinary item (net of tax expense); Basic and diluted	(2,164.87)	(423.39)

NOTE '24'

RELATED PARTIES DISCLOSURES

A. Names of related parties and description of relationship

I. HOLDING COMPANY (From November 29, 2014)

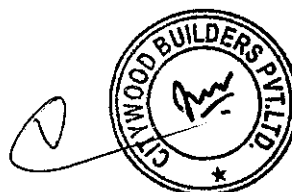
Hubtown Limited

II. FELLOW SUBSIDIARY COMPANIES (From November 29, 2014)

- 1 ABP Realty Advisors Private Limited
- 2 Ackruti Safeguard Systems Private Limited
- 3 Adhivitiya Properties Limited (Upto August 31, 2014)
- 4 Arnav Gruh Limited (Upto February 28, 2015)
- 5 Citygold Education Research Limited
- 6 Citygold Farming Private Limited
- 7 Devkrupa Build Tech Limited
- 8 Diviniti Projects Private Limited
- 9 Gujarat Akruiti - TCG Biotech Limited
- 10 Halitious Developer Limited
- 11 Headland Farming Private Limited
- 12 Heddle Knowledge Private Limited
- 13 Heeler Hospitality Private Limited (Upto March 31, 2015)
- 14 Heet Builders Private Limited
- 15 India Development And Construction Venture Capital Private Limited
- 16 Joynest Premises Private Limited
- 17 Merrygold Buildcon Private Limited (Upto March 31, 2015)
- 18 Sheshan Housing & Area Development Engineers Limited
- 19 Upvan Lake Resorts Private Limited
- 20 Urvi Build Tech Limited
- 21 Vama Housing Limited
- 22 Vega Developers Private Limited
- 23 Vishal Nirman (India) Limited (Upto March 31, 2015)
- 24 Vishal Techno Commerce Limited
- 25 Yantti Buildcon Private Limited

III. ASSOCIATE COMPANIES AND JOINT VENTURES (JV)/ PARTNERSHIP FIRMS OF THE COMPANY

NIL



CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2015

B. Transactions with Related Parties

Sr. No.	Nature of transaction	Amount ₹
i.	Loans and Advances Received /Recovered Hubtown Limited	3,69,05,000 (1,63,75,000)
ii	Loans and Advances Given / Repaid Hubtown Limited	52,35,000 (55,80,000)
iii	Expenses Reimbursement Account (Incurred by Hubtown Limited on our behalf) Hubtown Limited	1,37,431 (-)
iv	Balance Outstanding Payable: Hubtown Limited	70,38,00,229 (67,19,92,798)

Previous year figures are given in the brackets.

NOTE '25'

PRIOR PERIOD ADJUSTMENTS (NET)

Debits relating to earlier periods:

Finance costs

Professional fees

Employee benefit expense

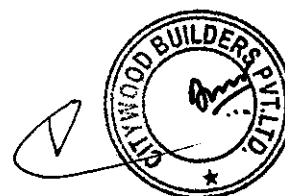
Transit rent expense

Electricity and water expense

Other expenses

Total

31st March, 2015 ₹	31st March, 2014 ₹
1,13,795	5,27,400
1,37,743	-
15,494	-
7,81,996	-
9,09,688	-
-	2,500
19,58,716	5,29,900



CITYWOOD BUILDERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

NOTE '26'

CONTINGENT LIABILITIES (NOT PROVIDED FOR):

The company does not have any contingent liability as at balance sheet as certified by the management and relied upon by the auditor.

NOTE '27'

The accumulated losses of the company have resulted in complete erosion of the net worth of the company. The Company's management is however of the view that the same erosion is temporary in nature as the company has made certain investments in certain assets / projects, the proceeds of which would, when fructified, result in recovery of the eroded worth of the company. The company to that extend does not see the stated erosion of the net worth as an impediment to its status as a going concern.

NOTE '28'

In the opinion of the Board of Directors of the Company, all items of Current Assets, Current Liabilities and Loans and Advances continues to have a realizable value of at least the amounts at which they are stated in the Balance Sheet.

NOTE '29'

Trade payable & other current liability are subject to confirmation, reconciliation and adjustment if any.

NOTE '30'

Previous year figures regrouped / reclassified wherever necessary in order to confirm current period's presentation.

As per our report of even date

FOR SANKET R SHAH & ASSOCIATES

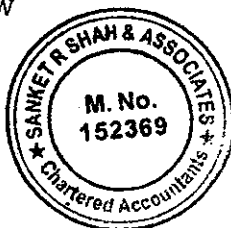
Chartered Accountants

Firm Registration No. 135703W


SANKET R SHAH

Proprietor

Membership No.: 152369



Mumbai

Date: May 18, 2015

FOR AND ON BEHALF OF THE BOARD


BHARAT MODY

DIRECTOR

DIN: 00134632




PRAPHUL SHINDE

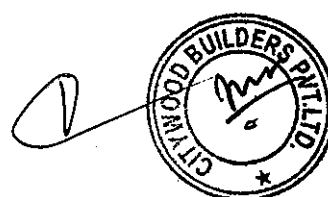
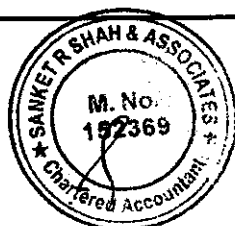
DIRECTOR

DIN: 03140671

CITYWOOD BUILDERS PRIVATE LIMITED
WIP Working Notes to the financial statements for the Year ended 31st March, 2015

(At lower of cost and net realisable value)

Particulars	As at 31st March, 2015 ₹
To Opening Work in Progress B/f	65,40,20,214
Opening COGS	46,70,23,249
Additions:	
<u>Tr. To WIP</u>	
<u>COST OF CONSTRUCTION</u>	
Material & Labour Cost	23,60,218
Civil Construction Cost	5,09,37,427
Direct Expenses	1,88,12,612
	7,21,10,256
<u>APPROVAL & CONSULTATION COST</u>	
Approval Cost	8,02,753
Consultant's Fees	39,50,351
	47,53,104
<u>EMPLOYEE BENEFITS EXPENSE</u>	
Salary	3,89,846
Contribution to Gratuity	32,744
Contribution to Provident Fund	29,586
	4,52,176
<u>FINANCE COST</u>	
Interest (Income)	(58,979)
	(58,979)
<u>ADMINISTRATIVE & OTHER EXPENSE</u>	
Insurance Charges	1,39,327
Mobile Expenses	26,381
Project Expenses Write off	(1,62,283)
Municipal taxes	1,25,11,658
Other Expenses	47,78,043
	1,72,93,127
Total Additions During The period	9,45,49,684
Less : Cumulative Cost of goods sold during the year	(35,94,74,197)
CLOSING WIP	85,61,18,950



M. K. Gohel & Associates

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DEVKRUPA BUILD TECH LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of **DEVKRUPA BUILD TECH LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

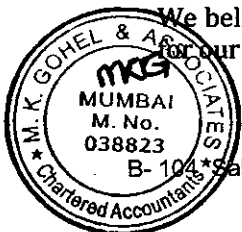
Auditor's Responsibility

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

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

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

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



Sahayog CHS, Ltd., opp, Lohana Mahajan Wadi, 192 - A, S. V. Road, Kandivali - (W), Mumbai - 400 067.

Tel.: 022 - 28078033 / 28068033 / mukesh.gohel@mkgohel.com / www.mkgohel.com

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Financial Statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) 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 does not have any material pending litigations other than as disclosed in note no 20 to the Financial Statements, which would impact its financial position.
 - 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.

FOR M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION No.: 103256W

M.K. Gohel
MUKESH K. GOHEL
PROPRIETOR
Membership No. 038823
Place : Mumbai
Date : 18, May, 2015

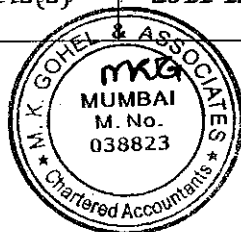


ANNEXURE REFERRED TO IN PARAGRAPH I OF OUR REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OUR AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015 OF DEVKRUPA BUILD TECH LIMITED

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- (i) a) The company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
- b) The company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii) The company does not have any Inventories during the year and as at the balance sheet date;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed there under to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence such the provision for maintenance of records are not applicable to the company;
- (vii) a. According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. There have been delays during certain months in depositing Income Tax Deducted at Source. There were Tax Deducted at Source ` 1355,644/- Service Tax ` 1,48,063/-and Interest on Delayed Payment of Taxes ` 5,76,740/-outstanding at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;
- b. On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess other than mentioned below:

Statute and nature of dues	Section	Financial Year	Disputed Dues	Forum where dispute is pending
Income Tax	143(3)	2011-12	20,823,010	Commissioner of Income tax (appeals)



- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (viii) The accumulated losses of the Company at the end of the financial year has resulted in complete erosion of net worth. The Company has incurred cash losses during the current financial year and in the immediate preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks or issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of the material fraud on or by the Company, has been noticed or reported by the Company during the year, nor have we been informed any such case by the Company;

FOR M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION No.: 103256W

MKGohel
MUKESH K. GOHEL
PROPRIETOR
Membership No. 038823



Place : Mumbai
Date : 18 May, 2015

Balance Sheet as at 31st March, 2015

Particulars	Note No.	As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	3	500,000	500,000
Reserves and surplus	4	(94,771,260)	(87,303,299)
		(94,271,260)	(86,803,299)
Non-current liabilities			
Other Long-term Liabilities	5	1,266,555	1,406,200
		1,266,555	1,406,200
Current liabilities			
Short-term borrowings	6	58,268,852	50,864,891
Trade payables	7	27,811,204	28,229,996
Other current liabilities	8	12,210,752	11,940,613
Short term provisions	9	-	575,758
		98,290,808	91,611,258
Total		5,286,103	6,214,159
II. ASSETS			
Non-current assets			
Fixed assets :	10		
Tangible assets		77,223	101,625
		77,223	101,625
Current assets			
Trade receivables	11	4,193,359	4,256,378
Cash and cash equivalents	12	816,128	746,207
Loans and Advances	13	199,393	1,109,949
		5,208,880	6,112,534
Total		5,286,103	6,214,159

The accompanying notes 1 to 24 are an integral part of the financial statements.

As per our report of even date

For M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.:103256W

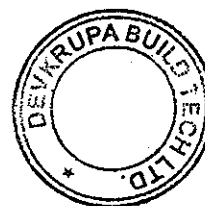
MKGohel
MUKESH K GOHEL
PROPRIETOR
Membership No. 038823



Mumbai
Date: 18 May, 2015

For and on behalf of the Board of Directors

Nancy Pereira
NANCY PEREIRA
DIRECTOR
DIN : 00081958



Vikrant Jain
VIKRANT JAIN
DIRECTOR
DIN : 01912696

A

Statement of Profit and Loss for the year ended 31st March, 2015

Particulars	Note No.	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
I. INCOME			
Revenue from operations		-	-
Other income	14	645,980	34,348,846
Total		645,980	34,348,846
II. EXPENSES			
Finance costs	15	7,918,634	6,779,130
Depreciation and amortisation	16	24,403	16,562
Other expenses	17	144,558	28,486,796
Total		8,087,595	35,282,488
Profit / (Loss) before tax		(7,441,615)	(933,642)
Tax expense :			
Current tax		-	-
Excess / (Short) provision for taxation in respect of earlier years		(19,775)	-
Deferred tax (charge) / credit		-	-
Profit / (Loss) after tax but before adjustments		(7,461,390)	(933,642)
Prior period adjustments (Net)	21	(6,571)	(157,979)
Profit for the year		(7,467,961)	(1,091,621)
Earning per equity share of nominal value of ₹ 10/- each	19		
Basic and diluted		(149.36)	(21.83)

The accompanying notes 1 to 24 are an integral part of the financial statements.

As per our report of even date

For M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.:103256W

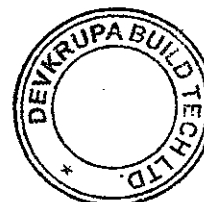
M. K. Gohel
MUKESH K GOHEL
PROPRIETOR
Membership No. 038823



Mumbai
Date: 18 May 2015

For and on behalf of the Board of Directors

Nancy Pereira
NANCY PEREIRA
DIRECTOR
DIN : 00081958



Vikrant Jain
VIKRANT JAIN
DIRECTOR
DIN : 01912696

Cash Flow Statement for the year ended 31st March, 2015

Particulars	Year Ended 31st March, 2015 ₹	Year Ended 31st March, ₹
Cash flows arising from operating activities		
Net profit before taxation and prior period items as per statement of profit and loss	(7,441,615)	(933,642)
Add / (Less) :		
Depreciation and amortisation	24,403	16,562
Interest and Finance Cost	7,918,634	6,779,130
Prior period adjustments	(6,571)	(157,979)
Provisions no longer required	(19,775)	(33,467,282)
Interest income	-	(56,562)
	7,916,691	(26,886,131)
Operating profit before working capital changes	475,076	(27,819,773)
Add / (Less) :		
(Increase) / Decrease in trade receivables	63,019	305,452
(Increase) / Decrease in other receivables	910,556	373,375
Increase / (Decrease) in other Current liabilities	(2,135,212)	-
Increase / (Decrease) in trade and other payables	(558,437)	33,727,336
Direct taxes paid	-	18,363,376
	(1,720,074)	52,769,539
Net cash flow from operating activities	(1,244,998)	24,949,766
Cash flows arising from investing activities		
Inflow / (Outflow) on account of :		
Interest income received	-	-
Net cash flow from investing activities	-	-
Cash flows arising from financing activities		
Inflow / (Outflow) on account of :		
Repayment of Long-term borrowings	-	(1,000,000)
Proceeds from short-term borrowings	7,403,960	(9,414,763)
Finance costs paid	(6,089,041)	(15,107,395)
Net cash flow from financing activities	1,314,919	(25,522,158)
Net increase in cash and cash equivalents (I + II + III)	69,921	(572,392)
Add: Balance at the beginning of the year	746,207	1,318,599
Cash and cash equivalents at the end of the year	816,128	746,207
Components of cash and cash equivalents (Refer note 12)		
Cash and cash equivalents:		
Cash on hand	195	195
Balances with banks		
- On Current accounts	815,933	746,012
	816,128	746,207

Footnote:

Previous year figures have been regrouped / reclassified wherever necessary to make them comparable with current year figures.

As per our report of even date

For M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.:103256W

MUKESH K GOHEL
PROPRIETOR
Membership No. 038823



Mumbai
Date: 18 May, 2015

For and on behalf of the Board of Directors

NANCY PEREIRA
DIRECTOR
DIN : 00081958



VIKRANT JAIN
DIRECTOR
DIN : 01912696

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '1' : CORPORATE INFORMATION

Devkrupa Build Tech Public Limited is a Limited Company domiciled in India, incorporated under the Companies Act, 1956. The company is engaged in real estate business of construction and development of Residential and Commercial Premises and Other Real Estate Projects including consultancy and sole selling of real estate.

NOTE '2' : SIGNIFICANT ACCOUNTING POLICIES

I. Basis of preparation of financial statements

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 1956 and Companies Act, 2013.

II. Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions, that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. Revenue recognition

A. Revenue from Construction Activity

Revenue from sale of 'finished properties / buildings / rights' is recognised on transfer of all significant risks and rewards of ownership of such properties / building / rights, as per the terms of the contracts entered into with buyer/(s), which generally coincides with the firming of the sales contracts/ agreements, except for contracts where the Company still has obligations to perform substantial acts even after the transfer of all significant risks and rewards.

B Interest:

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

C Others:

Other Revenues / Incomes and Costs / Expenditure are generally accounted on accrual, as they are earned or incurred.

IV. Tangible assets and depreciation / amortisation

A. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.

B. Depreciation is provided on the straight line method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.

V. Borrowing costs

Interests and other borrowing costs (including ancillary borrowing costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Ancillary borrowing costs (including front-end fees, processing fees etc. due to which rate of borrowing gets reduced) are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the profit and loss statement.



NOTE '2' (Contd.)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

VI. Segment reporting

The company is engaged in the business of Real Estate Development, which as per Accounting Standard - 17 'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.

VII. Impairment of assets

The carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e. when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the statement of profit and loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.

VIII. Taxation

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassure realization.

Excess / short provision for taxation are recognized on completion of necessary taxation proceedings (Viz. revised returns, assessments etc.)

In case the Company is liable to pay income tax U/s 115JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balance Sheet date.

IX. Provisions, contingent liabilities and contingent assets

Provisions involving a substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '3'

SHARE CAPITAL

AUTHORISED

50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each

Total

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
500,000	500,000
500,000	500,000

ISSUED SUBSCRIBED AND PAID UP

50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each

Total

500,000	500,000
500,000	500,000

Footnotes:

3.1 Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the year

Number of Shares at the Beginning

Add/(Less) :

Issue during the year

Buyback during the year

At the end of the year (Nos)

Total

31st March, 2015 (Nos)	31st March, 2014 (Nos)
50,000	50,000
-	-
-	-
50,000	50,000

3.2 Equity Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company

Hubtown Limited with its beneficiary owners

Others

Total

31st March, 2015 (Nos)	31st March, 2014 (Nos)
50,000	50,000
-	-
50,000	50,000

3.3 Equity Shareholders holding more than five percent of holdings

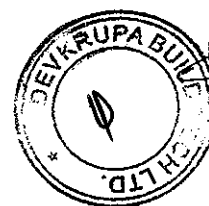
Hubtown Limited with its beneficiary owners

Total

31st March, 2015		31st March, 2014	
Nos	% of Holdings	Nos	% of Holdings
50,000	100%	50,000	100%
50,000	100%	50,000	100%

3.4 Terms / rights attached to Equity Shares :

The company has a single class of equity shares having a face value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of company, the holders 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



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '4'

RESERVES AND SURPLUS

Debenture Redemption Reserve

Balance as per last financial statements

Add / (Less) :

Transferred from Profit and Loss Account

Transferred to General Reserve

General Reserves

Balance as per last financial statements

Add / (Less) :

Transferred from Profit and Loss Account

Transferred to Profit and Loss Account

Surplus in statement of profit and loss

Balance as per last financial statements

Profit for the year

Net surplus in the statement of profit and loss

Total

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
-	1,000,000
-	-
-	(1,000,000)
-	-
52,500,000	51,500,000
-	1,000,000
-	-
52,500,000	52,500,000
(139,803,299)	(138,711,678)
(7,467,961)	(1,091,621)
(147,271,260)	(139,803,299)
(94,771,260)	(87,303,299)

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
--------------------------------	--------------------------------

NOTE '5'

OTHER LONG-TERM LIABILITIES

Retention money payable

Total

1,266,555	1,406,200
1,266,555	1,406,200

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
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NOTE '6'

SHORT TERM BORROWINGS

Unsecured Loans

- from Companies (Refer footnote i)

- from related party (Refer note 18) and (footnote ii)

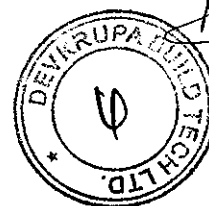
Total

-	46,500,000
58,268,852	4,364,891
58,268,852	50,864,891

Footnote:

i. The above loan from other Companies is taken at an interest rate of C.Y NIL and (P.Y. 15% p.a.)

ii. Loan from related parties are interest free and are repayable on demand.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '7'

TRADE PAYABLES

Micro, Small and Medium Enterprises payable (Refer footnote)
Trade Payables

	As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
	-	-
	27,811,204	28,229,996
Total	27,811,204	28,229,996

Footnotes:

7.1 Details of dues to Micro, Small and Medium Enterprises as defined under MSMED Act, 2006 :

As per information available with the Company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the Company are registered under MSMED Act, and the same has been relied upon by the auditors.

