

**Reliance Commercial Land &  
Infrastructure Limited**

## Independent Auditor's Report

---

### To the Members of Reliance Commercial Land and Infrastructure Limited

#### Report on the Financial Statements

We have audited the accompanying financial statements of **Reliance Commercial Land and Infrastructure Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the 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 provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that we are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. 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 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 31<sup>st</sup> March, 2016, 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, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- 
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
  - c) The Balance Sheet, Statement of Profit and Loss and 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 written representations received from the directors as on 31<sup>st</sup> March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2016, from being appointed as a director in terms of section 164(2) of the Act.

With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rules 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 pending litigations which would impact on its financial position.
  - ii) The Company did not have any material foreseeable losses on long-term contracts including derivative contracts that require provision under any law or accounting standards 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 Chaturvedi & Shah**

Chartered Accountants

(Firm Registration no. 101720W)

**Amit Chaturvedi**

Partner

Membership No.: 103141

Mumbai

Date: 19th April, 2016

---

**“Annexure A” to Independent Auditors’ Report referred to in Paragraph 1 under the heading of “Report on other legal and regulatory requirements” of our report of even date.**

- i) In respect of its fixed assets :
  - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
  - b) As explained to us, all the fixed assets have been physically verified by the management at the year end, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c) As the Company does not have any immovable properties, clause (c) (i) of paragraph 3 of the Order is not applicable to the company.
- ii) As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such physical verification.
- iii) The Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Consequently, the requirement of clause (iii) (a) to clause (iii) (c) of paragraph 3 of the Order is not applicable to the Company.
- iv) Company has complied with the provision of section 186 of the Act, in respect of Investments, loans, guarantee or security given.
- v) According to the information and explanations given to us, the Company has not accepted any deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.
- vi) To the best of our knowledge and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act in respect of the activities undertaken by the Company.
- vii) In respect of Statutory dues :
  - a) According to the records of the Company, undisputed statutory dues including provident fund, employees’ state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues, were outstanding as at March 31, 2016 for a period of more than six months from the date they became payable.
  - b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax , cess on account of any dispute, which have not been deposited.
- viii) In our opinion and according to the information and explanations given to us, no amounts were due for repayment to debenture holders, the clause (viii) of paragraph 3 of the order is not applicable to the Company
- ix) The money raised by company from term loans has been applied for the purpose for which they are raised.
- x) Based on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi) In our opinion and according to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion company is not a nidhi company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the company.

- 
- xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Act and their details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
  - xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement or fully or partly convertible debentures during the year and hence clause (xiv) of paragraph 3 of the Order is not applicable to the company.
  - xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with the directors or persons connected with him and covered under section 192 of the Act. Hence, clause (xv) of the paragraph 3 of the Order is not applicable to the Company.
  - xvi) To the best of our knowledge and as per legal opinion obtained by the company, company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

---

**“Annexure B” to Independent Auditors’ Report referred to in paragraph 2(f) under the heading “Report on other legal and regulatory requirements” of our report of even date.**

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

We have audited the Internal Financial Control over financial reporting of **Reliance Commercial Land and Infrastructure Limited** (“the company”) as of 31<sup>st</sup> March, 2016 in conjunction with our audit of the financial statements of the Company for the year then ended.

**Management Responsibility for the Internal Financial Controls**

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

**Auditor’s Responsibility**

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

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

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

**Meaning of Internal Financial Controls Over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that

---

the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

**For Chaturvedi & Shah**

Chartered Accountants

(Firm Registration no. 101720W)

**Amit Chaturvedi**

Partner

Membership No.: 103141

Mumbai

Date: 19th April, 2016

## Balance Sheet as at 31st March, 2016

	Note	₹	As at 31st March, 2016 ₹	₹	As at 31st March, 2015 ₹
<b>EQUITY AND LIABILITIES</b>					
<b>Shareholders' Funds</b>					
Share Capital	1	51 26 18 400		51 26 18 400	
Reserves and Surplus	2	<u>4121 10 69 993</u>		<u>4121 79 08 640</u>	
			<b>4172 36 88 393</b>		4173 05 27 040
<b>Non-Current Liabilities</b>					
Long Term Borrowings	3		<b>833 10 00 000</b>		201 02 51 000
<b>Current Liabilities</b>					
Trade Payables	4				
Micro, Small and Medium Enterprises		-		-	
Others		-		31 01 749	
Other Current Liabilities	5	<u>103 97 70 393</u>		<u>23 77 04 570</u>	
			<b>103 97 70 393</b>		24 08 06 319
<b>TOTAL</b>			<b><u>5109 44 58 786</u></b>		<b><u>4398 15 84 359</u></b>
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Fixed Assets					
Tangible Assets	6	-		-	
Non-Current Investments	7	<b>4004 87 82 075</b>		3202 25 94 075	
Long Term Loans and Advances	8	<u>731 58 10 000</u>		<u>1171 44 48 000</u>	
			<b>4736 45 92 075</b>		4373 70 42 075
<b>Current Assets</b>					
Cash and Bank Balances	9	<b>17 16 512</b>		25 74 456	
Short Term Loans and Advances	10	<b>42 04 50 199</b>		24 19 67 827	
Other Current Assets	11	<u>330 77 00 000</u>		-	
			<b>372 98 66 711</b>		24 45 42 284
<b>TOTAL</b>			<b><u>5109 44 58 786</u></b>		<b><u>4398 15 84 359</u></b>

