

**RELIANCE PROLIFIC TRADERS
PRIVATE LIMITED
FINANCIAL STATEMENTS
2018-19**

Independent Auditor's Report

To the Members of RELIANCE PROLIFIC TRADERS PRIVATE LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying financial statements of **Reliance Prolific Traders Private Limited**

("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended,

("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, its Profit including Other Comprehensive Income, its Cash Flows and the Statement of Changes in Equity for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the Financial Position, Financial Performance including Other Comprehensive Income, Cash Flows and the Statement Of Changes in Equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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 were 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.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 including Other Comprehensive Income , the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act;
- e) On the basis of written representations received from the directors as on March 31 , 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31 , 2019, from being appointed as a director in terms of section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting with reference to these financial statements;
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) 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, as amended , 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 on its financial position in its financial statements as referred to in Note 22 to the 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 D T S & Associates

Chartered Accountants

Firm’s Registration No. 142412W

Saurabh Pamecha

Partner

Membership No.: 126551

Place : Mumbai

Date : April 12, 2019

**“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT ON THE FINANCIAL STATEMENTS OF
RELIANCE PROLIFIC TRADERS PRIVATE LIMITED**

(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 on the basis of available information.
 - b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, 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) According to the information and explanations given to us and the title deeds and other records examined by us, we report that the title deeds in respect of all the immovable properties of lands which are freehold and disclosed as fixed assets in the financial statement and buildings are held in the Company’s name or in the Company’s erstwhile name as at the balance sheet date.
- ii) As the Company had no Inventories during the year, clause (ii) of paragraph 3 of the Order is not applicable to the Company.
- 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 not directly or indirectly advanced loan to the persons covered under Section 185 of the Act or given guarantees or securities in connection with the loan taken by such persons. Company has not made any investments or given any loan or any guarantee or security in connection with the loan to any person or body corporate covered under section 186 of the Act. Consequently, the requirement of clause (iv) of paragraph 3 of the Order is not applicable to the Company.
- 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, goods and service tax , duty of customs, duty of excise, 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, 2019 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, goods and service tax , duty of customs, duty of excise, cess on account of any dispute, which have not been deposited.
- viii) The Company has not raised loans from financial institutions or banks or government or by issue of debentures and hence the clause (viii) of paragraph 3 of the order is not applicable to the Company.
- ix) The company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans have 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 of shares 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 explained, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For D T S & Associates

Chartered Accountants

Firm's Registration No. 142412W

Saurabh Pamecha

Partner

Membership No.: 126551

Place : Mumbai

Date : April 12, 2019

ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT ON THE FINANCIAL STATEMENTS OF RELIANCE PROLIFIC TRADERS PRIVATE LIMITED

(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

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

We have audited the internal financial controls over financial reporting of **Reliance Prolific Traders Private Limited** (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for 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 (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of 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 with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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 with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting With Reference To These Financial Statements

A company’s internal financial control over financial reporting with reference to these financial statements 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 with reference to these financial statements 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 With Reference To These Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, 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 with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements 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, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by ICAI.