NOTE '8'

OTHER CURRENT LIABILITIES

Interest accrued and due on borrowings
Security Deposit from Customer
Advance from Customer
Other payables :
- Statutory dues
- Other miscellaneous

	As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
	7,126,771	5,297,178
	113,230	113,230
	335,422	336,984
	3,196,434	4,169,368
	1,438,895	2,023,853
Total	12,210,752	11,940,613

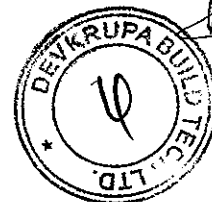
NOTE '9'

SHORT TERM PROVISIONS

Other Provisions

Provision for income tax

	As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
	-	575,758
Total	-	575,758



DEVKRUPA BUILD TECH LIMITED
CIN : U74140MH2006PLC166596

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '10'

FIXED ASSETS

(Amount in ₹)

PARTICULARS	GROSS BLOCK (AT COST)				DEPRECIATION/AMORTISATION				NET BLOCK	
	As at 31st March, 2014	Additions / Adjustments during the year	Deductions / Adjustments	As at 31st March, 2015	Up to 31st March, 2014	Provided during the year	Deductions / Adjustments	Up to 31st March, 2015	As at 31st March, 2015	As at 31st March, 2014
Tangible Assets										
Air Conditioner	32,309	-	-	32,309	19,204	13,105	-	32,309	-	13,105
Pump	186,810	-	-	186,810	100,682	8,905	-	109,587	77,223	86,128
Office equipment	7,200	-	-	7,200	4,808	2,392	-	7,200	-	2,392
GRAND TOTAL	226,319	-	-	226,319	124,694	24,402	-	149,096	77,223	101,625
Previous Year	226,319	-	-	226,319	108,131	16,563	-	124,694	101,625	118,188



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '11'

TRADE RECEIVABLES

Trade receivables (Unsecured considered good)

Outstanding for a period exceeding six months

Other receivables

Total

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
2,896,514	2,959,533
1,296,845	1,296,845
4,193,359	4,256,378

NOTE '12'

CASH AND CASH EQUIVALENTS

Cash and cash equivalents:

Cash on hand

Balances with banks:

- On current accounts

Total

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
195	195
815,933	746,012
816,128	746,207

NOTE '13'

LOANS AND ADVANCES

Security Deposits

Loans and advances (Unsecured, considered good)

- to related parties

Advance Income Tax [Net of Provision ₹ 5,75,758 ; (P.Y. ₹ 5,75,758)]

Total

As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
190,300	190,300
-	311,122
9,093	608,527
199,393	1,109,949

NOTE '14'

OTHER INCOME

Interest:

- On Loans

Liabilities written back to the extent no longer required

Miscellaneous income

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
-	56,562
-	33,467,282
645,980	825,002
645,980	34,348,846

NOTE '15'

FINANCE COSTS

Interest on Loans

Interest on delayed payments of taxes and statutory dues

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
7,918,634	5,885,753
-	893,377
7,918,634	6,779,130



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '16'

DEPRECIATION AND AMORTISATION

Depreciation on tangible fixed assets

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
24,403	16,562
24,403	16,562

NOTE '17'

OTHER EXPENSES

Repairs and Maintenance

Professional Fees

Auditors Remuneration (Refer footnote)

Other expenses

Total

Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
-	28,372,513
49,461	47,192
33,708	56,571
61,389	10,520
144,558	28,486,796

Footnote:

Auditor's Remuneration (included in other expenses)

Audit fees

Limited Review Fees

Tax Audit Fees

Service Tax on above

Total

15,000	15,000
15,000	15,000
-	20,348
3,708	6,223
33,708	56,571



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '18'

RELATED PARTIES DISCLOSURES

Related Party Transactions as per Accounting Statdard 18 (AS-18).

A. Holding Company

1. Hubtown Limited

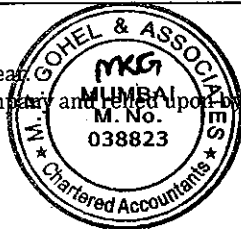
B. Fellow Subsidiaries

1. ABP Realty Advisors Private Limited
2. Ackruti Safeguard Systems Private Limited
3. Adhivitiya Properties Limited (Upto August 31, 2014)
4. Arnav Gruh Limited (Upto February 28, 2015)
5. Citygold Education Research Limited
6. Citygold Farming Private Limited
7. Diviniti Projects Private Limited
8. Gujarat Akruti - TCG Biotech Limited
9. Halitious Developer Limited
10. Headland Farming Private Limited
11. Heddle Knowledge Private Limited
12. Heeler Hospitality Private Limited (Upto 31st March 2015)
13. Sheshan Housing & Area Development Engineers Limited
14. India Development And Construction Venture Capital Private Limited
15. Joynest Premises Private Limited
16. Merrygold Buildcon Private Limited (Upto 31st March 2015)
17. Heet Builders Private Limited
18. Upvan Lake Resorts Private Limited
19. Urvi Build Tech Limited
20. Vama Housing Limited
21. Vega Developers Private Limited
22. Vishal Nirman (India) Limited (Upto 31st March 2015)
23. Vishal Techno Commerce Limited
24. Yantti Buildcon Private Limited
25. Citywood Builders Private Limited (From November 29, 2014)

C. Related Party Transaction for the year ended March 31	Holding Company	Fellow Subsidiary
Nature of Transactions	₹	₹
Loans received / recovered / Adjusted		
Hubtown Limited	52,000,000	
Urvi Build Tech Limited	(46,411,062)	2,093,355 (500,000)
Loans repaid / given / Adjusted		
Hubtown Limited		
Urvi Build Tech Limited	(4,364,891)	50,906 (465,000)
Interest Income		
Urvi Build Tech Limited		(56,562)
Interest Expense		
Urvi Build Tech Limited		191,630
Loan Payable		
Hubtown Limited	56,364,891	
Urvi Build Tech Limited	(4,364,891)	1,782,233
Loan Receivable		
Urvi Build Tech Limited		(311,122)

Footnotes:

- i. Figures in bracket pertains to previous year.
- ii. Related parties are identified by the Company and relied upon by the auditors.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

	31st March, 2015 ₹	31st March, 2014 ₹
NOTE '19'		
EARNING PER SHARE (EPS)		
Profit/(Loss) after tax (₹)	(7,467,961)	(1,091,621)
Weighted average number of equity shares outstanding at the end of the year (Nos)	50,000	50,000
Earning per equity share (Nominal Value of share of ₹10 /- each)		
Basic and Diluted	(149.36)	(21.83)

NOTE '20'
CONTINGENT LIABILITY

Particular	As At 31st March, 2015	As At 31st March, 2014
Claims against the Company, not acknowledged as debts on account of:-		
Income tax matters under appeals for :		
Income Tax matters under Appeal with CIT for the Financial Year 2011-2012	20,823,010	-

Note:

Interest / Penalty that may accrue on original demands are not ascertainable, at present. The company has taken the necessary steps to protect its position with respect to the above referred claims, which in its opinion, based on professional / legal advice, are not sustainable.

	31st March, 2015 ₹	31st March, 2014 ₹
NOTE '21'		
PRIOR PERIOD ADJUSTMENTS		
Debit related to earlier years:		
Repairs and Maintenance Expenses	-	(157,979)
Other Expenses	(6,571)	-
	<u>(6,571)</u>	<u>(157,979)</u>

NOTE '22'

The accumulated losses of the Company have resulted in complete erosion of the net worth of the Company. The Company's management is, however, of the view that the said erosion is temporary in nature as the Company is in the process of procuring new business, the proceeds of which when fructified, would result in turnaround of the Company. The Company to that extent does not consider the erosion of the net worth as an impediment to its status as a going concern.

NOTE '23'

In the opinion of the Board of Directors of the Company, all items of Current Assets, Current Liabilities and Loans and Advances continues to have a realizable value of at least the amounts at which they are stated in the Balance Sheet.

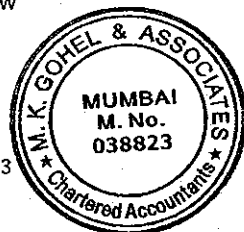
NOTE '24'

Previous year figures have been regrouped / reclassified wherever necessary to make them comparable with current year

As per attached report of even date

For M. K. GOHEL & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG. NO.:103256W

MUKESH K GOHEL
PROPRIETOR
Membership No. 038823



Mumbai
Date 18 May, 2015

For and on behalf of the Board of Directors

[Signature]

NANCY PEREIRA
DIRECTOR
DIN : 00081958



[Signature]
VIKRANT MIN
DIRECTOR
DIN : 01912696

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF DIVINITI PROJECTS PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **DIVINITI PROJECTS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

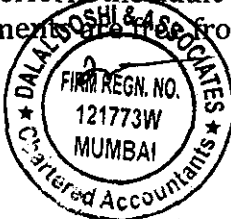
Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and Cash Flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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



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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.




- (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
- (f) 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 March 31, 2015 on its financial position in its 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.

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No.: 121773W

Chartered Accountants

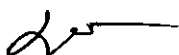

DINESH DOSHI
Partner
Membership No.: 9464



Place : Mumbai
Date : 18th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF DIVINITI PROJECTS PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015 WE REPORT THAT;

- (i) The Company did not have any Fixed Assets during the year;
- (ii) The Company did not have any Inventories during the year;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed thereunder to the extent notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Companies Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the Company;
- (vii)
 - (a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Income Tax, Sales Tax, Vat, Service Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. However, there were no amounts outstanding as at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;
 - (b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there were no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess;
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;



- (viii) The Company did not have accumulated losses as at year end. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) In our opinion and according to the records of the Company examined by us and the information and explanation given to us, the Company has not accepted any loans from any financial institution or banks and neither has it issued debentures during the year;
- (x) In our opinion and according to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions during the year;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such case.

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No.: 121773W

Chartered Accountants



DINESH DOSHI

Partner

Membership No.: 9464

Place : Mumbai

Date : 18th May, 2015

Balance Sheet As at 31st March, 2015

Particulars	Note No.	As At 31st March, 2015 ₹	As At 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	500,000	500,000
Reserves and surplus	4	48,549,916	49,065,142
		49,049,916	49,565,142
Current liabilities :			
Short term borrowings	5	1,480,532	1,480,532
Trade Payables	6	-	585,000
Other current liabilities	7	90,951	65,731
Short term provisions	8	12,595	-
		1,584,078	2,131,263
TOTAL		50,633,994	51,696,405
II. ASSETS			
Non-current Assets			
Non-current investments	9	33,125	23,125
		33,125	23,125
Current Assets			
Cash and cash equivalent	10	250,869	339,620
Short-term loans and advances	11	50,350,000	51,333,660
		50,600,869	51,673,280
TOTAL		50,633,994	51,696,405

Significant Accounting Policies 1 to 2
Notes on Financial Statements 3 to 19

As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No. 121773W
Chartered Accountants

DINESH DOSHI

Partner

Membership No: 9464



For and on behalf of the board

BHARAT MODY

Director

DIN: 00134632



RAJEEVAN PARAMBAN

Director

DIN: 03141200

Place : Mumbai

Date : 18th May, 2015

Statement of Profit and Loss for the year ended 31st March, 2015

Particulars	Note No.	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
I. INCOMES			
Income from business operations		-	-
Other Income	12	585,000	-
TOTAL		585,000	-
II. EXPENSES			
Finance Cost	13	68	82,550
Other Expenses	14	1,029,653	397,852
TOTAL		1,029,721	480,402
Loss before tax		(444,721)	(480,402)
Tax expense :			
Current tax		-	-
Excess / (Short) Provision of Income Tax for earlier periods		(70,505)	1,524
Deferred tax		-	-
Loss for the year		(515,226)	(478,878)
Earning per equity share (Nominal Value of share of ₹ 10 /- each)	15		
Basic and diluted		(10.30)	(9.58)

Significant Accounting Policies 1 to 2
Notes on Financial Statements 3 to 19

As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES

Firm Registration No. 121773W
Chartered Accountants

DINESH DOSHI
Partner
Membership No: 9464



For and on behalf of the board

[Signature]

BHARAT MODY
Director
DIN: 00134632



RAJEEVAN PARAMBAN
Director
DIN: 03141200

Place : Mumbai
Date : 18th May, 2015

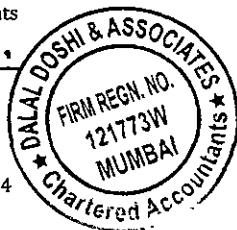
Cash Flow Statement for the year ended 31st March, 2015

	31st March, 2015		31st March, 2014	
	Amount (₹)	Amount (₹)	Amount (₹)	Amount (₹)
I. Cash flows arising from operating activities				
Net Loss before tax as per Statement of Profit and Loss		(444,721)		(480,402)
Add / (Less):				
Excess/ (Short) Provision for Tax	(70,505)			
Finance cost	68			
		(70,437)		
Operating Profit Before Working Capital Changes		(515,158)		(480,402)
Changes in working capital:				
Add/ Less:				
Increase/ (Decrease) in Trade Payables	(585,000)		-	
Increase / (Decrease) in Other Payables	25,220		-	
Increase/ (Decrease) in Short Term Provisions	12,595		-	
(Increase)/ Decrease in Short Term Loans & Advances	983,660		(1,466,000)	
		436,475		(1,466,000)
Cash generated from Operations		(78,683)		(1,946,402)
Direct Taxes Paid	-		1,524	
		-		1,524
Net Cash flow in the course of Operating Activities		(78,683)		(1,944,878)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of:				
(Increase) / Decrease in Loans and Advances	-		1,684,733	
(Increase) / Decrease in Long Term Investment	(10,000)		-	
Net Cash flow in the course of Investing Activities		(10,000)		1,684,733
		(10,000)		1,684,733
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of:				
Increase in borrowings	-		40,781	
Interest on delay payment of taxes	(68)		-	
Net Cash flow in the course of Financing Activities		(68)		40,781
		(68)		40,781
Net Increase in cash and cash Equivalents (I + II + III)		(88,751)		(219,364)
Add: Balance at the beginning of the year		339,620		558,984
Cash and Cash Equivalents at the end of the year		250,869		339,620
Cash and Cash Equivalents (Refer Note 10)				
Cash on hand		27,990		28,060
Balances with banks				
- in current account		222,879		311,560
Cash and Cash Equivalents at the end of the year		250,869		339,620

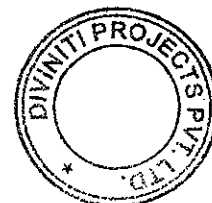
As per attached report of even date

FOR DALAL DOSHI & ASSOCIATES
Firm Registration No. 121773W
Chartered Accountants

DINESH DOSHI
Partner
Membership No: 9464



FOR AND ON BEHALF OF THE BOARD



BHARAT MODY
Director
DIN: 00134632

RAJEEVAN PARAMBAN
Director
DIN: 03141200

Place : Mumbai
Date : 18th May, 2015

Notes to the financial statements for the year ended 31st March, 2015

1 Corporate Information

Diviniti Projects Private Limited is a Private Limited Company domiciled in India, incorporated under the Companies Act, 1956. The Company is engaged to acquire by purchase, lease, exchange, hire, or otherwise land and property of any tenure or any interest in the same and to erect and construct houses, building or work of every description on any land of the company or upon any other lands of property and to pull down, rebuild, enlarge, alter and improve existing, houses, building or work thereon to convert and appropriate any such land into and for roads, streets, squares, garden, and any other conveniences and generally to deal with and improve the property of the company or any other property, and to act as earthmovers, contractors, developers of land, government contractor, construction of road, bridges, earth work, sewers, tanks drains, culvert, channels, sewage, or other works.

2 Significant Accounting Policies

I. Basis of Preparation of Financial Statements

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 1956 and Companies Act, 2013.

II. Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized

III. Revenue Recognition

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

IV. Investments

Investments are classified into current and Non-Current/ Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.



V. Borrowing Costs

Interests and other borrowing costs attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. The borrowing costs incurred during the period in which activities, necessary to prepare the assets for their intended use or sale, are in progress, are allocated as aforesaid. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Profit and Loss Account.

VI. Segment Reporting

The company is engaged in the business of Real Estate Development, which as per Accounting Standards AS-17-'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.

VII. Taxations

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

In case, the Company is liable to pay income tax under Section 115JB of Income Tax, 1961 (i.e. MAT), the amount of tax paid in excess of normal income tax is recognised as an asset (MAT Credit Entitlement) only if there is convincing evidence for realisation of such asset during the specified period. MAT Credit entitlement is reviewed at each Balance Sheet date.