Significant Accounting Policies

See accompanying Notes to the Financial Statements 1 to 23

As per our Report of even date

For and on behalf of the Board

For **Chaturvedi & Shah**  
Firm Registration No : 101720W  
Chartered Accountants

**Ashwin Khasgiwala**  
**Rajkumar Pugalia**  
**Ramesh Srinivasan**  
**B. Chandrasekaran**  
**C. S. Gokhale** } Director

**Amit Chaturvedi**  
Partner  
Membership No. 103141

**Harshit Shah** - Chief Financial Officer

**Sanjeev Vijayvargia** - Manager

Mumbai  
Date : 19th April, 2016

**Ranabir Sanyal** - Company Secretary



## Profit and Loss Statement for the year ended 31st March, 2016

	Note	2015-16 ₹	2014-15 ₹
<b>INCOME</b>			
Revenue from Operations	12	9 99 763	9 84 267
Other Income	13	-	1 08 379
		<u>9 99 763</u>	<u>10 92 646</u>
<b>EXPENDITURE</b>			
Purchases		9 95 293	9 78 846
Finance cost	14	86 081	6 94 810
Depreciation		-	51 829
Other Expenses	15	67 57 036	39 54 085
		<u>78 38 410</u>	<u>56 79 570</u>
Profit / (loss) before tax		(68 38 647)	(45 86 924)
Current tax		-	-
Taxes for earlier years		-	30 989
Profit / (loss) for the year		<u>(68 38 647)</u>	<u>(46 17 913)</u>
Earnings per equity shares of face value of ₹ 10 each	16		
Basic (in ₹)		(0.16)	(0.11)
Diluted (in ₹)		(0.16)	(0.11)
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	1 to 23		

As per our Report of even date

For **Chaturvedi & Shah**  
Firm Registration No : 101720W  
Chartered Accountants

**Amit Chaturvedi**  
Partner  
Membership No. 103141

Mumbai  
Date : 19th April, 2016

For and on behalf of the Board

**Ashwin Khasgiwala**  
**Rajkumar Pugalia**  
**Ramesh Srinivasan** Director  
**B. Chandrasekaran**  
**C. S. Gokhale**

**Harshit Shah** - Chief Financial Officer

**Sanjeev Vijayvargia** - Manager

**Ranabir Sanyal** - Company Secretary

## Cash Flow Statement for the year 2015-16

	2015-16 ₹	2014-15 ₹
<b>A Cash Flow from Operating Activities</b>		
Net Profit / (Loss) before tax as per Profit and Loss Statement	(68 38 647)	(45 86 924)
Adjusted for :		
Finance cost	86 081	6 94 810
Depreciation	-	51 829
<b>Operating Profit / (Loss) before working capital changes</b>	<b>(67 52 566)</b>	<b>(38 40 285)</b>
Adjusted for :		
Trade and other receivables	-	1 02 22 619
Trade and other payables	(29 10 631)	(67 15 001)
<b>Cash generated from operations</b>	<b>(96 63 197)</b>	<b>(3 32 667)</b>
Taxes paid	(4 14 90 973)	16 90 723
Net Cash / (used in) Operating Activities	<b>(5 11 54 170)</b>	<b>13 58 056</b>
<b>B Cash flow from Investing Activities</b>		
Purchase of investments	(125 10 50 000)	(10 00 000)
Interest income	27 81 65 625	107 15 12 310
Movement in loans and advances	(568 42 00 000)	1078 57 00 000
Net Cash from (used in) Investing Activities	<b>(665 70 84 375)</b>	<b>1185 62 12 310</b>
<b>C Cash flow from financing Activities</b>		
Proceeds from long term borrowings	1181 69 00 000	465 41 00 000
Re-payment of long term borrowings	(588 21 51 000)	(1543 79 99 000)
Proceeds from Debentures	101 00 00 000	-
Interest paid	(23 73 68 400)	(107 19 52 873)
Net Cash from / (used in) Financing Activities	<b>670 73 80 600</b>	<b>(1185 58 51 873)</b>
Net Increase / (Decrease) in Cash and Cash Equivalents	<b>(8 57 945)</b>	<b>17 18 493</b>
Opening Balance of Cash and Cash Equivalents	<b>25 74 456</b>	<b>8 55 963</b>
Closing Balance of Cash and Cash Equivalents	<b>17 16 512</b>	<b>25 74 456</b>
(Refer Note no. 9)		