VIII. Earning Per Share

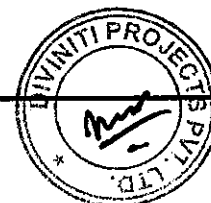
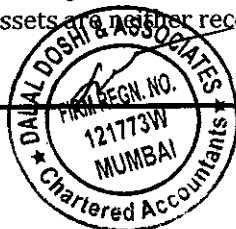
Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

VIII. Impairment of Assets

The carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e. when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.

IX. Provisions, Contingent Liabilities and Contingent assets

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.

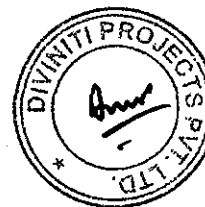
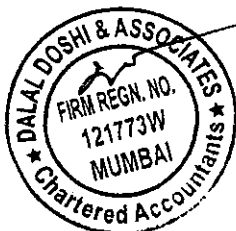


Notes to the financial statements for the year ended 31st March, 2015

		As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹	
NOTE '3'				
SHARE CAPITAL				
AUTHORISED				
50,000(P.Y.50,000) Equity Shares of ₹ 10/- each		500,000	500,000	
		<u>500,000</u>	<u>500,000</u>	
ISSUED, SUBSCRIBED AND PAID UP				
50,000 (P.Y.50,000) Equity Shares of ₹ 10/- each fully paid up		500,000	500,000	
Total		<u>500,000</u>	<u>500,000</u>	
		31st March, 2015 (Nos)	31st March, 2014 (Nos)	
3.1 Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the year				
Number of Shares at the Beginning		50,000	50,000	
Add/(Less) :				
Issue during the year		-	-	
Buyback during the year		-	-	
Conversion during the year		-	-	
At the end of the reporting the year (Nos)	Total	<u>50,000</u>	<u>50,000</u>	
		31st March, 2015 (Nos)	31st March, 2014 (Nos)	
3.2 Equity Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company.				
Holding Company (Hubtown Limited with beneficiary owners)		50,000	50,000	
Total		<u>50,000</u>	<u>50,000</u>	
		31st March, 2015	31st March, 2014	
	Nos	% of Holdings	Nos	% of Holdings
3.3 Equity Shareholders holding more than five percent of holdings				
Hubtown Limited with Beneficiary Owners	50,000	100%	50,000	100%
Total	<u>50,000</u>	<u>100%</u>	<u>50,000</u>	<u>100%</u>
3.4 Terms / Right attached to Ordinary Equity Shares :				
The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting.				
		As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹	
NOTE '4'				
RESERVES AND SURPLUS				
General Reserve				
Balance as per Last Financial Statements		121,000	121,000	
Add : Transfer from Profit/Loss account		-	-	
Closing balance		<u>121,000</u>	<u>121,000</u>	
Surplus in Profit and Loss Statement				
Balance as per Last Profit and Loss Statement		48,944,142	49,423,020	
Add: Profit / (Loss) for the year		(515,226)	(478,878)	
Closing balance		<u>48,428,916</u>	<u>48,944,142</u>	
Total		<u>48,549,916</u>	<u>49,065,142</u>	



Diviniti Projects Private Limited CIN: U70100MH1995PTC087713		
Notes to the financial statements for the year ended 31st March, 2015		
Diviniti Projects Private Limited CIN: U70100MH1995PTC087713		
	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '5'		
SHORT TERM BORROWINGS		
Unsecured Loans		
- from related party (Refer footnote) (Refer Note 16)	1,480,532	1,480,532
Total	1,480,532	1,480,532
Footnote :		
Loan from related party is interest free and are repayable on demand.		
	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '6'		
TRADE PAYABLES		
Trade payable (Refer foot note)		585,000
Total	-	585,000
Foot note :		
The above information has been determined to the extent such parties could be identified on the basis of the information available with the Company regarding the status of parties under the MSMED Act and has been relied upon by the auditors.		
	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '7'		
OTHER CURRENT LIABILITIES		
Other payables :		
- Statutory Dues		7,584
- Others Miscellaneous	90,951	58,147
Total	90,951	65,731
	As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
NOTE '8'		
PROVISIONS		
Other Provisions		
Provision for income tax (net of advance tax and Tax deducted at source (₹ 56,57,494, P.Y. NIL)	12,595	-
Total	12,595	-



Diviniti Projects Private Limited
CIN: U70100MH1995PTC087713

Notes to the financial statements for the year ended 31st March, 2015

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '9'		
NON-CURRENT INVESTMENTS (Unquoted) (Trade and Unquoted unless otherwise specified)		
A) Investment in Equity Instruments (At cost)		
i) Others		
a) 125 Equity shares of ₹ 25/- each (P.Y 125) The Shamrao Vithal Co-operative Bank Limited	3,125	3,125
b) 2,000 Equity Shares of ₹ 10/- each (P.Y. 2,000) Suraksha Realty Limited	20,000	20,000
B) Capital Investment in Partnership Firm (Refer footnotes) M/s Rising Glory Developers	10,000	-
Total	33,125	23,125

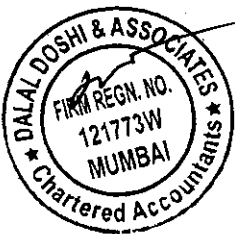
Footnotes:

i) Details of Investments made in capital of Partnership Firms :

M/s Rising Glory Developers

Sr No	Name of Partners	31st March, 2015	31st March, 2015	31st March, 2014	31st March, 2014
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackruti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Diviniti Projects Private Limited	10,000	4.76%	-	-
6	Halitious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Hedde Knowledge Private Limited	10,000	4.76%	-	-
9	Heet Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yantti Buildcon Private Limited	10,000	4.76%	-	-
	TOTAL	210,000	100%	-	-

ii) The partnership is formed on 6th January 2015.



Notes to the financial statements for the year ended 31st March, 2015

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '10'		
CASH AND BANK BALANCES		
Balances with banks:		
- On Current accounts	222,879	311,560
Cash on hand	27,990	28,060
Total	250,869	339,620
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '11'		
LOANS AND ADVANCES		
Advances recoverable in cash or kind		
Unsecured, considered good	50,350,000	51,275,750
Other advances	-	57,910
Income tax deducted at source (Net of Provision ₹ Nil, P.Y. ₹ Nil)		
Total	50,350,000	51,333,660
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '12'		
OTHER INCOME		
Sundry Credit balances written off	585,000	-
	585,000	-
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '13'		
FINANCE COST		
Interest on delayed payment of taxes	68	82,550
Total	68	82,550
	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE '14'		
OTHER EXPENSES		
Legal & Professional fees	49,440	92,698
Advance and other debit balance written off	925,750	-
Other Expenses (Refer footnote)	54,463	305,154
Total	1,029,653	397,852
	31st March, 2015 ₹	31st March, 2014 ₹
Footnote:		
Auditor's Remuneration included in other expenses :		
Statutory Audit Fees	17,500	17,500
Other certification fees	15,000	15,000
Service tax on above	4,017	4,017
Total	36,517	36,517



Notes to the financial statements for the year ended 31st March, 2015

	As at 31st March, 2015	As at 31st March, 2014
NOTE '15'		
Earnings Per Share (EPS)		
Loss after tax (₹)	(515,226)	(478,878)
Weighted average number of equity shares (Nos)	50,000	50,000
Earnings per equity share (Nominal Value of share of ₹ 10 /- each)		
Basic and diluted	(10.30)	(9.58)

NOTE '16'

Related Party Disclosures (As Per As - 18)

A. Name of related parties and description of relations

Holding Company	: Hubtown Limited
Fellow Subsidiary Company	: ABP Realty Advisors Private Limited Ackruti Safeguard Systems Private Limited Adhivitiya Properties Limited (Upto August 31, 2014) Arnav Gruh Limited (Upto February 28, 2015) Citygold Education Research Limited Citygold Farming Private Limited Citywood Builders Private Limited (From November 29, 2014) Devkrupa Build Tech Limited Gujarat Akruiti - TCG Biotech Limited Halitious Developer Limited Headland Farming Private Limited Hedde Knowledge Private Limited Heeler Hospitality Private Limited (Upto March 31, 2015) Heet Builders Private Limited India Development And Construction Venture Capital Private Limited Joynest Premises Private Limited Merrygold Buildcon Private Limited (Upto March 31, 2015) Sheshan Housing & Area Development Engineers Limited Upvan Lake Resorts Private Limited Urvi Build Tech Limited Vama Housing Limited Vega Developers Private Limited Vishal Nirman (India) Limited (Upto March 31, 2015) Vishal Techno Commerce Limited Yantti Buildcon Private Limited
Firm in which Company is a Partner	: M/s Rising Glory Developers (From 06 January, 2015)

B. Transactions with related parties

Particulars	Related Party	Amount (₹)
Balance Payable as on 31st March, 2015		
Hubtown Limited	Holding Company	14,80,532 (14,80,532)
Rising Glory Developers	Firm in which Company is a Partner	10,000 (-)

Footnote:

- a. Previous year figures are given in brackets.
b. Related Party relationships are identified by the company and relied upon by the auditors

NOTE '17'

Contingent Liability

The Company does not have any contingent liability as on balance sheet date, as certified by the management and relied upon by the auditors.

NOTE '18'

In the opinion of the Board of Directors of the Company, all items of Current Assets, Non Current Assets, Non current liabilities, Current Liabilities and Loans and Advances continues to have a realizable value of at least the amounts at which they are stated in the Balance Sheet.

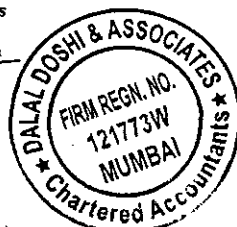
NOTE '19'

Previous year's figures have been regrouped / recast wherever necessary.

As per attached report of even date

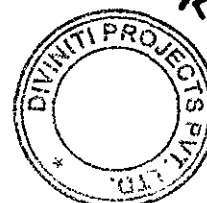
FOR DALAL DOSHI & ASSOCIATES
Firm Registration No. 121773W
Chartered Accountants

DINESH DOSHI
Partner
Membership No: 9464



Place : Mumbai
Date : 18th May, 2015

For and on behalf of the board



BHARAT MODY
Director
DIN: 00134632

RAJEEVAN PARAMBAN
Director
DIN: 03141200



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HALITIOUS DEVELOPER LIMITED
Report on the Financial Statements

We have audited the accompanying financial statements of **HALITIOUS DEVELOPER LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

1) Management's Responsibility for the Financial Statements:

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

2) Auditor's Responsibility:

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Income Tax Act, 1961. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those



risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

3) Opinion:

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

4) Report on Other Legal and Regulatory Requirements:

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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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 does not have any material pending litigation which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



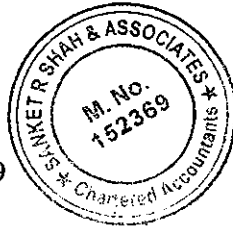
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

AS PER ATTACHED REPORT OF EVEN DATE

FOR SANKET R SHAH & ASSOCIATES
FIRM REGISTRATION No.: 135703W
CHARTERED ACCOUNTANTS



SANKET SHAH
PROPRIETOR
Membership No. 152369



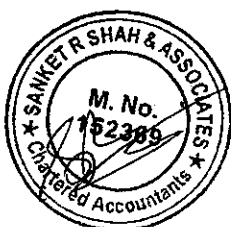
Place : Mumbai

Date : 18th May, 2015

ANNEXURE REFERRED TO IN PARAGRAPH I OF OUR REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OUR AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015 OF HALITIOUS DEVELOPER LIMITED

On the basis of such checks as we considered appropriate and in terms of the information and explanations given to us, we state that: -

- (i) The company does not have any Fixed Assets during the financial year and as at the balance sheet date;
- (ii) The Company does not have any Inventories during the year and as at the balance sheet date;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed thereunder to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence such the provision for maintenance of records are not applicable to the company;
- (vii)
 - (a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. **However, there were Outstanding amounts of ₹47,39,413/- of Maharashtra Value Added Tax (MVAT) including interest thereon and interest under on delayed payment of taxes (under section 234B and 234C of Income Tax) amounting to ₹6,81,130/-.** There were no dues during the year towards Employees State Insurance and Excise Duty;
 - (b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there were no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess;
 - (c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;



- (viii) The Company does not have accumulated losses as at year end. However, the Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks or issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we have to state that, the Company has obtained short term borrowings during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of the material fraud on or by the Company, has been noticed or reported by the Company during the year, nor have we been informed any such case by the Company;

FOR SANKET R SHAH & ASSOCIATES
FIRM REGISTRATION No.: 135703W
CHARTERED ACCOUNTANTS



SANKET SHAH
PROPRIETOR
Membership No. 152369



Place : Mumbai
Date : 18th May, 2015


Balance Sheet As at 31st March, 2015

Particulars	Note No.	As At 31 st March, 2015 ₹	As At 31 st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	3	1,000,000	1,000,000
Reserves and surplus	4	29,726,911	29,935,699
		30,726,911	30,935,699
Current liabilities :			
Short term borrowings	5	10,300,000	-
Trade payables	6	542,940	540,179
Other current liabilities	7	5,445,543	66,402,809
		16,288,483	66,942,988
TOTAL		47,015,394	97,878,687
II. ASSETS			
Non Current Assets			
Non Current Investments	8	10,000	-
Current Assets			
Trade receivables	9	46,719,631	97,471,180
Cash and cash equivalent	10	172,330	294,074
Short-term loans and advances	11	113,433	113,433
		47,015,394	97,878,687
TOTAL		47,015,394	97,878,687

Significant Accounting Policies 1 to 2
Notes on Financial Statements 3 to 20

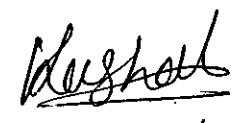
As per attached report of even date


For Sanket R Shah & Associates
Firm Registration No: 135703W
Chartered Accountants


SANKET SHAH
Proprietor
Membership No.: 152369



For and on behalf of the board


KUSHAL SHAH
Director
DIN: 06843982


KHILEN V. SHAH
Director
DIN: 03134932

Mumbai
Date: 18th May, 2015

Statement of Profit and Loss for the year ended 31st March, 2015


Particulars	Note No.	Year ended 31 st March 2015 ₹	Year ended 31 st March 2014 ₹
I. INCOMES			
Revenue from business operations		-	-
Other Income	12	36,809	-
TOTAL		36,809	-
II. EXPENSES			
Other Expenses	13	140,695	152,103
Finance Cost	14	1,357,380	3,641,036
TOTAL		1,498,075	3,793,139
Profit / (Loss) for the period from continuing operations		(1,461,266)	(3,793,139)
Prior period adjustments (Net)	17	1,252,478	(52,552)
Profit / (Loss) for the year		(208,788)	(3,845,691)
Earning per equity share (Face Value of ₹ 10 /- each)	15		
Basic and Diluted		(2.09)	(38.46)

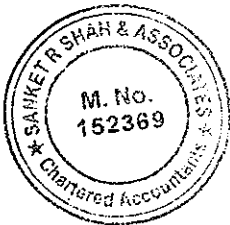
Significant Accounting Policies1 to 2

Notes on Financial Statements3 to 20

As per attached report of even date


For Sanket R Shah & Associates
Firm Registration No: 135703W
Chartered Accountants


SANKET SHAH
Proprietor
Membership No.: 152369



For and on behalf of the board


KUSHAL SHAH
Director
DIN: 06843982


KHILEN V. SHAH
Director
DIN: 03134932


Mum bai
Date: 18th May, 2015

Cash Flow Statement for the year ended 31st March, 2015

	2014 - 2015 (₹)		2013 - 2014 (₹)	
	Amount	Amount	Amount	Amount
I. Cash flows arising from operating activities				
Net Profit before tax as per Statement of Profit or Loss		(1,461,266)		(3,793,139)
Add / (Less) :				
Interest and Finance Charges	1,357,380		3,641,036	
Prior Period Adjustments (Net)	1,252,478		(52,552)	
		2,609,858		3,588,484
<u>Operating Profit / (Loss) Before Working Capital Changes</u>		1,148,592		(204,655)
Add / (Less) :				
(Increase) / Decrease in Trade & Other Receivables	50,751,549		-	
(Increase) / Decrease in Loans & Advances	-		67,329	
Increase / (Decrease) in Trade Payables & Other Current Liability	(58,040,097)		(75,980)	
Direct Taxes (Paid) / Income Tax Refunds	-		-	
		(7,288,548)		(8,651)
Net Cash flow in the course of Operating Activities		(6,139,956)		(213,306)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of :				
Proceed from Long Term Investment	(10,000)		-	
Net Cash flow in the course of Investing Activities		(10,000)		-
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of :				
Short term borrowings	10,300,000		-	
Interest and Finance Charges Paid	(4,271,788)		(723)	
Net Cash flow in the course of Financing Activities		6,028,212		(723)
Net Increase in cash and cash Equivalents (I + II + III)		(121,744)		(214,029)
Add: Balance at the beginning of the year		294,074		508,103
Cash and Cash Equivalents at the end of the year		172,330		294,074
Reconciliation of Cash and Cash Equivalents (Refer Note 10)				
Cash on Hand		43,634		43,634
Bank Balances in Current Accounts		128,696		250,440
Cash and Cash Equivalents at the end of the year		172,330		294,074

As per attached report of even date

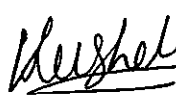
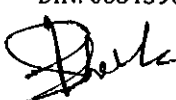
For Sanket R Shah & Associates
Firm Registration No: 135703W
Chartered Accountants


SANKET SHAH
Proprietor
Membership No.: 152369



Mumbai
Date: 18th May, 2015

For and on behalf of the board


KUSHAL SHAH
Director
DIN: 06843982

KHILEN V. SHAH
Director
DIN: 03134932

Notes to the financial statements for the year ended 31st March, 2015

1. Corporate Information

Halitious Developer Limited is an unlisted Public Limited Company domiciled in India, incorporated under the Companies Act, 1956. The Company is engaged into business of constructing building, chawls, houses, appartments, flat, residential township, commercial complex, warehouses, storage facilities, industrial park, SEZ, anywhere in India & abroad and transporting & carriage of goods and to provide storage and protection of goods against calamities.

2. Significant Accounting Policies

I. Basis Of Preparation Of Financial Statements

The financial statements have been prepared and presented under the historical cost convention using the accrual basis of accounting in accordance with the accounting principles generally accepted in India and are in accordance with the applicable Accounting Standards, Guidance Notes and the relevant provisions of the Companies Act, 1956 & Companies Act. 2013.

II. Use of Estimates

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized

III. Revenue Recognition

A. Revenue from Construction Activity

Revenue from sale of Finished Properties / Buildings is recognized on transfer of property and once significant risks and rewards of ownership have been transferred to the buyer. Revenue recognition is postponed to the extent of significant uncertainty.

Recognition of revenue relating to agreements entered into with the buyers, which are subject to fulfillment of obligation / condition imposed by the statutory authorities is postponed till such obligations are discharged.

B. Interest

Revenue is recognised on time proportion basis taking into account the amount outstanding and the rate applicable.

C. Others

Other Revenues / Incomes and Costs/ Expenditure are generally accounted on accrual, as they earned or incurred.

IV. Borrowing Costs

Interest and other borrowing costs attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. The borrowing costs are incurred during the period in which activities, necessary to prepare the assets for their intended use or sale, are in progress, are allocated as aforesaid. Such allocation is suspended during extended periods in which active development is interrupted and, no costs are allocated once all such activities are substantially complete. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to Profit and Loss Account.

V. Segment Reporting

The company is engaged in the business of Real Estate Development, which as per Accounting Standards AS 17-'Segment Reporting' is considered to be the only reportable business segment. The Company is also operating within the same geographical segment. Hence, disclosures under AS-17 are not applicable.

VI. Taxations

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. Deferred tax assets on account of other timing differences are recognized only to the extent there is a reasonable certainty of its realization. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassure realization.



VII. Impairment of Assets

The Carrying amount of assets is reviewed at each Balance Sheet date. If there is any indication of impairment based on internal/external factors, i.e when the carrying amount of the assets exceeds the recoverable amount, an impairment loss is charged to the Profit and Loss Account in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed or reduced if there has been a favourable change in the estimate of the recoverable amount.

VIII. Earning Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

IX. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.



Notes to the financial statements for the year ended 31st March, 2015

NOTE '3'

SHARE CAPITAL

AUTHORISED

2,50,000(P.Y. 2,50,000) Equity Shares of ₹10/- each

ISSUED, SUBSCRIBED AND PAID UP

1,00,000 (P.Y. 1,00,000) Equity Shares of ₹10/- each fully paid up

Total

3.1 Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the year

Number of Shares at the Beginning

Add/(Less) :

Issue during the year

Buyback during the year

Conversion during the year

At the end of the year (Nos)

Total

3.2 Equity Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company

Hubtown Limited with Beneficiary Owners [Holding Company]

Total

3.3 Equity Shareholders holding more than

five percent of holdings

Hubtown Limited with Beneficiary Owners

Total

3.4 Terms / Right attached to Ordinary Equity Shares :

The company has only one class of equity shares having a face value of ₹10/- per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of company, the holders 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.

NOTE '4'

RESERVES AND SURPLUS

Share Premium

Opening Balance

Adjustment during the period

Closing Balance

Surplus in Profit and Loss Account

Balance as per Last Profit and Loss Statement

Profit / (Loss) for the year

Proposed equity dividend and tax thereon

Transfer to general reserve

Total Appropriations

Total

As at 31 st March, 2015 ₹	As at 31 st March, 2014 ₹
2,500,000	2,500,000
2,500,000	2,500,000
1,000,000	1,000,000
1,000,000	1,000,000
31st March, 2015 (Nos)	31st March, 2014 (Nos)
100,000	100,000
-	-
-	-
-	-
100,000	100,000
31st March, 2015 (Nos)	31st March, 2014 (Nos)
100,000	100,000
100,000	100,000
31st March, 2015	31st March, 2014
Nos	Nos
100,000	100,000
100.00%	100.00%
100,000	100,000
100.00%	100.00%
As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
59,000,000	59,000,000
-	-
59,000,000	59,000,000
(29,064,301)	(25,218,610)
(208,788)	(3,845,691)
-	-
-	-
-	-
(29,273,089)	(29,064,301)
29,726,911	29,935,699



NOTE '5'

SHORT TERM BORROWINGS

Unsecured:

Loans repayable on demand:
- Others

Total

As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
103,00,000	-
103,00,000	-

Foot Note:

Loan from others is interest free.

NOTE '6'

TRADE PAYABLES

Other (Refer Footnote)

Total

As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
5,42,940	5,40,179
5,42,940	5,40,179

Footnote:

As per the information available with the company, none of the creditors of the company are registered under Micro, Small and Medium enterprises as per Micro, Small and Medium Enterprises Development Act, 2008.

NOTE '7'

OTHER CURRENT LIABILITIES

Other Liabilities

Other payables :

- Statutory Dues
- Others

Total

As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
54,20,543	338,62,359
15,000	325,40,450
54,35,543	664,02,809



Notes to the financial statements for the year ended 31st March, 2015

NOTE '8'	As at	As at
TRADE RECEIVABLES	31st March, 2015	31st March, 2014
	₹	₹
Trade receivables		
Outstanding for a period exceeding Six Months (from the date they are due for payment)		
Unsecured, considered good	467,19,631	974,71,180
Total	467,19,631	974,71,180
NOTE '9'	As at	As at
CASH AND CASH EQUIVALENTS	31st March, 2015	31st March, 2014
	₹	₹
Balances with banks;		
- On Current accounts	1,28,696	2,50,440
Cash on hand	43,634	43,634
Total	1,72,330	2,94,074
NOTE '10'	As at	As at
SHORT TERM LOANS AND ADVANCES	31st March, 2015	31st March, 2014
	₹	₹
Advances recoverable in cash or kind		
Unsecured, considered good	-	-
Other loans and advances:		
Advance Tax (Net of Provision ₹ NIL, P.Y. ₹ NIL)	1,13,433	1,13,433
Total	1,13,433	1,13,433



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015

NOTE '11'

OTHER INCOME

	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
Other income	196	-
Miscellaneous Income	36,613	-
Total	36,809	-

NOTE '12'

OTHER EXPENSES

	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
Rates and Taxes	2,500	2,500
Legal and Professional Fees	39,642	31,494
Corporate Governance Expenses (Filing fees)	13,864	19,500
Other Expenses (Refer Footnote)	84,689	98,609
Total	1,40,695	1,52,103

Footnotes :

Auditor's Remuneration (Refer Note)

	31st March, 2015 ₹	31st March, 2014 ₹
Tax Audit Fees	25,000	-
Statutory Audit Fees	15,000	40,000
Limited Review	10,000	15,000
Service tax on above	4,326	6,798
Total	54,326	61,798

Note: The above Remuneration includes ₹ 39326 paid to previous auditors.

NOTE '13'

FINANCE COST

	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
Interest on delayed payment of taxes	13,57,380	36,41,036
Total	13,57,380	36,41,036



Notes to the financial statements for the year ended 31st March, 2015

NOTE '14'

EARNING PER SHARE (EPS)

The following reflects the profit and share data used in the basic and diluted earning per share

	As at 31 st March, 2015	As at 31 st March, 2014
Profit / (Loss) after tax (₹)	(2,08,788)	(38,45,691)
Number of equity shares outstanding at the end of the year (Nos)	1,00,000	1,00,000
Weighted average number of equity shares outstanding at the end of the year (Nos)	1,00,000	1,00,000
Earning per equity share (Nominal Value of share of ₹ 10 /- each) Basic & Diluted	(2.09)	(38.46)

NOTE '15'

RELATED PARTY DISCLOSURES (Upto 31st March, 2015, except as disclosed otherwise)

A. Name of related parties and description of relations

I Holding Company : Hubtown Limited

II Fellow Subsidiary Companies

- 1 ABP Realty Advisors Private Limited
- 2 Ackruti Safeguard Systems Private Limited
- 3 Adhivitiya Properties Limited (Upto August 31, 2014)
- 4 Arnav Gruh Limited (Upto February 28, 2015)
- 5 Citygold Education Research Limited
- 6 Citygold Farming Private Limited
- 7 Citywood Builders Private Limited (From November 29, 2014)
- 8 Devkrupa Build Tech Limited
- 9 Diviniti Projects Private Limited
- 10 Gujarat Akuriti - TCG Biotech Limited
- 11 Headland Farming Private Limited
- 12 Heddle Knowledge Private Limited
- 13 Heeler Hospitality Private Limited
- 14 Heet Builders Private Limited
- 15 India Development And Construction Venture Capital Private Limited
- 16 Joynest Premises Private Limited
- 17 Merrygold Buildcon Private Limited
- 18 Sheshan Housing & Area Development Engineers Limited
- 19 Upvan Lake Resorts Private Limited
- 20 Urvi Build Tech Limited
- 21 Vama Housing Limited
- 22 Vega Developers Private Limited
- 23 Vishal Nirman (India) Limited
- 24 Vishal Techno Commerce Limited
- 25 Yantti Buildcon Private Limited

B. Transactions with related parties

Particulars	Related Party	Amount(Rs)
Loan given/ taken		
Hubtown Limited	Holding Company	603,00,000 (-)
Loan Repaid		
Hubtown Limited	Holding Company	500,00,000 (-)
Balance Payable as on 31st March 15		
Hubtown Limited	Holding Company	(-) (-)

Note: Related party relationship are indentified by the company and relied upon by the Auditors.



NOTE '17'

PRIOR PERIOD INCOMES

(₹)

Particulars	As at	As at
	31.03.2015	31.03.2014
Reversal of Excess interest	1,252,478	-
Reversal of Excess Expenses		52,552

NOTE '18'

In the opinion of the Board of Directors of the Company, all items of Current Assets, Current Liabilities and Loans and Advances continues to have a realizable value of at least the amounts at which they are stated in the Balance Sheet.

NOTE '19'

The Company does not have any contingent liability as at the balance sheet date, as certified by the management and relied upon by the auditors.


NOTE '20'

Previous year's figures have been regrouped / rearranged/ recasted wherever considered necessary to conform to the presentation of current year's financial statements.

As per attached report of even date

For Sanket R Shah & Associates
Firm Registration No: 135703W
Chartered Accountants

For and on behalf of the board


SANKET SHAH
Proprietor
Membership No.: 152369




KUSHAL SHAH
Director
DIN: 06843982


KHILEN V. SHAH
Director
DIN: 03134932

Mumbai
Date: 18th May, 2015

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GUJARAT AKRUTI - TCG BIOTECH LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of **GUJARAT AKRUTI - TCG BIOTECH LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

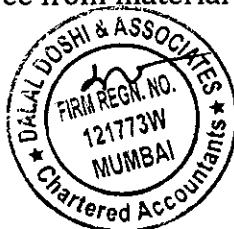
Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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



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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

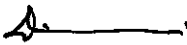
Report on Other Legal and Regulatory Requirements

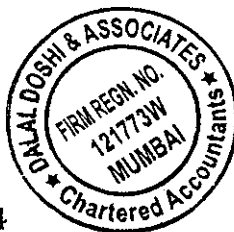
- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- (d) In our opinion, the aforesaid Financial Statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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 March 31, 2015 on its financial position in its financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses other than disclosed in note no 19 to Financial Statement.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR DALAL DOSHI & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION No.: 121773W


DINESH DOSHI
PARTNER
Membership No. 9464



Place : Mumbai
Date : 19th May, 2015

ANNEXURE I REFERRED TO IN OUR AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2015 OF GUJARAT AKRUTI - TCG BIOTECH LIMITED

We report that;

- (i) a) The Company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
- b) The Company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii) a) The Company has physically verified its Inventories at reasonable intervals;
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
- c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification;
- (iii) In our opinion, and according to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion, and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. Further, on the basis of our examination of records of the books and records of the Company, and according to the information and explanation given to us, we have neither come across, nor have been informed of, any continuing failure to correct major weaknesses in the aforesaid internal control system;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed thereunder to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the company;



(vii) a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, VAT, Sales Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. There have been delays during certain months in depositing Tax deducted at source and Service Tax. There were outstanding Service tax dues of ₹ 66,652/- as at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;

b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess other than mentioned below:

Statute and nature of dues	Section	Financial Year	Disputed Dues	Forum where dispute is pending
Income Tax, Act 1961	143(3)	2011-12	3,750	Commissioner of Income tax (appeals)

c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(viii) The accumulated losses of the Company at the end of the financial year has resulted in complete erosion of it's net worth. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;

(ix) In our opinion, and according to the records of the Company examined by us and the information and explanation given to us the Company has not accepted any loans from any financial institution or banks. The Company has issued debenture during the year and has not defaulted in repayment of dues to debenture holders during the year;

(x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;

(xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;



- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such instance.

FOR DALAL DOSHI & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGISTRATION No.: 121773W



DINESH DOSHI
PARTNER
Membership No. 9464



Place : Mumbai
Date : 19th May, 2015

GUJARAT AKRUTI - TCG BIOTECH LIMITED**CIN: U70102GJ2007PLC050966****Balance Sheet As at 31st March, 2015**

Particulars	Note No.	As at	As at
		31st March, 2015	31st March, 2014
		₹	₹
I. EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	3	500,000	500,000
Reserves and Surplus	4	(37,378,590)	(36,277,555)
Share application money pending allotment	5	-	237,021,000
Non-current liabilities :			
Long term borrowings	6	238,418,800	-
Other Long term liabilities	7	732,391	732,391
Current liabilities :			
Trade payables	8	2,937,550	3,586,985
Other current liabilities	9	30,917,424	30,987,032
TOTAL		236,127,575	236,549,853
II. ASSETS			
Non-current Assets			
Fixed assets :			
Tangible assets	10	235,710,459	179,583,631
Capital work in progress		56,455,636	56,455,636
Long terms loans and advances	11	207,600	207,600
Other non-current assets	12	-	19,270
Current Assets			
Other current assets	12	1,658	-
Cash and bank balances	13	207,858	283,716
TOTAL		292,583,212	236,549,853

Significant Accounting Policies
Notes on Financial Statements

1 to 2
3 to 24

As per our attached report of even date

FOR DALAL DOSHI & ASSOCATES

Chartered Accountants

FIRM REGISTRATION No.:121773W

DINESH DOSHI

Partner

Membership No. 9464



For and on behalf of the Board of Directors

VIKRANT JAIN

Director

DIN: 01912696



BHARAT MODY

Director

DIN: 0134632

Place: Mumbai

Date: 19th May, 2015

GUJARAT AKRUTI - TCG BIOTECH LIMITED**CIN: U70102GJ2007PLC050966****Statement of Profit and Loss for the year ended 31st March, 2015**

Particulars	Note No.	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
I. INCOMES			
Revenue from business operations		-	-
Other income	14	4,064	10,409
TOTAL		4,064	10,409
II. EXPENSES			
Finance Costs	15	13,313	5,621
Other Expenses	16	762,977	5,181,671
Depreciation and Amortisation	10	328,808	426,097
TOTAL		1,105,098	5,613,389
Loss before tax		(1,101,034)	(5,602,980)
Tax expense :			
Current tax		-	-
Deferred tax		-	-
Loss for the year		(1,101,034)	(5,602,980)
Earning per equity share (Face Value of ₹ 10 /- each)	18		
Basic		(22)	(112)
Diluted		(6)	-

Significant Accounting Policies

1 to 2

Notes on Financial Statements

3 to 24

As per our attached report of even date

DALAL DOSHI & ASSOCIATES

Chartered Accountants

FIRM REGISTRATION No.:121773W

For and on behalf of the Board of Directors

DINESH DOSHI

Partner

Membership No. 9464

**VIKRANT JAIN**

Director

DIN: 01912696

**BHARAT MODY**

Director

DIN: 0134632

Place: Mumbai

Date: 19th May, 2015

GUJARAT AKRUTI - TCG BIOTECH LIMITED**CIN: U70102GJ2007PLC050966****Cash Flow Statement for the year ended 31st March, 2015**

	Particulars	2014-2015	2013-2014
		₹	₹
A.	Cash flow from operating Activity		
	Net Loss before tax as per Statement of Profit or Loss	(1,101,034)	(5,602,980)
	Add / (Deduct) :		
	Depreciation	328,808	426,097
	Interest Expense	13,313	5,621
	Interest received on Loans and deposits	(2,406)	(1,669)
		339,715	430,049
	Operation profit before working capital changes	(761,319)	(5,172,931)
	Add / (Deduct) :		
	Loans and Advances & Other Current Assets	17,612	(1,669)
	Trade Payables & Other liabilities	(719,043)	5,616,955
		(701,431)	5,615,286
	Cash Generated from Operating Activities	(1,462,751)	442,355
B.	Cash Flow from Investment Activities		
	Interest received	2,406	1,669
	Net Cash Flow from Investment Activity	2,406	1,669
C.	Cash Flow from Financial Activities:		
	Share application money	(237,021,000)	-
	Proceeds from Borrowings	238,418,800	(600,000)
	Interest Expense	(13,313)	(5,621)
	Net Cash Flow from Financial Activities	1,384,487	(605,621)
	Total of Cash Flow	(75,858)	(161,597)
	Opening Cash & Cash equivalent	283,716	445,313
	Closing Cash & Cash equivalent	207,858	283,716
	Component of cash and cash equivalents (Refer note 13)		
	Cash on hand	112,468	110,063
	Balances with bank		
	- in current accounts	76,120	173,653
	- in deposits with maturity of less than three months	19,270	-
		207,858	283,716

As per our attached report of even date

FOR DALAL DOSHI & ASSOCAITES

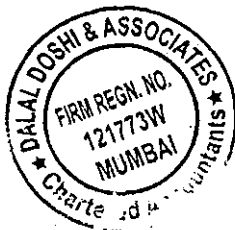
Chartered Accountants

FIRM REGISTRATION No.:121773W

DINESH DOSHI

Partner

Membership No. 9464



For and on behalf of the Board of Directors

VIKRANT JAIN

Director

DIN: 01912696

**BHARAT MODY**

Director

DIN: 0134632

Place: Mumbai

Date: 19th May, 2015

1 CORPORATE INFORMATION

Gujarat Akruti TCG-Biotech Ltd. is an unlisted limited Company domiciled in India, Incorporated under the Companies Act, 1956. The Company is engaged in the business of development, construction, marketing and maintenance of a bio-technology park in the state of Gujarat. The Company was incorporated on 28th May, 2007 as a joint venture between Gujarat State Biotechnology Mission, Hubtown Limited and TCG Urban Infrastructure Holding Private Limited to carry on the business of development, construction, marketing and maintenance of a bio-technology park in the state of Gujarat, as per the Memorandum of Understanding dated 5th March, 2007. The Company is yet to commence Commercial activities.