As per our Report of even date

For **Chaturvedi & Shah**  
Firm Registration No : 101720W  
Chartered Accountants

**Amit Chaturvedi**  
Partner  
Membership No. 103141

Mumbai  
Date : 19th April, 2016

For and on behalf of the Board

**Ashwin Khasgiwala**  
**Rajkumar Pugalia**  
**Ramesh Srinivasan**  
**B. Chandrasekaran**  
**C. S. Gokhale**

Director

**Harshit Shah** - Chief Financial Officer

**Sanjeev Vijayvargia** - Manager

**Ranabir Sanyal** - Company Secretary

## Significant Accounting Policies

---

a) Basis of Preparation of Financial Statements

The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Accounting Standards notified under the relevant Companies Act, 2013.

b) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known/materialised.

c) Revenue recognition

The Company follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

d) Fixed Assets and Depreciation

(i) Fixed assets are stated at cost less accumulated depreciation and impairment loss, if any.

(ii) Depreciation is provided on the straight line method at the rates and in the manner prescribed in Schedule XIV to the Companies Act, 1956.

e) Investments

Current investments are carried at the lower of cost or quoted / fair value, computed category wise. Long term investments are carried at cost.

f) Provision for Current and Deferred Tax

Provision for Current Income Tax is made on the taxable income under the Income Tax Act, 1961. Deferred tax arising on account of "timing difference" and which are capable of reversal in one or more subsequent periods, is recognised using the tax rates and tax laws that are enacted or substantively enacted. Deferred tax assets is recognised only to the extent there is reasonable certainty with respect to reversal of the same in future years as a matter of prudence.

g) Provision, Contingent Liabilities and Contingent Assets

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

h) Preliminary Expenses written off in the first financial year of the Company.

## Notes on Financial Statements for the Year ended 31st March, 2016

1 Share Capital	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>Authorised :</b>		
10,00,00,000 Equity Shares of ₹ 10 each (10,00,00,000)	100 00 00 000	100 00 00 000
2,41,00,000 Preference Shares of ₹ 10 each (2,41,00,000)	24 10 00 000	24 10 00 000
	<u>124 10 00 000</u>	<u>124 10 00 000</u>
<b>Issued, Subscribed and Paid up:</b>		
* 4,30,10,000 Equity Shares of ₹ 10 each fully paid up (4,30,10,000)	43 01 00 000	43 01 00 000
** 82,51,840 10% Non-Cumulative Optionally Convertible (82,51,840) Preference shares of ₹ 10 each fully paid up (Preference shares are redeemable at a price of ₹ 5000 each on expiry of 15 years from the date of allotments i.e. 06.01.2010, 31.03.2010 and 25.03.2014. Preference shares can be converted to equity shares at the option of the Company (issuer). Further the Company has option for early redemption on higher of book value or face value as at 31st March, 2015 after expiry of forty five days from the date of allotments by giving not less than 30 days notice)	8 25 18 400	8 25 18 400
	<u>51 26 18 400</u>	<u>51 26 18 400</u>

### Note

#### a) Details of Share holders holding more than 5% shares

Name of the Shareholders	As at 31st March, 2016		As at 31st March, 2015	
	No. of shares	Held (%)	No. of shares	Held (%)
* Reliance Industrial Investments and Holdings Limited (Holding Company)	4 30 10 000	100.00	4 30 10 000	100.00
** Reliance World Trade Private Limited (Fellow Subsidiary Company)	82 51 840	100.00	82 51 840	100.00

#### b) Reconciliation of shares outstanding at the beginning and at the end of the year

Name of the Shareholders	As at 31st March, 2016		As at 31st March, 2015	
	Equity Nos.	Preference Nos.	Equity Nos.	Preference Nos.
Shares at the beginning of the year	4 30 10 000	82 51 840	4 30 10 000	82 51 840
Add : Shares issued during the year	-	-	-	-
Shares at the end of the year	4 30 10 000	82 51 840	4 30 10 000	82 51 840

#### c) No Bonus shares issued during last five years

#### d) Rights, Preferences and Restrictions attached to shares

The Equity Shareholder is eligible for one vote per share held. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to their shareholding.

The Preference Shares shall carry a preferential right over the Equity shares of the Company as regards to payment of dividend and repayment of capital, in the event of winding-up of the Company. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting.