2 SIGNIFICANT ACCOUNTING POLICIES**I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. REVENUE RECOGNITION

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A. Revenue from Construction/ Development Activity

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

B. Interest

Revenue from Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

IV. TANGIBLE FIXED ASSETS AND DEPRECIATION / AMORTISATION

- a. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.
- b. Depreciation is provided on the straight line method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.



V. FOREIGN CURRENCY TRANSACTIONS

- a. All transactions in foreign currency are recorded in the reporting currency based on the rate of exchange prevailing on the dates the relevant transactions take place.
- b. Monetary Assets and Liabilities in foreign currency, outstanding at the close of the year, are converted in Indian Currency at the appropriate rates of exchange prevailing on the date of the Balance Sheet. Resultant gain or loss is charged to the Profit and Loss Account for the year. Exchange differences on transactions settled during the year are recognized in the profit and loss account for that year.
- c. Non monetary assets and liabilities denominated in foreign currencies are carried at the exchange rate prevalent on the date of the transaction.

VI. BORROWING COSTS

Interests and other borrowing costs (including front end processing fees and related professional and other costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Profit and Loss Statement.

VII. SEGMENT REPORTING

The Company has a single segment namely "Development, construction, marketing and maintenance of a biotechnology park". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

VII. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

IX. TAXATION

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

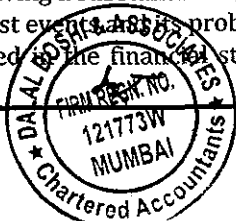
In Case, the company is liable to pay income tax under Section 115 JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal tax is recognised as an assets (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balancesheet date

X. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment Loss recognized in prior periods is reversed if there has been a change in the estimate of recoverable value.

XI. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and it is probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised not disclosed in the financial statements.



GUJARAT AKRUTI - TCG BIOTECH LIMITED
CIN: U70102GJ2007PLC050966
Notes to the financial statement for the year ended 31st March, 2015


			As at 31st March, 2015 ₹	As at 31st March, 2014 ₹	
NOTE '3'					
SHARE CAPITAL					
AUTHORISED					
3,000,000 Equity Shares of ₹ 10/- each			30,000,000	30,000,000	
800,000 Preference Shares of ₹ 100/- each			80,000,000	80,000,000	
			110,000,000	110,000,000	
ISSUED, SUBSCRIBED AND PAID UP					
50,000 (P.Y. 50,000) Equity Shares of ₹ 10/- each fully paid up			500,000	500,000	
Total			500,000	500,000	
(a) Reconciliation of Number of Equity Shares	As at 31st March, 2015		As at 31st March, 2014		
	Number of Shares	Amount ₹	Number of Shares	Amount ₹	
Balance as at the beginning of the year	50,000	500,000	50,000	500,000	
50,000 Equity Shares of ₹ 10/- each					
Issued during the year	-	-	-	-	
Buyback during the year	-	-	-	-	
Conversion during the year	-	-	-	-	
Balance as at the end of the year	50,000	500,000	50,000	500,000	
(b) Rights, Preferences and Restrictions attached to Shares					
The company has a single class of equity shares having a face value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of company, the holders 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 its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company			31st March, 2015	31st March, 2014	
			Equity	Equity	
Holding Company of Reporting Company (HCRC)					
Hubtown Limited with Beneficiary Owners			37,000	37,000	
Total			37,000	37,000	
(d) Details of shares held by shareholders holding more than 5 % of the aggregate shares in the company	As at 31st March, 2015		As at 31st March, 2014		
	Number of Shares	% Holding	Number of Shares	% Holding	
Equity Shares:					
Hubtown Limited with Beneficiary Owners		37,000	100.00%	37,000	74.00%
TCG Urban Infrastructure Holdings Private Limited		13,000	26.00%	13,000	26.00%




GUJARAT AKRUTI - TCG BIOTECH LIMITED
CIN: U70102GJ2007PLC050966
Notes to the financial statement for the year ended 31st March, 2015

Notes to the financial statement for the year ended 31st March, 2015

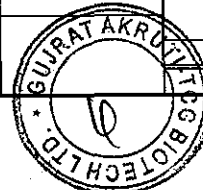
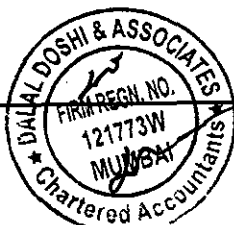
	As at 31st March, 2015 ₹		As at 31st March, 2014 ₹	
NOTE '4' RESERVES AND SURPLUS				
Surplus in Statement of Profit and Loss				
Balance as per Last Statement of Profit and Loss	(36,277,556)		(30,674,576)	
(Loss) for the year	(1,101,034)	(37,378,590)	(5,602,980)	(36,277,556)
Total		(37,378,590)		(36,277,556)
NOTE '5' Share application money pending allotment		-		237,021,000
Total		-		237,021,000
NOTE '6' LONG - TERM BORROWINGS				
Debentures (unsecured)				
1,615,269 (P.Y. Nil) Zero Coupon Compulsorily Convertible Debentures of the face value of ₹ 100 each (refer footnote a)		161,526,900		-
Debentures (secured)				
768,919 (P.Y. Nil) Secured Redeemable Non-Convertible Debentures of the face value of ₹ 100 each (refer footnote b)		76,891,900		-
Total		238,418,800		-
Footnotes:				
a) 1,615,269, 0% compulsorily convertible debenture of ₹ 100 each to be convertible on or before 28th March, 2020, i.e. not later than five years from the date of allotment. These debentures will be converted into 16,152,690 number of equity shares of face value of ₹10/-.				
b) 768,919, 0% Debenture having redeemable balance of ₹ 76,891,900 are to be redeemed at the end of five years from the date of allotment at the latest at 28th March, 2020. These debentures are secured by creation of first charge by way of the receivables from the project of the company and project being presently executed and developed at Savli, near Vadodara, Gujarat. These debenture will be redeemed at a premium of ₹ 117 each.				
NOTE '7' OTHER LONG TERM LIABILITIES				
Retention Money		732,391		732,391
Total		732,391		732,391
NOTE '8' TRADE PAYABLES				
Micro, Small and Medium Enterprises (Refer footnote)				
Others		2,937,550		3,586,984
Total		2,937,550		3,586,984
Footnote:				
As per information available with the Company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the Company are registered under MSMED Act, and the same has been relied upon by the auditors.				
NOTE '9' OTHER CURRENT LIABILITIES				
Income received in Advance (Advance from Customer)		5,300,000		5,300,000
Business Advance received from related party		661,219		897,802
Other Payables :				
- Deposits (Unsecured)	1,350,000		1,350,000	
- Statutory Dues	82,864		65,331	
- Other payables	23,523,341		23,373,899	
Total		24,956,205		24,789,230
		30,917,424		30,987,032



LDOSHI & ASSOCIATES
Chartered Accountants
Vadodra, Gujarat



GUJARAT AKRO



Notes to the financial statement for the year ended 31st March, 2015

NOTE '10': TANGIBLE ASSETS

(Amount in ₹)

Fixed Assets	GROSS BLOCK				DEPRECIATION / AMORTISATION			NET BLOCK		
	Balance as at 1st April, 2014	Additions	Deduction / Adjustments	Balance as at 31 March, 2015	Balance as at 1st April, 2014	Provided during the year	Deduction / Adjustments	Balance as at 31st March, 2015	Balance as at 1st April, 2015	Balance as at 31 March, 2014
A. Tangible Assets										
Leasehold Land	171,496,664	-	-	171,496,664	-	-	-	-	171,496,664	171,496,664
Compound Wall	10,635,281	-	-	10,635,281	2,549,072	328,050	-	2,877,122	7,758,159	8,086,209
Computers	17,160	-	-	17,160	16,402	758	-	17,160	-	758
B. Capital Work In Progress										
	-	-	-	-	-	-	-	-	56,455,636	56,455,636
TOTAL	182,149,105	-	-	182,149,105	2,565,474	328,808	-	2,894,282	235,710,459	236,039,267
PREVIOUS YEAR FIGURES	182,149,105	-	-	182,149,105	2,139,378	426,097	-	2,565,474	236,039,267	-

Note: Depreciation is provided on Straight Line Method. Also refer Note 2 (IV) (b).

Note: Depreciation is provided on Straight Line Method. Also refer Note 2 (iv) (b).



GUJARAT AKRUTI - TCG BIOTECH LIMITED**CIN: U70102GJ2007PLC050966****Notes to the financial statement for the year ended 31st March, 2015**

	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
NOTE 11'		
LOANS AND ADVANCES		
Security Deposits		
Unsecured, considered good	207,600	207,600
Total	207,600	207,600
NOTE '12'		
OTHER CURRENT ASSETS		
Fixed Deposit maturing more than 12 months (Refer note 13)	-	19,270
- Interest accrued on fixed deposits	1,658	-
Total	1,658	19,270
NOTE '13'		
CASH AND BANK BALANCES		
Cash on hand	112,468	110,063
Balances with banks :		
- On Current accounts	76,120	173,653
Subtotal	188,588	283,716
Other Bank Balance:		
Fixed Deposit maturing more than 12 months	-	19,270
Fixed Deposit maturing more than 3 months less than 12 months	19,270	-
Subtotal	19,270	19,270
Amount Disclosed under "Other Non-Current Asset" (Note 12)	-	(19,270)
Total	207,858	-



GUJARAT AKRUTI - TCG BIOTECH LIMITED**CIN: U70102GJ2007PLC050966****Notes to the financial statement for the year ended 31st March, 2015**

	Year Ended 31st March, 2015 ₹	Year Ended 31st March, 2014 ₹
NOTE '14'		
OTHER INCOME		
Interest:		
- Bank Fixed Deposits	1,658	1,669
Gain on Foreign Currency fluctuation (Net)	2,406	8,740
Total	4,064	10,409
NOTE '15'		
FINANCIAL CHARGES		
Interest:		
- Interest on delayed payment of taxes	13,313	5,621
Total	13,313	5,621
NOTE '16'		
OTHER EXPENSES		
Rates and Taxes	-	4,444,000
Security Charges	405,067	385,018
Water Charges	201,998	144,892
Professional Fees	96,857	156,583
Other Expenses (refer footnote)	59,055	51,177
Total	762,977	5,185,603
Footnote:		
Auditors Remuneration: (included in other expenses)		
Audit Fees	20,000	20,000
Limited Review Expenses (including preceding Auditor's fees)	15,000	15,000
Service Tax on above	4,326	4,326
Total	39,326	39,326



GUJARAT AKRUTI - TCG BIOTECH LIMITED
CIN: U70102GJ2007PLC050966
Notes to the financial statements for the year ended 31st March, 2015
17 Related Party Disclosures (As per AS - 18)
A. Name of related parties and description of relations

- I Holding Company** : Hubtown Limited
- II Fellow Subsidiary Companies**
- 1 ABP Realty Advisors Private Limited
 - 2 Ackruti Safeguard Systems Private Limited
 - 3 Adhivitiya Properties Limited (Upto August 31, 2014)
 - 4 Arnav Gruh Limited (Upto February 28, 2015)
 - 5 Citygold Education Research Limited
 - 6 Citygold Farming Private Limited
 - 7 Citywood Builders Private Limited (From November 29, 2014)
 - 8 Devkrupa Build Tech Limited
 - 9 Diviniti Projects Private Limited
 - 10 Halitious Developer Limited
 - 11 Headland Farming Private Limited
 - 12 Heddle Knowledge Private Limited
 - 13 Heeler Hospitality Private Limited (Upto 31st March, 2015)
 - 14 Heet Builders Private Limited
 - 15 India Development And Construction Venture Capital Private Limited
 - 16 Joynest Premises Private Limited
 - 17 Merrygold Buildcon Private Limited (Upto 31st March, 2015)
 - 18 Sheshan Housing & Area Development Engineers Limited
 - 19 Upvan Lake Resorts Private Limited
 - 20 Urvi Build Tech Limited
 - 21 Vama Housing Limited
 - 22 Vega Developers Private Limited
 - 23 Vishal Nirman (India) Limited (Upto 31st March, 2015)
 - 24 Vishal Techno Commerce Limited
 - 25 Yantti Buildcon Private Limited
- III Associate Companies**
- 1 TCG Urban Infrastructure Holdings Private Limited.

B. Transactions with related parties

Particulars	Holding Company	Associate Company
1 Issue of Compulsorily Convertible debenture		
Hubtown Limited	119,529,900 (-)	
TCG Urban Infrastructure Holdings Private Limited		41,997,000 (-)
2 Issue of Non- Convertible Debenture		
Hubtown Limited	76,891,900 (-)	
3 Balances Payable		
a) Compulsorily Convertible debenture		
Hubtown Limited	119,529,900 (-)	
TCG Urban Infrastructure Holdings Private Limited		41,997,000 (-)
b) Unsecured Non- Convertible Debenture		
Hubtown Limited	76,891,900 (-)	
c) Business advances payable		
Hubtown Limited	100,002 (897,802)	
d) Trade Payables		
Hubtown Limited	561,217 (561,217)	
e) Share application Money		
Hubtown Limited		
TCG Urban Infrastructure Holdings Private Limited	(195,024,000)	(41,997,000)

Note: a) Previous Year figures given in brackets.

b) Related party relationship are indentified by the company and relied upon by the Auditors.



GUJARAT AKRUTI - TCG BIOTECH LIMITED

CIN: U70102GJ2007PLC050966

Notes to the financial statements for the year ended 31st March, 2015

18 Earning Per Share (EPS)

	As at 31 st March, 2015	As at 31 st March, 2014
The following reflects the profit and share data used in the basic and diluted earnings per share		
A. Basic Earning Per Share:		
Profit / (Loss) after tax (₹)	(1,101,034)	(5,602,980)
Number of equity shares outstanding at the end of the year (Nos)	50,000	50,000
Basic Earnings per equity share (Nominal Value of share of ₹ 10 /- each)	(22)	(112)
B. Diluted Earning Per Share		
Profit / (Loss) after tax (₹)	(1,101,034)	(5,602,980)
Weighted average number of equity shares outstanding (Nominal Value of share ₹ 10/- each) (Refer footnote)	182,762	-
Diluted Earnings Per Share	(6)	-
Foot note:		
No of 0% Convertible Debentures of ₹ 100 each	1,615,269	-
Date of issue of Compulsorily Convertible Debenture	28/03/2015	-
No of days	3	-
Weighted average number of equity shares outstanding including potential equity shares (Nominal Value of share ₹ 10/- each)	182,762	-

Disclosure of foreign currency balance as on 31/03/2015

Particulars	Current Year	Previous Year
Cash in hand		
USD	1,400	(1,400)
INR	87,276	(84,083)
EURO	50	(50)
INR	3,348	(4,136)

20 CONTINGENT LIABILITIES (NOT PROVIDED FOR):

Particulars	As at 31st March, 2015	As at 31st March, 2014
a) Claims against the Company, not acknowledged as debts on account of:-		
Income Tax Matter under Appeal with Commissioner of Income Tax (Appeals) for the F.Y. 2012-13 (A.Y. 2013-14)	3,570	-
Income Tax Matter under Appeal with D.CIT for the F.Y. 2012-2013 (A.Y. 2013-14)	Amount not ascertainable at present	Amount not ascertainable at present
Non Agricultural Tax payable to Gujarat Industrial Development Corporation	44,44,000	-

Further interest / penalty that may accrue on original demands are not ascertainable, at present. The Company has taken necessary steps to protect its position with respect to the above referred claims, which in its opinion, based on professional / legal advice, are not sustainable.

The Company does not have any contingent liability as at balance sheet date, other then stated above, as certified by management & relied upon by the auditors.

21 Trade payable, current asset, non - current asset, current liability and non current liability are subject to confirmation, reconciliation and adjustment if any.

23 In the opinion of the Board of Directors of the Company, all items of Current Assets, Non Current Assets, Non current liabilities, Current Liabilities and Loans and Advances continues to have a realizable value of at least the amounts at which they are stated in the Balance Sheet.

22 The accumulated losses of the company have resulted in complete erosion of the net worth of the company. The Company's management is however of the view that the same erosion is temporary in nature as the company has made investments in assets / projects, the proceeds of which would, when fructified, result in recovery of the eroded worth of the company. The company to that extend does not see the stated erosion of the net worth as an impediment to its status as a going concern.

24 Previous year's figures have been regrouped / recast wherever necessary.

As per attached report of even date

FOR DALAL DOSHI & ASSOCAITES

Chartered Accountants

FIRM REGISTRATION No.:121773W

DINESH DOSHI
Partner
Membership No. 9464



Place: Mumbai
Date: 19th May, 2015

For and on behalf of the Board of Directors



VIKRANT JAIN
Director
DIN: 01912696

BHARAT MODY
Director
DIN: 0134632



L. J. KOTHARI
B.Com, F.C.A.
9920424040

L. J. KOTHARI & CO.

CHARTERED ACCOUNTANTS

GANDHI MANSION, 3RD FLOOR, NEW SILK BAZAR, OPP KALBADEVI HEAD P. O.,
MUMBAI - 400 002 * Tel.: 2205 5916 * E-mail: ca_jalitkothari@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HEDDLE KNOWLEDGE PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **HEDDLE KNOWLEDGE PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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

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



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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

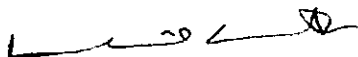


(e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.

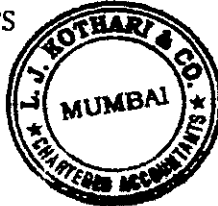
(f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :

- i. The Company has disclosed the impact of pending litigations as at March 31, 2015 on its financial position in its 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.

FOR L. J. KOTHARI & CO.
FIRM REGISTRATION No.: 105313W
CHARTERED ACCOUNTANTS



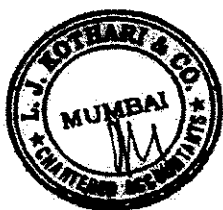
LALIT KOTHARI
PROPREITOR
Membership No. 30917



Place : Mumbai
Date : May 20, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF HEDDLE KNOWLEDGE PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015 WE REPORT THAT;

- (i) a) The Company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
- b) The Company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- (ii) a) The Company has physically verified its Inventories at reasonable intervals;
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business;
- c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification;
- (iii) According to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the Company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed there under to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the Company;
- (vii) a. According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, VAT, Sales Tax, Service Tax, Custom Duty, Cess and other statutory dues with the appropriate authorities. *There have been delays during certain months in depositing Income Tax Deducted at Source.* There were no outstanding amounts at the last day of the financial year for a period exceeding six months from the date they became payable. There were no dues during the year towards Employees State Insurance and Excise Duty;



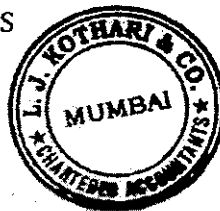
- b. On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess other than mentioned below:

Statute and nature of dues	Section	Financial Year	Disputed Dues	Forum where dispute is pending
Income Tax Act, 1961	221(1)	2008-09	25,98,946	Income Tax Appellate Tribunal

- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
- (viii) The accumulated losses of the Company at the end of the financial year have resulted in complete erosion of its net worth. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks or issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we state that, the term loans have been applied for the purposes for which the loans were raised;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such instance;

FOR L. J. KOTHARI & CO.
FIRM REGISTRATION No.: 105313W
CHARTERED ACCOUNTANTS


LALIT KOTHARI
PROPREITOR
Membership No. 30917



Place: Mumbai
Date: May 20, 2015

HEDDE KNOWLEDGE PRIVATE LIMITED

CIN: U01122MH2006PTC163518

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	1,00,000	1,00,000
Reserves and Surplus	2	(278,79,509)	(265,16,279)
Non-Current Liabilities			
Long term trade payable	3	131,56,446	131,56,446
Other Long term liabilities	4	661,57,400	671,57,400
Long term provisions	5	2,91,263	91,444
Current Liabilities			
Trade payables	6	1,95,838	2,51,997
Other current liabilities	7	7010,79,729	6761,08,340
Short-term provisions	8	7,24,227	71,000
Total		7538,25,394	7302,20,348
II. ASSETS			
Non-current assets			
Fixed assets:			
Tangible assets	9	4,48,333	13,07,465
Long term loans and advances	10	1297,87,290	1538,87,290
Non Current Investments	11	16,000	-
Current assets			
Current investments	12	36,579	34,430
Inventories	13	3697,80,658	3873,47,955
Trade Receivables	14	150,00,000	-
Cash and bank balances	15	140,72,236	71,780
Short-term loans and advances	16	1850,79,422	1834,95,855
Other current assets	17	396,04,876	42,75,574
Total		7538,25,394	7804,20,348

Significant Accounting Policies
Notes on Financial Statements

Annexure I
1 to 36

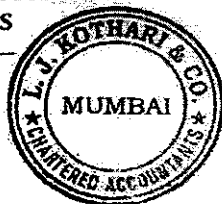
AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place : Mumbai
Dated: May 20, 2015



RAJEEVAN PARAMBAN
DIRECTOR
DIN: 03141200

BABULAL PAREKH
DIRECTOR
DIN: 00967976



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	Note No	Year Ended 31st March 2015 ₹	Year Ended 31st March 2014 ₹
I. INCOMES			
Revenue from operations	18	321,50,000	178,99,700
Share of Loss from JV		(6,300)	-
Other Income	19	2036,84,241	15,94,612
Total		2358,27,941	194,94,312
II. EXPENSES			
Cost of Operations	20	83,36,247	83,18,905
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	21	175,67,297	145,66,118
Employee benefit expenses	22	52,17,768	38,63,937
Depreciation and amortization expenses	9	8,59,132	3,10,916
Financial costs	23	2027,81,281	1,32,177
Other expenses	24	24,29,446	3,43,798
Total		2371,91,171	275,35,851
Loss before tax		(13,63,230)	(80,41,539)
Tax expense:			
Current tax		-	-
Deferred tax		-	-
Loss before prior period adjustments		(13,63,230)	(80,41,539)
Prior Period Adjustments	25	-	5,53,757
Loss for the Year		(13,63,230)	(74,87,782)
Earning per equity share (Face Value of ₹ 10/- each)			
Basic and Diluted	26	(136)	(749)

Significant Accounting Policies
Notes on Financial Statements

Annexure I
1 to 36

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

RAJEEVAN PARAMBAN
DIRECTOR
DIN: 03141200

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



BABULAL PAREKH
DIRECTOR
DIN: 00967976

Place : Mumbai
Dated: May 20, 2015

HEDDLE KNOWLEDGE PRIVATE LIMITED

CIN: U01122MH2006PTC163518

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015

Particulars	2014 - 2015 ₹		2013 - 2014 ₹	
I. Cash flows arising from operating activities				
Net Loss before tax as per Profit and Loss Account		(13,63,230)	/	(74,87,782)
Add / (Less) :				
Depreciation and Amortisation	8,59,132		3,10,916	
Surplus/loss of sale of fixed Assets	-		(4,889)	
Dividend from Current Investments	(2,149)		(2,246)	
Interest Expense	2027,81,281			
Interest Income	(2021,48,987)		(21,41,234)	
Operating Profit Before Working Capital Changes		14,89,277		(18,37,453)
Add / (Less) :		1,26,047		(93,25,235)
(Increase) / Decrease in Inventories	175,67,297		145,66,116	
Increase / (Decrease) in Trade Payables & Other Liabilities	247,68,276		(903,12,806)	
(Increase) / Decrease in Trade and other receivables	279,24,634		(5,32,021)	
Direct Taxes Paid	(205,75,230)		1,92,232	
Net Cash flow in the course of Operating Activities		496,84,976		(760,86,479)
		498,11,022		(854,11,714)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of :				
Interest Income	1669,86,715		43,69,706	
(Increase) / Decrease in Loans and Advances	-		410,00,000	
(Increase) / Decrease in proceeds from long term Investment	(16,000)			
Fixed Assets (Net)	-		15,000	
Net Cash flow in the course of Investing Activities		1669,70,715		453,84,706
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of :				
Interest paid	(2027,81,281)			
Net Cash flow in the course of Financing Activities		(2027,81,281)		
Net Increase in cash and cash Equivalents (I + II + III)		140,00,456		(400,27,008)
Add: Balance at the beginning of the year		71,780		400,98,788
Cash and Cash Equivalents at the end of the year		140,72,236		71,780
IV. Reconciliation of cash and cash equivalents (refer note 15)				
Cash on hand	32,155		33,357	
Balances with bank	140,40,081	140,72,236	38,423	71,780
- in current account				

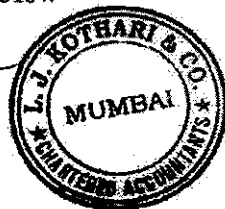
AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

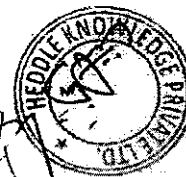
FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place: Mumbai
Dated: May 20, 2015



RAJEEVAN PARAMBAN
DIRECTOR
DIN: 03141200



BABULAL PAREKH
DIRECTOR
DIN: 00967976

ANNEXURE I
CORPORATE INFORMATION

Heddle Knowledge Private Limited is a private limited Company domiciled in India, incorporated under the Companies Act, 1956. The main object of the company is to establish, manage, maintain, own, administer, promote, control, and subsidise educational institutions, computer literacy centers, schools, colleges, institutions for study and research, centers of learning, reading rooms, hostels, boarding houses, and other institutions for basic education, to construct, erect, acquire, equip, lease, furnish, convert, adapt, improve, develop, operate and manage all sorts of Knowledge Parks, Industrial Parks, Special Economic Zones & related infrastructure facilities, commercial and social infrastructure facilities and amenities.

SIGNIFICANT ACCOUNTING POLICIES

I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. REVENUE RECOGNITION

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A. Revenue from sale of properties /rights

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

B. Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

IV. TANGIBLE FIXED ASSETS AND DEPRECIATION / AMORTISATION

a. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.

b. Depreciation is provided on the straight line method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.

V. INVENTORIES

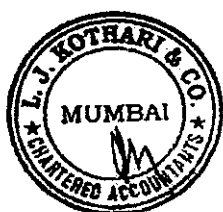
All inventories are stated at Cost or Net Realizable Value, whichever is lower.

'Incomplete Projects' include cost of incomplete properties for which the Company has not entered into sale agreements and in other cases where the revenue recognition is postponed. 'Incomplete Projects' also include initial project costs that relate directly to a (prospective) project, incurred for the purpose of securing the project. These costs are recognized as expenditure for the year in which they are incurred unless they are separately identifiable and it is probable that the respective project will be obtained.

Cost included in inventory include costs incurred upto the completion of the project viz. cost of land / rights, value of FSI, materials, services and other expenses (including borrowing costs) attributable to the projects. Cost formula used is average cost.

VI. INVESTMENTS

Investments are classified into Current and Non Current / Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.



VII. RETIREMENT BENEFITS

A. Short term employee benefits

Short term employee benefits are recognised as an expense at the undiscounted amount in the Profit and Loss Account for the year in which the related service is rendered;

B. Post Employment Benefits

(i) **Defined contribution plans:** Company's contribution to State governed Provident Fund Scheme is recognised during the year in which the related service is rendered;

(ii) **Defined benefit plans:** The present value of the gratuity obligation is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognised immediately in the Profit and Loss Account. In the case of gratuity which is funded with the Life Insurance Corporation of India, the fair value of the plan assets is reduced from the gross obligation under the defined benefit plan to recognise the obligation on net basis;

C. Other long-term benefits (leave entitlement) are recognized in a manner similar to defined benefit plans;

D. Termination Benefits are recognised as an expense in the Profit and Loss Account for the year in which they are incurred.

VIII. BORROWING COSTS

Interest and other borrowing costs (including front end processing fees and related professional and other costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Statement of Profit and Loss.

IX. SEGMENT REPORTING

The Company has a single segment namely "Promote and construction of Knowledge Parks & SEZ". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

X. EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

XI. TAXATION

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

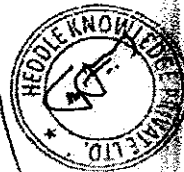
In Case, the company is liable to pay income tax under Section 114 JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal tax is recognised as an assets (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balancesheet date.

XII. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment Loss recognized in prior periods is reversed if there has been a change in the estimate of recoverable value.

XIII. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised not disclosed in the financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
1 SHARE CAPITAL :		
a) AUTHORISED CAPITAL		
10,000 (P.Y. 10,000) Equity Shares of ₹ 10/- each	1,00,000	1,00,000
999,000 (P.Y. 999,000) 8% Non Cumulative Convertible Preference Shares of ₹100/- each	999,00,000	999,00,000
	1000,00,000	1000,00,000
b) ISSUED, SUBSCRIBED & PAID UP		
10,000 (P.Y. 10,000) Equity Shares of ₹ 10/- each	1,00,000	1,00,000
Total	1,00,000	1,00,000

1.1 Reconciliation of the number of shares outstanding at the beginning and at the end of reporting year :

	31st March, 2015	31st March, 2014
	Equity	Equity
Number of Shares at the Beginning	10,000	10,000
Add/(Less) :		
Issue during the year	-	-
Buyback during the year	-	-
Redemption during the year	-	-
Conversion during the year	-	-
At the end of the reporting year (Nos)	10,000	10,000

1.2 Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company:

	31st March, 2015	31st March, 2014
	Equity	Equity
Holding Company of Reporting Company (HCRC):		
Hubtown Limited with Beneficiary Owners	10,000	10,000
Total	10,000	10,000

1.3 Shareholders holding more than five percent of holdings:

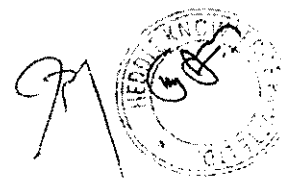
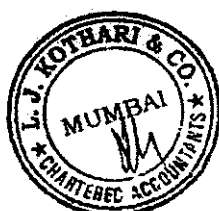
	31st March, 2015		31st March, 2014	
	Nos	% of Holdings	Nos	% of Holdings
Equity				
Hubtown Limited with Beneficiary Owners	10,000	100	10,000	100
Total	10,000	100	10,000	100

1.4 The company has a single class of equity shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting. In the event of liquidation of company, the holders 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.

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
2 RESERVES AND SURPLUS		
Surplus in the statement of profit and Loss		
Balance as per last Balance Sheet	(265,16,279)	(190,28,497)
Loss for the year	(13,63,230)	(74,87,782)
Balance at the end of the year	(278,79,509)	(265,16,279)

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
3 LONG TERM TRADE PAYABLE		
Trade Payables	131,56,446	131,56,446
Total	131,56,446	131,56,446

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
4 OTHER LONG TERM LIABILITIES		
Outstanding Liability against Land purchased	661,57,400	671,57,400
Total	661,57,400	671,57,400



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
5 LONG TERM PROVISIONS		
Provision for leave benefits	2,91,263	91,444
Total	2,91,263	91,444

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
6 TRADE PAYABLES:		
Micro, Small and Medium Enterprises (Refer footnote)		
Trade Payable	1,95,838	2,51,997
Total	1,95,838	2,51,997

Footnote:

As per information available with the company regarding dues to Micro, Small and Medium Enterprises as defined under the Micro Small Medium Enterprises Development, Act 2006 (MSMED Act), none of the suppliers of the company are registered under MSMED Act, and the same has been relied upon by the auditors.

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
7 OTHER CURRENT LIABILITIES		
Statutory Dues	209,55,449	2,22,113
Advance received towards Projects	944,00,000	4759,00,000
Interest Accrued and due on borrowings		
Business Advance from related party	1731,73,695	1975,85,000
Advance from Customer	300,00,000	14,50,000
Other payable	10,43,285	9,51,227
Current account balance in Joint Venture	3815,07,300	
Total	7010,79,729	6761,06,340

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
8 SHORT-TERM PROVISIONS		
Provision for Employee Benefits		
Provision for gratuity		
(Net of plan assets ₹ 3,71,152; (P.Y. ₹ 2,63,389/-)	1,06,259	68,967
Provision for leave benefits	6,17,968	2,033
Total	7,24,227	71,000

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
10 LONG TERM LOANS AND ADVANCES		
Loans and Advances		
Unsecured, considered good:		
Advances to land owners	797,87,290	797,87,290
Advances recoverable in cash or kind	500,00,000	743,00,000
Total	1297,87,290	1540,87,290



HEDDLE KNOWLEDGE PRIVATE LIMITED
CIN: U01122MH2006PTC163518

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

9 FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As on 1st April 2014	Additions during the period	Deductions/ Adjustments	As at 31st March 2015	As on 1st April 2014	Provided during the period	Deductions/ Adjustments	Upto 31st March 2015	As at 31st March 2015	As at 31st March 2014
Vehicles	24,90,855	-	-	24,90,855	20,53,140	1,37,354	-	21,90,494	3,00,361	4,37,715
Computer	4,26,116	-	-	4,26,116	4,10,253	15,863	-	4,26,116	83,870	15,863
Furniture and Fixtures	9,26,340	-	-	9,26,340	6,08,851	2,33,619	-	8,42,470	64,102	5,47,219
Office Equipments	10,59,760	-	-	10,59,760	5,23,363	4,72,296	-	9,95,658	4,48,333	13,07,465
Grand Total	49,03,071	-	-	49,03,071	35,95,606	8,59,132	-	44,54,738	13,07,465	13,07,465
Previous Year	49,55,171	-	52,100	49,03,071	33,26,281	3,10,916	41,991	35,95,606	13,07,465	13,07,465

Note: Depreciation has been provided on Straight Line Basis, refer note IV (b) of annexure I.