## Notes on Financial Statements for the Year ended 31st March, 2016

2 Reserves and Surplus	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
<b>Securities Premium Reserve</b>		
As per last Balance Sheet	4117 66 81 600	4117 66 81 600
<b>Profit and Loss Account</b>		
As per last Balance Sheet	4 12 27 040	4 58 44 954
Add: Profit / (Loss) for the year	(68 38 647)	(46 17 913)
	<u>3 43 88 393</u>	<u>4 12 27 040</u>
<b>Appropriation :</b>	-	-
	<u>3 43 88 393</u>	4 12 27 040
	<u><u>4121 10 69 993</u></u>	<u><u>4121 79 08 640</u></u>
	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
<b>3 Long Term Borrowings</b>		
<b>Unsecured</b>		
a) Loan from the Holding Company	732 10 00 000	201 02 51 000
b) Zero Coupon Unsecured Optionally Fully Convertible Debentures of ₹ 10 each	101 00 00 000	-
	<u>833 10 00 000</u>	<u>201 02 51 000</u>
Note		
i) Loan referred to in (a) above are repayable in three to four years.		
ii) Debentures referred to in (b) above, Company (issuer) has an option for conversion at higher of book value as on 31st March, 2015 or face value. The Company will redeem the outstanding debentures on expiry of 15 years from the date of allotment 25.03.2016.		
<b>4 Trade Payables</b>		
The Company does not have any creditors governed by Micro, Small and Medium Enterprises Development Act, 2006.		
	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
<b>5 Other Current Liabilities</b>		
Interest accrued but not due, to holding company	41 39 03 334	23 49 94 716
Debenture application money from the Holding Company	62 40 00 000	-
Others *	18 67 059	27 09 854
	<u>103 97 70 393</u>	<u>23 77 04 570</u>

\* Includes statutory liabilities etc.

## Notes on Financial Statements for the Year ended 31st March, 2016

### 6 Fixed Assets

Description	Gross Block			Depreciation			Net Block	
	As at 01-04-2015 ₹	Addition ₹	As at 31-03-2016 ₹	Upto 01-04-2015 ₹	For the year ₹	Upto 31-03-2016 ₹	As at 31-03-2016 ₹	As at 31-03-2015 ₹
<b>TANGIBLE ASSETS:</b>								
<b>OWN ASSETS:</b>								
Plant and Machinery	1 23 725	-	<b>1 23 725</b>	1 23 725	-	<b>1 23 725</b>	-	-
Equipments	52 212	-	<b>52 212</b>	52 212	-	<b>52 212</b>	-	-
<b>Total</b>	1 75 937	-	<b>1 75 937</b>	1 75 937	-	<b>1 75 937</b>	-	-
<b>Previous Year</b>	1 75 937	-	<b>1 75 937</b>	1 24 107	51 830	<b>1 75 937</b>	-	

<b>7 Non-current Investments</b> (Long Term Investments) (Valued at Cost less other than temporary diminution in value, if any)	<b>As at 31st March, 2016 ₹</b>	<b>As at 31st March, 2015 ₹</b>
---	---	---

#### Other Investments

##### Unquoted

##### In Equity shares of subsidiary companies - fully paid up

237,99,94,480 (237,99,94,480)	Reliance Corporate IT Park Limited of ₹ 10 each	<b>2434 99 03 692</b>	2434 99 03 692
1,00,00,000 (1,00,00,000)	Reliance Eminent Trading & Commercial Private Limited of ₹ 10 each	<b>10 00 00 402</b>	10 00 00 402
1,00,00,000 (1,00,00,000)	Reliance Prolific Traders Private Limited of ₹ 10 each	<b>10 00 00 401</b>	10 00 00 401
1,00,00,000 (1,00,00,000)	Reliance Progressive Traders Private Limited of ₹ 10 each	<b>10 00 00 401</b>	10 00 00 401
1,00,00,000 (1,00,00,000)	Reliance Universal Traders Private Limited of ₹ 10 each	<b>10 00 00 401</b>	10 00 00 401
10,00,000 (10,00,000)	Reliance Prolific Commercial Private Limited of ₹ 10 each	<b>1 00 00 250</b>	1 00 00 250
10,00,000 (10,00,000)	Reliance Comtrade Private Limited of ₹ 10 each	<b>1 00 00 125</b>	1 00 00 125
10,00,000 (10,00,000)	Reliance Ambit Trade Private Limited of ₹ 10 each	<b>1 00 00 125</b>	1 00 00 125
5,60,000 (5,60,000)	Reliance Vantage Retail Limited of ₹ 10 each	<b>49 40 32 000</b>	49 40 32 000
5,000 (5,000)	Surela Investments and Trading Private Limited of ₹ 100 each	<b>5 00 000</b>	5 00 000
	Sub total	<b>2527 44 37 797</b>	<b>2527 44 37 797</b>



## Notes on Financial Statements for the Year ended 31st March, 2016

### 8.1 Loans and advances in the nature of loans given to Subsidiaries :

#### a) Loans and advances in the nature of loans

Sr No	Name of the Company	As at 31st March, 2016 ₹	Maximum balance during the year ₹	As at 31st March, 2015 ₹	Maximum balance during the year ₹
1	Reliance Eminent Trading & Commercial Private Limited	10 53 00 000	227 32 96 000	206 00 96 000	302 81 96 000
2	Reliance Prolific Traders Private Limited	27 59 50 000	45 67 50 000	5 52 00 000	1138 85 00 000
3	Reliance Progressive Traders Private Limited	1 62 50 000	515 42 92 000	489 78 42 000	700 85 11 000
4	Reliance Universal Traders Private Limited	4 39 00 000	72 81 00 000	60 60 00 000	79 97 00 000
5	Reliance Prolific Commercial Private Limited	21 00 000	46 96 50 000	45 76 00 000	74 04 30 000
6	Reliance Comtrade Private Limited	20 10 000	39 20 000	20 10 000	20 10 000
7	Reliance Ambit Trade Private Limited	60 00 000	32 80 00 000	31 31 00 000	49 96 00 000
8	Reliance Vantage Retail Limited	53 00 000	126 86 00 000	126 49 00 000	126 49 00 000
9	Reliance Corporate IT Park Limited	685 90 00 000	909 77 00 000	205 77 00 000	205 77 00 000

Note Loans and Advances shown above, to Subsidiary Companies are towards business purpose and fall under the Category of "Long Term Loans and Advances" in nature of interest bearing / interest free Loans repayable in three to four years.

#### b) (i) Investment by the loanee in the shares of the company is NIL

#### (ii) Investment by Reliance Corporate IT Park Limited in its subsidiaries

In Equity shares :

Sr No.	Name of the Company	No. of shares
1.	Strategic Manpower Solutions Limited	50 000
2.	Reliance Jio AsiaInfo Innovation Centre Limited	10 00 000

	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>9 Cash and Bank Balances</b>		
<b>Cash and Cash Equivalents</b>	-	-
<b>Balance with Banks</b>		
In current accounts	17 16 512	25 74 456
	<u>17 16 512</u>	<u>25 74 456</u>

	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>10 Short Term Loans and Advances</b>		
(Unsecured and considered good)		
Advance payment of taxes	4 37 47 544	22 56 571
Balance with Service tax / sales tax authorities	30 61 335	30 61 335
Interest receivable	37 36 41 321	23 66 49 922
	<u>42 04 50 199</u>	<u>24 19 67 827</u>



## Notes on Financial Statements for the Year ended 31st March, 2016

	As at 31st March, 2016 ₹	As at 31st March, 2015 ₹
<b>11 Other Current Assets</b>		
Debenture application money from a Subsidiary Company	330 77 00 000	-
	<u>330 77 00 000</u>	<u>-</u>
	<b>2015-16</b>	<b>2014-15</b>
	₹	₹
<b>12 Revenue from Operations</b>		
Sale of Fabrics	9 99 763	9 84 267
	<u>9 99 763</u>	<u>9 84 267</u>
	<b>2015-16</b>	<b>2014-15</b>
	₹	₹
<b>13 Other Income</b>		
Miscellaneous income	-	1 08 379
	<u>-</u>	<u>1 08 379</u>
	<b>2015-16</b>	<b>2014-15</b>
	₹	₹
<b>14 Finance cost</b>		
Interest expenses (net)	86 081	6 94 810
	<u>86 081</u>	<u>6 94 810</u>
	<b>2015-16</b>	<b>2014-15</b>
	₹	₹
<b>15 Other Expenses</b>		
Auditors Remuneration :		
Statutory audit fees	22 900	16 854
Tax Audit fees	5 725	5 056
Certification fees	28 625	5 618
	<u>57 250</u>	<u>27 528</u>
Professional fees *	55 19 132	34 83 425
Directors sitting fees	7 35 000	-
Filing fees	13 200	37 000
Demat / Custodian charges	899	899
Profession tax	2 500	2 500
Charity and Donations **	3 00 000	4 00 000
General expenses	1 29 055	2 733
	<u>67 57 036</u>	<u>39 54 085</u>

\* Includes ₹ 51,10,157/- (previous year ₹ 34,04,773/-) paid to Key Managerial Personnel.

\*\* Expenditure related to Corporate Social Responsibility as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof.

a) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the company during the year is ₹ 2,84,064/- (previous year ₹ 3,14,421/-).

b) Expenditure related to CSR is ₹ 3,00,000/- (previous year ₹ 4,00,000/-).