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NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
11 NON CURRENT INVESTMENTS		
Capital investment in Partnership Firm (Refer footnote a) M/s Rising Glory Developers	10,000	-
Capital Investment in Joint Venture (Refer footnote b) New Township Fintrade JV	6,000	-
Total	16,000	-

Footnote:

Details of Investments made in capital of Partnership Firm and Joint Venture:

a) Partnership Firm
M/s Rising Glory Developers

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackruti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Diviniti Projects Private Limited	10,000	4.76%	-	-
6	Haltious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Heddle Knowledge Private Limited	10,000	4.76%	-	-
9	Heer Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yantti Buildoon Private Limited	10,000	4.76%	-	-
TOTAL		2,10,000	100.00%	-	-

Note: The Partnership was incorporated on 6th January, 2015

b) Co- Venturer
New Township Fintrade JV

Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Heddle Knowledge Private Limited	6,000	60%	-	-
2	Rubix Trading Private Limited	4,000	40%	-	-
TOTAL		10,000	100%	-	-

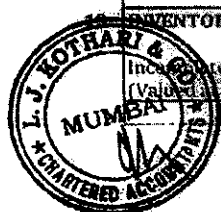
Note: The Joint Venture was incorporated on 1st June, 2014

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
12 CURRENT INVESTMENTS		
Investment In Mutual Fund - Daily Dividend Plan: (State Bank of India Mutual Fund : C.Y.21.732 (P.Y. 20.542) Units of 1675.03/- each)	36,579	34,430
Total	36,579	34,430

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
INVENTORIES		
Inventory Project, at cost (Value is lower of cost or net realisable value)	3697,80,658	3873,47,955
Total	3697,80,658	3873,47,955



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
14 TRADE RECEIVABLE		
Trade Receivables	150,00,000	-
Total	150,00,000	

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
15 CASH AND BANK BALANCES		
Balances With Bank	140,40,081	38,423
In current Account	32,155	33,357
Cash In Hand	-	-
Total	140,72,236	71,780

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
16 SHORT-TERM LOANS AND ADVANCES		
Other loans and advances:		
Advances for purchase of Land	1081,12,725	1081,12,725
Advances for project	500,00,000	500,00,000
Advance towards share application money	-	190,00,000
Security Deposits	25,100	25,100
Prepaid expenses	8,337	-
Loan to employee	1,000	1,000
Advance Income Tax (Net of Provisions of ₹ 1,500,000/-; P.Y. ₹ 1,500,000)	269,32,260	63,57,030
Total	1850,79,422	1834,95,855

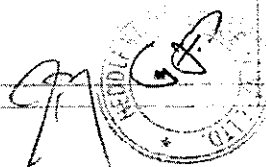
(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
17 OTHER CURRENT ASSETS		
Other receivables	30,13,874	28,46,845
Interest accrued and receivable on loan given	365,91,002	14,28,729
Total	396,04,876	42,75,574

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
18 REVENUE FROM OPERATIONS		
Sale of Plot	321,50,000	178,99,700
Total	321,50,000	178,99,700

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
19 OTHER INCOME		
Interest Received	2021,48,987	15,87,477
Dividend from current investment	2,149	2,246
Sundry Trade payables Written Off	15,33,105	-
Profit on Sale of Fixed Assets	-	4,889
Total	2036,84,241	15,94,612

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
20 COST OF OPERATIONS :		
Approval and Consultation Expenses	65,38,041	63,57,561
Other Expenses	17,58,437	18,16,941
Total	83,36,247	83,18,905

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE		
Complete Projects	11,11,111	11,11,111
Closing Inventory	11,11,111	11,11,111
Complete Projects	11,11,111	11,11,111
Total	33,33,333	33,33,333



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
22 EMPLOYEE BENEFIT EXPENSE		
Salaries, bonus, etc	34,77,247	36,94,728
Contribution to provident and other funds	17,40,521	1,69,209
Total	52,17,768	38,63,937

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
23 FINANCE COSTS		
Interest on borrowings	2022,98,016	-
Interest on Delayed payment	4,83,265	1,32,177
Total	2027,81,281	1,32,177

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
24 OTHER EXPENSES		
Professional / Legal Fees	12,78,035	84,788
Brokerage expenses	9,51,000	1,29,934
Other Expenses (Refer footnote)	2,00,411	1,29,076
Total	24,29,446	3,43,798

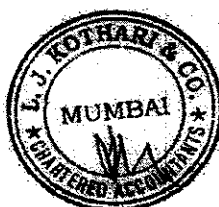
Footnote:

Auditors Remuneration (included in the other expenses)

Audit Fees	35,000	35,000
Limited Review fees	15,000	15,000
Service Tax on above	-	-
Total	50,000	50,000

(In ₹)		
Particulars	Year Ended 31st March, 2015	Year Ended 31st March, 2014
25 PRIOR PERIOD ADJUSTMENTS		
Credits related to earlier year :		
Interest Income	-	5,53,757
Total	-	5,53,757

(In ₹)		
Particulars	31st March, 2015	31st March, 2014
26 EARNING PER SHARE (EPS)		
Net Loss as per Statement of Profit and loss available for Equity Shareholders before / after extraordinary item (₹)	(13,63,230)	(74,87,782)
Weighted average number of equity shares outstanding at the end of the year (Nos.)	10,000	10,000
Earning per equity share (Nominal Value per share ₹10/-each)		
Earning before/ after extraordinary item :		
Basic and diluted (₹)	(136)	(749)



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015
27 RELATED PARTIES DISCLOSURE

a) Names of Related parties and Description of Relationships as per Accounting Standard 18 - "Related Party Disclosure" issued by ICAI.

HOLDING COMPANY
Hubtown Limited

FELLOW SUBSIDIARY COMPANIES

ABP Realty Advisors Private Limited
Akruti Safeguard Systems Private Limited
Adhivitiya Properties Limited (Upto August 31, 2014)
Arnav Gruh Limited (Upto February 28, 2015)
Citygold Education Research Limited
Citygold Farming Private Limited
Citywood Builders Private Limited (From November 29, 2014)
Devkrupa Build Tech Limited
Diviniti Projects Private Limited
Gujarat Akruti - TCG Biotech Limited
Halitious Developer Limited
Headland Farming Private Limited
Heeler Hospitality Private Limited (upto March 31, 2015)
Heet Builders Private Limited
India Development And Construction Venture Capital Private Limited
Joynest Premises Private Limited
Merrygold Buildcon Private Limited (upto March 31, 2015)
Sheshan Housing & Area Development Engineers Limited
Upvan Lake Resorts Private Limited
Urvi Build Tech Limited
Vama Housing Limited
Vega Developers Private Limited
Vishal Nirman (India) Limited (upto March 31, 2015)
Vishal Techno Commerce Limited
Yantti Buildcon Private Limited

FIRM IN WHICH THE COMPANY IS A PARTNER
M/s Rising Glory Developers

JOINT VENTURE IN WHICH THE COMPANY IS A CO-VENTURER
New Township Fintrade JV

Note: Related party relationships are as identified by the Company and relied upon by the Auditors

b) Transactions with Related Parties

Nature of transaction	Holding Company	Fellow Subsidiary	Firm in which Company is a partner	Joint Venture in which company is a Co-Venturer
1) Loans and Advances Received/Recovered/Adjusted Hubtown Limited	14472,15,000 (-)			
2) Loans and Advances Given/Repaid/Recovered Hubtown Limited Joynest Premises Private Limited	14472,15,000 (-)	(990,00,000)		
3) Business Advance Received/Recovered/Adjusted Hubtown Limited	1731,73,695 (556,50,000)			
4) Business Advance Given/Repaid/Recovered Hubtown Limited	1975,85,000 (473,00,000)			
3) Interest received Hubtown Limited	1551,79,228 (-)			
4) Share of Loss from Joint Venture New Township Fintrade JV				6,300 (-)
5) Capital Contribution in Partnership Firm Rising Glory Developers			10,000 (-)	
6) Capital Contribution in Joint Venture New Township Fintrade JV				6,000 (-)
7) Balance Outstanding Payable: Hubtown Limited Joynest Premises Private Limited Rising Glory Developers New Township Fintrade JV	1731,73,695 (1975,85,000)	510,00,000 (510,00,000)		



Note: Positive figures represent amounts in brackets



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015

28 Advance paid for purchase of land of current year ₹ 18,79,00,015 (P. Y. ₹ 18,79,00,015) includes as under:

(₹)

Particulars	2014-15	2013-14
Advance paid to farmers for which no agreement have been entered	797,87,290	797,87,290
Advances paid to farmers for which agreements have been executed in the name of company.	1,045,72,555	1,045,72,555
Advances paid to farmers for which agreements have been executed in the name of nominees of	35,40,170	35,40,170

- 29 Advances received include ₹5,10,00,000/- received from Joynest Premises Private Limited, a body incorporate with whom the company has entered into a Memorandum of understanding for the Joint Development of an integrated Townships / SEZ at Panvel.
- 30 The Company has entered into New Township Fintrade JV and agreed to transfer Land admeasuring to 40 Acres (approx.) along with the amounts received against the said land in the earlier years as per the terms and conditions agreed upon.
- 31 The company is in the process of acquisition of land / properties. Some of the lands purchased standing in the name of nominees of Company are pending for necessary permissions from the Revenue Department.
- 32 Current Assets, Current Liabilities, Non Current Assets and Non Current Liabilities are subject to confirmations, reconciliation and adjustments and are considered payable/realizable, as the case may be.
- 33 In the opinion of The Board of Directors of the Company, all items of Current and Non Current Assets, Current and Non Current Liabilities and Loan and Advances continue to have a realizable value of at least the amounts at which they are stated in the balance sheets.
- 34 The accumulated losses of the Company have resulted in complete erosion of the net worth of the Company. The Company's management is, however, of the view that the said erosion is temporary in nature as the Company has made strategic investments in certain assets / projects, the proceeds of which would when fructified, would result in turnaround of the Company. The Company to that extent does not consider the erosion of the net worth as an impediment to its status as a going concern.

35 CONTINGENT LIABILITIES (NOT PROVIDED FOR):

Particulars	As at 31st March, 2015	As at 31st March, 2014
Claims against the Company, not acknowledged as debts on account of:-		
Properties purchased pending registration and other formalities under different statutes, for which confirmations are pending, with regards to consideration paid for the purchase of land through aggregator.	Amount not ascertainable at present	Amount not ascertainable at present
Income Tax matters under appeal with ITAT for the Financial Year 2008-09	12,98,946	12,98,946

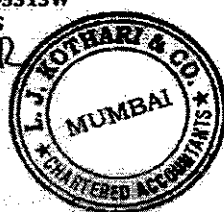
36 Previous years figures have been regrouped / reclassified wherever necessary.

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place: Mumbai
Dated: May 20, 2015



FOR AND ON BEHALF OF THE BOARD

RAJEEV AN PARAMBAN
DIRECTOR

DIN: 03141200

BARUNAL PAREKH
DIRECTOR
DIN: 00967976





L. J. KOTHARI
B.Com, F.C.A.
9920424040

L. J. KOTHARI & CO.

CHARTERED ACCOUNTANTS

GANDHI MANSION, 3RD FLOOR, NEW SILK BAZAR, OPP KALBADEVI HEAD P. O.,
MUMBAI - 400 002 * Tel.: 2205 5916 * E-mail: ca_lalitkothari@yahoo.co.in

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF HEADLAND FARMING PRIVATE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **HEADLAND FARMING PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under 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 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.

Auditor's Responsibility

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



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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its loss and its cash flows for the year ended on that date.

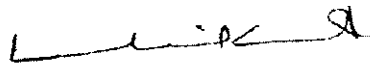
Report on Other Legal and Regulatory Requirements

- I. As required by 'the Companies (Auditor's Report) Order, 2015', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered 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.
- II. 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, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- (d) In our opinion, the aforesaid financial statements comply with the 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, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a Director in terms of Section 164 (2) of the Act.
- (f) 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 March 31, 2015 on its financial position in its 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.

FOR L. J. KOTHARI & CO.
FIRM REGISTRATION No.: 105313W
CHARTERED ACCOUNTANTS



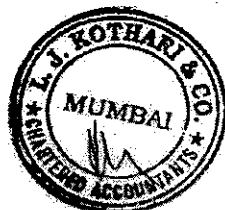
LALIT KOTHARI
PROPREITOR
Membership No. 30917



Place : Mumbai
Date : 20th May, 2015

ANNEXURE 1 REFERRED TO IN OUR REPORT TO THE MEMBERS OF HEADLAND FARMING PRIVATE LIMITED FOR THE YEAR ENDED 31st MARCH, 2015 WE REPORT THAT;

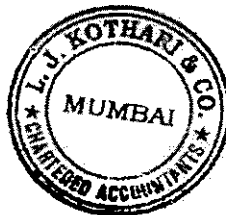
- (i) a) The company has maintained proper records showing full particulars of its quantitative details and situation of fixed assets;
- b) The company has physically verified its fixed assets at reasonable interval and no material discrepancies were noticed on such verification;
- c) The Company's Fixed Assets have been completely depreciated as at the balance sheet date.
- (ii) a) The Company has physical verified its Inventories at reasonable intervals.
- b) The procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) The Company is maintaining proper records of inventory and no material discrepancies were noticed on its physical verification.
- (iii) According to the information and explanations given to us, the Company has not granted any secured or unsecured loans to Companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013;
- (iv) In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventories and fixed assets and for sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weaknesses in internal control;
- (v) The Company has not accepted any deposits from the public as mentioned in sections 73 and 74 of the Act and the rules framed there under to the extend notified;
- (vi) In our opinion, and according to the information and explanation given to us, the Company has not crossed the threshold limit as prescribed by the Central government under sub-section (1) of section 148 of the Act for maintenance of cost records and hence the provision for maintenance of records are not applicable to the company;
- (vii) a) According to the records of the Company, it has been generally regular in depositing, wherever applicable, undisputed statutory dues including Investor Education and Protection Fund, Wealth Tax, Custom Duty, VAT, Service Tax and Cess and other statutory dues with the appropriate authorities. *However, there was an amount of Income tax payable of ₹ 24,87,888 outstanding for more than six months as at the date on balance sheet.* There were no dues during the year towards Employees State Insurance and Excise Duty;



- b) On the basis of our examination of documents and records of the Company, and explanation provided to us, there are no disputed dues in respect of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty or Cess.
- c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- (viii) The Company did not have accumulated losses as at year end. The Company has incurred cash losses during the current financial year as well as in the preceding financial year;
- (ix) On the basis of records examined by us and the information and explanations given to us, the Company has not accepted any loans from any financial institution or banks neither has it issued debentures;
- (x) According to the information and explanations given to us, and the representations made by the management, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- (xi) On the basis of the records examined by us, we have to state that, the Company has not obtained any term loans during the year;
- (xii) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, neither has any instance of material fraud been noticed or reported by the Company during the year, nor have we been informed of any such case.

FOR L. J. KOTHARI & CO.
FIRM REGISTRATION No.: 105313W
CHARTERED ACCOUNTANTS


LALIT KOTHARI
PROPREITOR
Membership No. 30917



Place: Mumbai
Date: 20th May. 2015

LEADLAND FARMING PRIVATE LIMITED

CIN:U74999MH2006PTC163511

BALANCE SHEET AS AT 31ST MARCH, 2015

Particulars	Note No.	As at 31st March, 2015 ₹	As at 31st March, 2014 ₹
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	1	1,00,000	1,00,000
Reserves and Surplus	2	157,09,903	162,48,728
Non-Current Liabilities			
Other Long term liabilities	3	37,78,750	37,78,750
Current Liabilities			
Other current liabilities	4	1525,97,648	1537,82,635
Short-term provisions	5	13,51,746	13,51,746
Total		1735,38,047	1752,61,859
II. ASSETS			
Non-Current Assets			
Fixed Assets:	6		
Tangible assets		-	2,963
Intangible assets		-	1,189
Long term loans and advances	7	1050,04,105	1050,04,110
Non Current Investments	8	10,000	
Current Assets			
Inventories	9	682,76,407	699,88,457
Cash and Bank Balances	10	2,47,535	2,65,140
Total		1735,38,047	1752,61,859

Significant Accounting Policies
Notes on Financial Statements

Anexure I
1 to 22

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place: Mumbai
Dated: May 20, 2015



ANKIT SHETH
DIRECTOR
DIN: 02972741

JASMIN RATHOD
DIRECTOR
DIN: 03147669

HEADLAND FARMING PRIVATE LIMITED

CIN: U74999MH2006PTC163511

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2015

Particulars	Note No.	Year Ended 31st March 2015 ₹	Year Ended 31st March 2014 ₹
I. INCOMES			
Revenue from Business Operations	11	15,15,000	-
Total		15,15,000	-
II. EXPENSES			
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	12	17,12,050	-
Financial costs	14	1,62,448	1,46,810
Depreciation and amortization expense	6	4,152	1,748
Other expenses	13	1,75,175	1,31,194
Total		20,53,825	2,79,752
Loss before tax		(5,38,825)	(2,79,752)
Tax expense:			
Current tax		-	-
Deferred tax		-	-
Loss for the year		(5,38,825)	(2,79,752)
Earning per equity share (Face Value of ₹ 10 /- each)			
Basic and Diluted	15	(54)	(28)

Significant Accounting Policies
Notes on Financial Statements

Annexure I
1 to 22

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

[Signature]

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: May 20, 2015



[Signature]
ANKIT SHETH
DIRECTOR
DIN: 02972741

[Signature]
JASMIN RATHOD
DIRECTOR
DIN: 03147669

HEADLAND FARMING PRIVATE LIMITED

CIN: U74999MH2006PTC163511

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2015

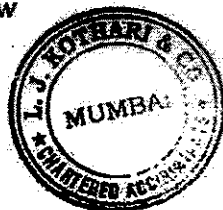
	2014 - 2015		2013 - 2014	
	₹	₹	₹	₹
I. Cash flows arising from operating activities				
Net Profit/(Loss) before tax as per the Statement of Profit and Loss		(5,38,825)		(2,79,752)
Add / (Less) :				
Interest and Finance Charges	1,62,448		1,46,810	
Depreciation and Amortisation	4,152	1,66,600	1,748	1,48,558
Operating Profit Before Working Capital Changes		(3,72,225)		(1,31,194)
Add / (Less) :				
(Increase) / Decrease in Inventories	17,12,050			
Increase / (Decrease) in Trade Payables & Other Current Liability	(13,47,518)		(37,872)	
Net Cash flow in the course of Operating Activities		3,64,532		(37,872)
		(7,693)		(1,69,066)
II. Cash flows arising from Investing activities				
Inflow / (Outflow) on account of :				
Investment made	(10,000)			
Net Cash flow in the course of Investing Activities		(10,000)		
III. Cash flows arising from Financing activities				
Inflow / (Outflow) on account of :				
Interest and Finance Charges Paid	88	88	15,400	15,400
Net Cash flow in the course of Financing Activities		88		15,400
Net Increase in cash and cash Equivalents (I + II + III)		(17,605)		(1,53,666)
Add: Balance at the beginning of the year		2,65,140		4,18,806
Cash and Cash Equivalents at the end of the year		2,47,535		2,65,140
Reconciliation of Cash and Cash Equivalents (Refer Note 10)				
Cash on Hand		28,367		27,003
Bank Balances in Current Accounts		2,19,168		2,38,137
Cash and Cash Equivalents at the end of the year		2,47,535		2,65,140

AS PER OUR REPORT ANNEXED

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917

Place: Mumbai
Dated: May 20, 2015



FOR AND ON BEHALF OF THE BOARD

Ankit Sheth

ANKIT SHETH
DIRECTOR
DIN: 02972741



2.