Particulars	2015-16 ₹	2014-15 ₹
Education	3 00 000	4 00 000

## Notes on Financial Statements for the Year ended 31st March, 2016

16 Earning per share (EPS)	2015-16	2014-15
Net Profit after Tax as per Statement of Profit and Loss Account attributable to Equity Shareholders (₹)	( 68 38 647)	( 46 17 913)
Weighted average number of equity shares used as denominator for calculating EPS	4 30 10 000	4 30 10 000
Basic earnings per equity share (₹)	(0.16)	(0.11)
Face value per equity share (₹)	10	10
Net Profit after Tax as per Statement of Profit and Loss Account attributable to Equity Shareholders (₹)	( 68 38 647)	( 46 17 913)
Weighted average number of equity shares used as denominator for calculating EPS	380 92 98 042	4 69 83 652
Diluted earnings per equity share (₹) *	(0.16)	(0.11)
Nominal value per equity share (₹)	10	10

\* Diluted earnings per share is same as basic earnings per share, since the potential equity shares are anti dilutive.

- 17 The Previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.
- 18 Interest expenses (net) ₹ 86,081/- is on account of Interest expenses ₹ 41,52,43,105/- less Interest income ₹ 41,51,57,024/-.
- 19 Due to loss for the year, Company has not created Debenture Redemption Reserve of ₹ 3,22,654/- during the year. The same will be created in the year of profit.
- 20 **Segment Information**

The Company has identified two reportable segments viz. Finance & Investments (in shares of Land and Infrastructure companies) and Trading. Segments have been identified and reported taking into account nature of products and services, the differing risks and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.

Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment.

Segment assets and segment liabilities represent assets and liabilities in respective segments.

i) Primary Segment Information :

Sr No	Particulars	Finance & Investments		Trading		Unallocable		Total	
		2015-16 ₹	2014-15 ₹	2015-16 ₹	2014-15 ₹	2015-16 ₹	2014-15 ₹	2015-16 ₹	2014-15 ₹
1	<b>Segment Revenue</b> Turnover	-	1 08 379	9 99 763	9 84 267	-	-	9 99 763	10 92 646
2	<b>Segment results before Interest and Taxes</b>	( 68 43 117)	( 45 92 345)	4 470	5 421	-	-	( 68 38 647)	( 45 86 924)
	Less: Interest expense	-	-	-	-	-	-	-	-
	Add : Interest Income	-	-	-	-	-	-	-	-
	Profit before tax	( 68 43 117)	( 45 92 345)	4 470	5 421	-	-	( 68 38 647)	( 45 86 924)
	Current Tax (incl. taxes for earlier years)	-	-	-	-	-	30 989	-	30 989
	Net profit after tax	( 68 43 117)	( 45 92 345)	4 470	5 421	-	( 30 989)	( 68 38 647)	( 46 17 913)
3	<b>Other Information</b>								
	Segment Assets	5105 07 11 242	4397 93 27 788	-	-	4 37 47 544	22 56 571	5109 44 58 786	4398 15 84 359
	Segment Liabilities	937 07 70 393	225 10 57 319	-	-	-	-	937 07 70 393	225 10 57 319
	Capital Expenditure	-	-	-	-	-	-	-	-
	Depreciation	-	51 829	-	-	-	-	-	51 829

- ii) Since all the operations of the Company are conducted within India, as such there is no separate reportable geographical segment.

## Notes on Financial Statements for the Year ended 31st March, 2016

21 The Company has Deffered tax asset of ₹ 5326 (Previous year ₹ 6266) relating to fixed asset.

### 22 Related Party Disclosure

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below :

i) **List of related parties with whom transactions have taken place and relationship:**

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited (the Ultimate Holding Company)	Parties where control exist
2	Reliance Industrial Investments and Holdings Limited (the Holding Company)	
3	Reliance Corporate IT Park Limited	Subsidiary Companies
4	Reliance Eminent Trading & Commercial Private Limited	
5	Reliance Prolific Traders Private Limited	
6	Reliance Progressive Traders Private Limited	
7	Reliance Universal Traders Private Limited	
8	Reliance Prolific Commercial Private Limited	
9	Reliance Comtrade Private Limited	
10	Reliance Ambit Trade Private Limited	
11	Reliance Vantage Retail Limited	
12	Reliance Jio Asiainfo Innovation Centre Limited (from 10th June, 2015)	
13	Strategic Manpower Solutions Limited	
14	Surela Investments and Trading Private Limited	
15	Reliance World Trade Private Limited	Fellow Subsidiary Companies
16	Reliance Retail Limited	
17	Reliance Retail Finance Limited	
18	Gaurav Overseas Private Limited	Associate company
19	Shri Sanjeev Vijayvargia	Key Mangerial Personnel (Manager)

## Notes on Financial Statements for the Year ended 31st March, 2016

### 22 Related Party Disclosure (contd...)

#### ii) Transactions during the year with related parties:

Sr. No.	Nature of Transaction	Parties where control exist	Subsidiary Companies	Fellow Subsidiary Companies	Associate Companies	Key Managerial Personnel (Mamager)	Total
		₹	₹	₹	₹	₹	₹
1	Net Loans taken / (repaid) *	<b>531 07 49 000</b> <i>(1078 38 99 000)</i>	-	-	-	-	<b>531 07 49 000</b> <i>(1078 38 99 000)</i>
2	Debentures issued	-	-	<b>101 00 00 000</b>	-	-	<b>101 00 00 000</b>
3	Debenture application money received	<b>62 40 00 000</b>	-	-	-	-	<b>62 40 00 000</b>
4	Purchase / Subscription of Investments	-	<b>802 51 38 000</b>	-	<b>10 50 000</b> <i>10 00 000</i>	-	<b>802 61 88 000</b> <i>10 00 000</i>
5	Purchases	<b>9 95 293</b> <i>9 78 846</i>	-	-	-	-	<b>9 95 293</b> <i>9 78 846</i>
6	Net Loans and Advances, Deposits given/(returned) **	-	<b>(439 86 38 000)</b> <i>(1078 57 00 000)</i>	-	-	-	<b>(439 86 38 000)</b> <i>(1078 57 00 000)</i>
7	Debenture application money paid	-	<b>330 77 00 000</b>	-	-	-	<b>330 77 00 000</b>
8	Interest income	-	<b>41 51 57 024</b> <i>23 66 73 590</i>	-	-	-	<b>41 51 57 024</b> <i>23 66 73 590</i>
9	Interest expenses	<b>41 52 43 105</b> <i>23 73 68 400</i>	-	-	-	-	<b>41 52 43 105</b> <i>23 73 68 400</i>
10	Payment to Key Managerial Personnel	-	-	-	-	<b>27 04 737</b> <i>32 29 103</i>	<b>27 04 737</b> <i>32 29 103</i>
* Includes debentures application money received on conversion of loan							
** Includes allotment of debentures / application money on conversion of loan							
<b>Balance as at 31st March, 2016</b>							
11	Equity share capital	<b>43 01 00 000</b> <i>43 01 00 000</i>	-	-	-	-	<b>43 01 00 000</b> <i>43 01 00 000</i>
12	Preference share capital (Including premium)	-	-	<b>4125 92 00 000</b> <i>4125 92 00 000</i>	-	-	<b>4125 92 00 000</b> <i>4125 92 00 000</i>
13	Loans Taken	<b>732 10 00 000</b> <i>201 02 51 000</i>	-	-	-	-	<b>732 10 00 000</b> <i>201 02 51 000</i>
14	Unsecured Loan - Debentures	-	-	<b>101 00 00 000</b>	-	-	<b>101 00 00 000</b>
15	Debenture application money received	<b>62 40 00 000</b>	-	-	-	-	<b>62 40 00 000</b>
16	Interest accrued but not due	<b>41 39 03 334</b> <i>23 49 94 716</i>	-	-	-	-	<b>41 39 03 334</b> <i>23 49 94 716</i>
17	Sundry Creditors	-	-	-	-	-	-
		<i>1 09 557</i>	<i>29 92 192</i>	-	-	-	<i>31 01 749</i>
18	Investments	-	<b>3924 95 61 997</b> <i>3122 44 23 997</i>	-	<b>21 00 078</b> <i>10 50 078</i>	-	<b>3925 16 62 075</b> <i>3122 54 74 075</i>
19	Loans and Advances Given	-	<b>731 58 10 000</b> <i>1171 44 48 000</i>	-	-	-	<b>731 58 10 000</b> <i>1171 44 48 000</i>
20	Debenture application money paid	-	<b>330 77 00 000</b>	-	-	-	<b>330 77 00 000</b>
21	Interest receivables	-	<b>37 36 41 321</b> <i>23 66 49 922</i>	-	-	-	<b>37 36 41 321</b> <i>23 66 49 922</i>