Jasmin Rathod
JASMIN RATHOD
DIRECTOR
DIN: 03147669

ANNEXURE I**CORPORATE INFORMATION**

Headland Farming Private Limited is a private limited Company domiciled in India, incorporated under the Companies Act, 1956. The main object of the company is to acquire by purchase, lease or otherwise, agricultural land for farming, to establish and run farms and to Construct, erect, acquire, equip, lease, furnish, convert, adapt, improve, develop, operate & manage all sorts of Agricultural Parks, Industrial Parks, Special Economic Zone & related infrastructure facilities, commercial & social infrastructure facilities & amenities.

SIGNIFICANT ACCOUNTING POLICIES**I. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

The financial statements have been prepared and presented complying the section 134(5) of Companies Act, 2013 in accordance with the accounting principles generally accepted in India and in accordance with the applicable Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, Guidance Notes and other relevant provisions of the Companies Act, 2013.

II. USE OF ESTIMATES

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognized in the period in which the results are known / materialized.

III. REVENUE RECOGNITION

Revenue is recognised to the extent that is probable that the economic benefits will accrue to the Company and revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

A. Revenue from sale of properties /rights

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyer's commitment to make the complete payment.

B. Interest

Interest is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

IV. TANGIBLE FIXED ASSETS AND DEPRECIATION / AMORTISATION

- a. Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation / amortisation and accumulated impairment losses, if any.
- b. Depreciation is provided on the straight line method on the basis of useful life of the asset in the manner specified in Schedule II to the Companies Act, 2013. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the month of such addition, or upto the month of such sale/disposal, as the case may be.

V. INTANGIBLE ASSETS AND AMORTIZATION

Computer softwares are classified as intangible assets and are stated at cost less accumulated amortisation. These are being amortised over the estimated useful life of five years, as determined by the management.

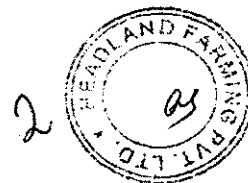
VI. INVESTMENTS

Investments are classified into Current and Non Current / Long Term Investments. Current investments are stated at lower of cost and fair value. Long term investments are stated at cost. A provision for diminution is made to recognize decline, other than temporary, in the value of long term investments.

VII. INVENTORIES

All inventories are stated at Cost or Net Realizable Value, whichever is lower.

'Inventories' include cost of land for which the Company has not entered into sale agreements and in other cases where the revenue recognition is postponed. 'Incomplete Projects' also include initial project costs that relate directly to a (prospective) project, incurred for the purpose of securing the project. These costs are recognized as expenditure for the year in which they are incurred unless they are separately identifiable and it is probable that the respective project will be obtained.



HEADLAND FARMING PRIVATE LIMITED

CIN: U74999MH2006PTC163511

VIII. BORROWING COSTS

Interests and other borrowing costs (including front end processing fees and related professional and other costs) attributable to qualifying assets are allocated as part of the cost of construction / development of such assets. Such allocation is suspended during extended periods in which active development is interrupted. Front-end fees, processing fees and other 'one time' charges are amortised over the period of the related borrowing, but not exceeding a period of three years. Other borrowing costs are charged to the Profit and Loss Statement.

IX. SEGMENT REPORTING

The Company has a single segment namely "Agriculture and construction of Agricultural parks". Therefore the company's business does not fall under different business segments as defined by AS - 17 - "Segmental Reporting" issued by ICAI. Further, the Company's operations are restricted to a single geographical segment.

X. EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average numbers of equity shares outstanding during the period. For the purpose of calculating diluted earning per shares, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

XI. TAXATION

Income tax expense comprises Current Tax and Deferred Tax charge or credit. Provision for current tax is made on the basis of the assessable income at the tax rate applicable to the relevant assessment year. The deferred tax asset and deferred tax liability is calculated by applying tax rate and laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred tax assets are recognized, only if there is a virtual certainty of its realization, supported by convincing evidence. At each Balance Sheet date, the carrying amounts of deferred tax assets are reviewed to reassess realization.

Excess / short provision for taxation are recognised on completion of necessary taxation proceedings (viz. revised returns, assessments, etc.)

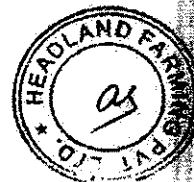
In Case, the company is liable to pay income tax under Section 115 JB of Income Tax Act, 1961 (i.e. MAT), the amount of tax paid in excess of normal tax is recognised as an assets (MAT Credit Entitlement) only if there is convincing evidence for realization of such asset during the specified period. MAT credit entitlement is reviewed at each Balancesheet date.

XII. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of the asset exceeds its recoverable value. An impairment loss is charged to the Profit & Loss Account in the year in which the asset is identified as impaired. The impairment Loss recognized in prior periods is reversed if there has been a change in the estimate of recoverable value.

XIII. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognised when there is present obligation as a result of past events and its probable there will be an outflow of resources. Contingent liabilities are not recognised but are disclosed in the financial statement. Contingent assets are neither recognised nor disclosed in the financial statements.



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

(In ₹)

	As at 31st March, 2015	As at 31st March, 2014
1 SHARE CAPITAL :		
a) AUTHORISED CAPITAL		
10,000 (P.Y. 10,000) Equity Shares of ₹ 10/- each	1,00,000	1,00,000
999,000 (P.Y. 999,000) 8% Non Cumulative Convertible Preference Shares of ₹100/- each	999,00,000	999,00,000
	1000,00,000	1000,00,000
b) ISSUED, SUBSCRIBED AND PAID UP		
10,000 (P.Y. 10,000) Equity Shares of ₹ 10/- each	1,00,000	1,00,000
	1,00,000	1,00,000

c) Reconciliation of the number of shares outstanding at the beginning and at the end of reporting year:

	31st March, 2015 Equity	31st March, 2014 Equity
Number of Shares at the Beginning of the year	10,000	10,000
Add/(Less) :		
Issue during the year	-	-
Buyback during the year	-	-
Redemption during the year	-	-
Conversion during the year	-	-
At the end of the reporting year (Nos)	10,000	10,000

d) Shares held by its holding company or its ultimate holding company subsidiaries or associates of the holding company or the ultimate holding company:

	31st March, 2015 Equity	31st March, 2014 Equity
Holding Company of Reporting Company (HCRC) Hubtown Limited with Beneficiary Owners	10,000	10,000
Total	10,000	10,000

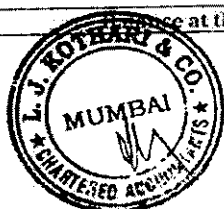
e) Shareholders holding more than five percent of holdings:

	31st March, 2015		31st March, 2014	
	Nos	% of Holdings	Nos	% of Holdings
Equity:- Hubtown Limited with Beneficiary Owners	10,000	100	10,000	100
Total Equity	10,000	100	10,000	100

- f) The company has a single class of equity shares having a par value of ₹ 10/- per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing annual general meeting. In the event of liquidation of company, the holders 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.

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
2 RESERVES AND SURPLUS :		
Surplus in the statement of profit and Loss		
Balance as per last Balance Sheet	162,48,728	165,28,480
Profit/(Loss) for the year	(5,38,825)	(2,79,752)
At the end of the year	157,09,903	162,48,728



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
3 OTHER LONG TERM LIABILITIES :		
Outstanding Liability against Land purchased	37,78,750	37,78,750
Total	37,78,750	37,78,750

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
4 OTHER CURRENT LIABILITIES :		
Statutory dues	12,25,898	10,60,785
Business Advance from related party	912,69,000	926,69,000
Advance received from Body Corporate	600,00,000	600,00,000
Other payable	1,02,750	52,850
Total	1525,97,648	1537,82,635

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
5 SHORT-TERM PROVISIONS		
Provision for Income Tax (Net of advance tax ₹ 3,020,664; P.Y. ₹ 3,020,664)	13,51,746	13,51,746
Total	13,51,746	13,51,746

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
7 LONG TERM LOANS AND ADVANCES :		
Loans and Advances		
Unsecured, Considered good		
Advances to land owner	1050,04,105	1050,04,110
Total	1050,04,105	1050,04,110

(In ₹)		
Particulars	As at 31st March, 2015	As at 31st March, 2014
8 NON - CURRENT INVESTMENTS		
Capital Investment in Partnership Firm (Refer footnote)		
M/s Rising Glory Developers	10,000	-
Total	10,000	-

Footnote:

Details of Investments made in capital of partnership firm :



HEADLAND FARMING PRIVATE LIMITED

CIN: U74999MH2006PTC163511

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

6. FIXED ASSET

(In ₹)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2014	Additions during the period	Deductions/ Adjustments	As at 31st March 2015	Upto 1st April, 2014	Provided during the Year	Deductions/ Adjustments	Upto 31st March 2015	As at 31st March 2015	As at 31st March, 2014
Tangible Assets:										
Office Equipment	6,200	-	-	6,200	4,179	2,021	-	6,200	-	2,021
Computer	33,176	-	-	33,176	32,234	942	-	33,176	-	942
Intangible Asset:										
Computer Software	30,976	-	-	30,976	29,787	1,189	-	30,976	-	1,189
TOTAL	70,352	-	-	70,352	66,200	4,152	-	70,353	-	4,152
Previous year	70,352	-	-	70,352	64,453	1,748	-	66,200	4,152	

Note: Depreciation has been provided on Straight Line Basis. Also see note VI (b) to annexure I.



HEADLAND FARMING PRIVATE LIMITED

CIN: U74999MH2006PTC163511

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

Partnership Firm

M/s Rising Glory Developers

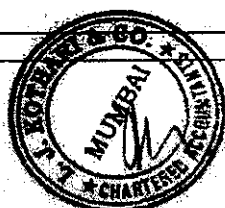
Sr No	Name of Partners	31st March, 2015		31st March, 2014	
		Capital Contribution	Profit Sharing Ratio	Capital Contribution	Profit Sharing Ratio
1	Hubtown Limited	10,000	4.78%	-	-
2	Ackniti Safeguard System Private Limited	10,000	4.76%	-	-
3	Citygold Education Research Limited	10,000	4.76%	-	-
4	Citygold Farming Private Limited	10,000	4.76%	-	-
5	Dymiti Projects Private Limited	10,000	4.76%	-	-
6	Halitious Developers Limited	10,000	4.76%	-	-
7	Headland Farming Private Limited	10,000	4.76%	-	-
8	Hedde Knowledge Private Limited	10,000	4.76%	-	-
9	Heet Builders Private Limited	10,000	4.77%	-	-
10	Hoary Realty Limited	10,000	4.76%	-	-
11	Hubtown Bus Terminal (Adajan) Private Limited	10,000	4.76%	-	-
12	Hubtown Bus Terminal (Ahemdabad) Private Limited	10,000	4.76%	-	-
13	Hubtown Bus Terminal (Mehsana) Private Limited	10,000	4.76%	-	-
14	Hubtown Bus Terminal (Surat) Private Limited	10,000	4.76%	-	-
15	Hubtown Bus Terminal (Vadodara) Private Limited	10,000	4.76%	-	-
16	Joynest Premises Private Limited	10,000	4.76%	-	-
17	Sunstream City Private Limited	10,000	4.77%	-	-
18	Upvan Lake Resort Private Limited	10,000	4.76%	-	-
19	Vega Developers Private Limited	10,000	4.76%	-	-
20	Whitebud Developers Limited	10,000	4.76%	-	-
21	Yaniti Buildcon Private Limited	10,000	4.76%	-	-
TOTAL		2,10,000	100.00%	-	-

Note: The Partnership was incorporated on 6th January, 2015

		(In ₹)	
Particulars		As at 31st March, 2015	As at 31st March, 2014
9 INVENTORIES :			
Land and ancilliary costs		682,76,407	699,88,457
Total		682,76,407	699,88,457

		(In ₹)	
Particulars		As at 31st March, 2015	As at 31st March, 2014
10 CASH AND BANK BALANCES :			
Balances With Bank			
- in current Account		2,19,168	2,38,137
Cash in Hand		28,367	27,003
Total		2,47,535	2,65,140

		(In ₹)	
Particulars		As at 31st March, 2015	As at 31st March, 2014
11 INCOME FROM BUSINESS OPERATION :			
Sale of Plot		15,15,000	-
Total		15,15,000	-



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
12 CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE :		
Opening Inventory	699,88,457	699,88,457
Less : Closing Inventory	682,76,407	699,88,457
Total	17,12,050	-

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
13 OTHER EXPENSES :		
Professional Fees	65,325	68,198
Filing fees	6,710	11,308
Other Expenses (Refer footnote)	1,03,140	51,688
Total	1,75,175	1,31,194

Footnote:

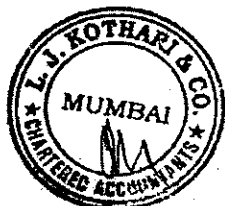
Auditors Remuneration (included in the other expenses)

Audit Fees	35,000	35,000
Limited Review fees	15,000	15,000
Total	50,000	50,000

(In ₹)

Particulars	As at 31st March, 2015	As at 31st March, 2014
14 FINANCIAL COSTS :		
Interest on Delayed payment of taxes	1,62,448	1,46,810
Total	1,62,448	1,46,810

Particulars	31st March, 2015	31st March, 2014
15 EARNINGS PER SHARE (EPS)		
Net profit / (Loss) as per Statement of Profit and loss	(5,38,825)	(2,79,752)
Weighted average number of equity shares outstanding at the end of the year (Nos.)	10,000	10,000
Earning per equity share (Nominal Value per share ₹ 10/-each)		
Basic and diluted (₹)	(54)	(28)



NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

16 RELATED PARTIES DISCLOSURE

a) Names of Related parties and Description of Relationships as per Accounting Standard 18 - "Related Party Disclosure" issued by ICAI.

HOLDING COMPANY

Hubtown Limited

FELLOW SUBSIDIARY COMPANIES

ABP Realty Advisors Private Limited
Akruti Safeguard Systems Private Limited
Adhivitiya Properties Limited (Upto August 31, 2014)
Arnav Gruh Limited (Upto February 28, 2015)
Citygold Education Research Limited
Citygold Farming Private Limited
Citywood Builders Private Limited (From November 29, 2014)
Devkrupa Build Tech Limited
Diviniti Projects Private Limited
Gujarat Akruti - TCG Biotech Limited
Hallitious Developer Limited
Hedde Knowledge Private Limited
Heeler Hospitality Private Limited (upto March 31, 2015)
Heet Builders Private Limited
India Development And Construction Venture Capital Private Limited
Joynest Premises Private Limited
Merrygold Buildcon Private Limited (upto March 31, 2015)
Sheshan Housing & Area Development Engineers Limited
Upvan Lake Resorts Private Limited
Urvi Build Tech Limited
Vama Housing Limited
Vega Developers Private Limited
Vishal Nirman (India) Limited (upto March 31, 2015)
Vishal Techno Commerce Limited
Yantti Buildcon Private Limited

FIRM IN WHICH THE COMPANY IS A PARTNER

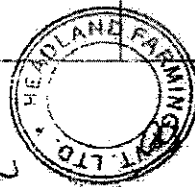
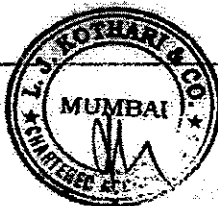
M/s Rising Glory Developers

Note: Related party relationships are as identified by the Company and relied upon by the Auditors

b) Transactions with related parties:

Nature of transaction	Holding Company	Firm in which Company is a partner
1) Loans and Advances received/ taken/ adjusted Hubtown Limited	1,00,000 (-)	
2) Loans and Advances given/ repaid/ adjusted Hubtown Limited	15,00,000 (-)	
3) Capital Contribution in Partnership Firm Rising Glory Developers		10,000 (-)
4) Balance Outstanding Hubtown Limited Rising Glory Developers	912,69,000 (926,69,000)	10,000 (-)

Note: Previous year figures are given in brackets



2

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST, MARCH 2015

17

- a. The company has obtained permission for purchase of Agricultural lands admeasuring 442.15 hectares in the District Raigad as per villages referred in the order dated 12th March 2008 and the details of land shown in the annexure to said order from Directorate of Industries, Maharashtra State, for setting up Industrial Estate, Flatted Building, readymade build space, plots custom Built Campuses for IT & ITES services sector.
- b. Further same is subject to permission from town planning department and Agricultural Land Ceiling Act and the provisions of section 36 and 36 A of Maharashtra Land Revenue Code 1966 and of the Maharashtra Restoration of Lands to scheduled Tribe Act 1974 and permission and approval from other Government bodies.

18 Advance paid for purchase of land includes

Particulars	2014-2015	2013-2014
Advance paid to farmers for which no agreement have been entered	1050,04,105	1050,04,110

- 19 Current assets, Current Liabilities, Non Current assets and Non Current Liabilities are subject to confirmations, reconciliation and adjustments.
- 20 In the opinion of The Board of Directors of the Company, all items of Current and Non Current Assets, Current and Non Current Liabilities and Loan and Advances continue to have a realizable value of at least the amounts at which they are stated in the balance sheet.

21 CONTINGENT LIABILITIES (NOT PROVIDED FOR):

Particulars	As at 31st March, 2015	As at 31st March, 2014
Claims against the Company, not acknowledged as		
On account of properties purchased pending registration and other formalities under different statutes, for which confirmations are pending, with regards to consideration paid for the purchase of land through aggregator.	Amount not ascertainable at present	Amount not ascertainable at present

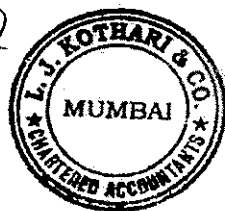
- 22 Previous year figures have been regrouped/ reclassified wherever necessary, to make them comparable with current year figures in the financials statements.

AS PER OUR REPORT ANNEXED

FOR AND ON BEHALF OF THE BOARD

FOR L.J. KOTHARI & CO.
FIRM REGISTRATION NO. 105313W
CHARTERED ACCOUNTANTS

LALIT KOTHARI
PROPRIETOR
Membership No. 30917



Place: Mumbai
Dated: May 20, 2015

ANKIT SHETH
DIRECTOR
DIN: 02972741



JASMIN RATHOD
DIRECTOR
DIN: 03147669