Note : Figures in Italics represent previous year's amount

## Notes on Financial Statements for the Year ended 31st March, 2016

### 22 Related Party Disclosure (contd...)

#### Disclosure in Respect of Material Related Party Transactions during the year:

Particulars	Relationship	2015-16 ₹	2014-15 ₹
<b>1 Net Loans taken / (repaid)</b>			
Reliance Industrial Investments and Holdings Limited	Parties where control exist	531 07 49 000	(1078 38 99 000)
<b>2 Debentures issued</b>			
Reliance Retail Finance Limited	Fellow Subsidiary	101 00 00 000	-
<b>3 Debenture application money received</b>			
Reliance Industrial Investments and Holdings Limited	Parties where control exist	62 40 00 000	-
<b>4 Purchase / Subscription of investments</b>			
Reliance Eminent Trading & Commercial Private Limited	Subsidiary	198 36 96 000	-
Reliance Progressive Traders Private Limited	Subsidiary	361 92 42 000	-
Reliance Universal Traders Private Limited	Subsidiary	40 75 00 000	-
Reliance Prolific Commercial Private Limited	Subsidiary	45 07 00 000	-
Reliance Ambit Trade Private Limited	Subsidiary	30 42 00 000	-
Reliance Vantage Retail Limited	Subsidiary	125 98 00 000	-
Gaurav Overseas Private Limited	Associate	10 50 000	10 00 000
<b>5 Purchases</b>			
Reliance Industries Limited	Parties where control exist	9 95 293	9 78 846
<b>6 Debenture application money paid</b>			
Reliance Corporate IT Park Limited	Subsidiary	330 77 00 000	-
<b>7 Net Loans and Advances, Deposits given / (returned)</b>			
Reliance Eminent Trading & Commercial Private Limited	Subsidiary	(195 47 96 000)	(12 26 00 000)
Reliance Prolific Traders Private Limited	Subsidiary	22 07 50 000	(956 79 00 000)
Reliance Progressive Traders Private Limited	Subsidiary	(488 15 92 000)	(68 47 00 000)
Reliance Universal Traders Private Limited	Subsidiary	(56 21 00 000)	(16 68 00 000)
Reliance Prolific Commercial Private Limited	Subsidiary	(45 55 00 000)	(18 42 00 000)
Reliance Comtrade Private Limited	Subsidiary	-	1 00 000
Reliance Corporate IT Park Limited	Subsidiary	480 13 00 000	-
Reliance Ambit Trade Private Limited	Subsidiary	(30 71 00 000)	(6 47 00 000)
Reliance Vantage Retail Limited	Subsidiary	(125 96 00 000)	51 00 000
<b>8 Interest income</b>			
Reliance Eminent Trading & Commercial Private Limited	Subsidiary	1 59 02 911	4 89 58 527
Reliance Prolific Traders Private Limited	Subsidiary	2 63 27 517	9 22 35 308
Reliance Progressive Traders Private Limited	Subsidiary	92 40 839	7 78 11 600
Reliance Universal Traders Private Limited	Subsidiary	74 07 568	18 93 219
Reliance Prolific Commercial Private Limited	Subsidiary	8 84 041	74 56 408
Reliance Comtrade Private Limited	Subsidiary	13 188	9 589
Reliance Corporate IT Park Limited	Subsidiary	35 31 53 767	-
Reliance Ambit Trade Private Limited	Subsidiary	14 15 034	79 05 617
Reliance Vantage Retail Limited	Subsidiary	8 12 158	4 03 322
<b>9 Interest expenses</b>			
Reliance Industrial Investments and Holdings Limited	Parties where control exist	41 52 43 105	23 73 68 400
<b>10 Payment to Key Managerial Personnel</b>			
Shri Sanjeev Vijayvargia	Key Managerial Personnel (Manager)	27 04 737	32 29 103

## Notes on Financial Statements for the Year ended 31st March, 2016

### 23 Details of Loans given, Investment made, Guarantee given and security provided covered u/s 186 (4) of the Companies Act, 2013

a) Details of Investments made during the Financial Year 2015-16 (also Refer Note no. 7 & 22)

Sr No	Name of the Entity	Opening balance as on April 1, 2015 ₹ in lac	Investment made during ₹ in lac	Investment sold during the year ₹ in lac	Closing balance as on March 31, 2016 ₹ in lac
1	Eshwar Land Private Limited	57 00	-	-	57 00

b) Loans given during the Financial Year 2015-16 (Refer Note no. 8 & 22)

c) No Guarantees were given or security was provided by the company during the Financial year 2015-16

As per our Report of even date

For **Chaturvedi & Shah**  
Firm Registration No : 101720W  
Chartered Accountants

**Amit Chaturvedi**  
Partner  
Membership No. 103141

Mumbai  
Date : 19th April, 2016

For and on behalf of the Board

**Ashwin Khasgiwala**  
**Rajkumar Pugalia**  
**Ramesh Srinivasan** Director  
**B. Chandrasekaran**  
**C. S. Gokhale**

**Harshit Shah** - Chief Financial Officer

**Sanjeev Vijayvargia** - Manager

**Ranabir Sanyal** - Company Secretary