For D T S & Associates

Chartered Accountants

Firm's Registration No. 142412W

Saurabh Pamecha

Partner

Membership No.: 126551

Place : Mumbai

Date : April 12, 2019

BALANCE SHEET as at 31st March, 2019

	Notes	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
ASSETS			
NON-CURRENT ASSETS			
Property, Plant and Equipment	1	2 49 15 707	2 40 11 576
Capital Work-in-Progress	1	12 61 699	19 59 303
Other Non-Current Assets	2	28 32 533	28 20 711
Total Non-Current assets		2 90 09 939	2 87 91 591
CURRENT ASSETS			
Financial Assets			
Trade Receivables	3	1 08 296	1 46 951
Cash and Cash Equivalents	4	781	1 391
Current Tax Assets (Net)	5	35 029	19 458
Other Current Assets	6	8 580	8 974
Total Current assets		1 52 686	1 76 774
Total Assets		2 91 62 625	2 89 68 365
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	7	1 00 000	1 00 000
Other Equity	8	2 80 73 863	2 80 69 519
Total equity		2 81 73 863	2 81 69 519
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	9	8 75 300	6 52 100
Other Non-Current Liabilities	10	21 141	19 056
Total Non-Current Liabilities		8 96 441	6 71 156
Current Liabilities			
Other Current Liabilities	11	92 321	1 27 690
Total current liabilities		92 321	1 27 690
Total Liabilities		9 88 762	7 98 846
Total Equity and Liabilities		2 91 62 625	2 89 68 365

Significant Accounting Policies

See accompanying Notes to the Financial Statements

1 to 25

As per our Report of even date

For D T S & Associates

Firm Registration No: 142412W

Chartered Accountants

Saurabh Pamecha

Partner

Membership No: 126551

Mumbai

Dated : 12th April, 2019

For and on behalf of the Board

Rajendra Kamath

Director

(DIN : 01115052)

Gaurav Jain

Director

(DIN : 02697278)

Saravanan Viswanathan

Director

(DIN : 05244819)

B. Chandrasekaran

Director

(DIN : 06670563)

C. S. Gokhale

Director

(DIN : 00012666)

Jayashri Rajesh

Director

(DIN : 07559698)

Sangeeta Pradhan

Company secretary

(ACS - 13925)

Umesh Sharma

CFO

(PAN : BQPPS1180R)

Girish Parameswaran

Manager

(PAN : ABGPP8374B)

STATEMENT OF PROFIT AND LOSS for the year ended 31st March, 2019

	Notes	2018-19	(₹ in thousands) 2017-18
INCOME			
Income from Services	12	2 94 019	2 26 132
Less: GST Recovered		45 000	36 002
REVENUE FROM OPERATIONS		2 49 019	1 90 130
Other Income	13	3 385	1 132
Total Income		2 52 403	1 91 262
EXPENSES			
Finance Costs	14	-	4 640
Depreciation and Amortisation Expense	1	1 79 472	1 38 611
Other Expenses	15	68 587	47 847
Total Expenses		2 48 059	1 91 098
Profit/(Loss) Before Tax		4 344	164
TAX EXPENSES			
Current Tax		-	40
For earlier years		-	-
Deferred Tax		-	-
Profit For the Year		4 344	124
OTHER COMPREHENSIVE INCOME :			
a) Items that will be reclassified to Statement of Profit & loss		-	-
b) Items that will not be reclassified to Statement of Profit & loss		-	-
Total Other Comprehensive Income for the Year (Net of Tax)			
Total comprehensive income for the year		4 344	124
EARNINGS PER EQUITY SHARE OF FACE VALUE OF ₹ 10 EACH			
Basic (in ₹)	16	0.43	0.01
Diluted (in ₹)	16	0.00	0.00
Significant Accounting Policies			
See accompanying Notes to the Financial Statements	1 to 25		

As per our Report of even date

For D T S & Associates

Firm Registration No: 142412W

Chartered Accountants

Saurabh Pamecha

Partner

Membership No: 126551

Mumbai

Dated : 12th April, 2019

For and on behalf of the Board

Rajendra Kamath

Director

(DIN : 01115052)

Gaurav Jain

Director

(DIN : 02697278)

Saravanan Viswanathan

Director

(DIN : 05244819)

B. Chandrasekaran

Director

(DIN : 06670563)

C. S. Gokhale

Director

(DIN : 00012666)

Jayashri Rajesh

Director

(DIN : 07559698)

Sangeeta Pradhan

Company secretary

(ACS - 13925)

Umesh Sharma

CFO

(PAN : BQPPS1180R)

Girish Parameswaran

Manager

(PAN : ABGPP8374B)

STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2019

A. EQUITY SHARE CAPITAL (₹ in thousands)

Balance as at i.e. 1st April, 2017	Change during the year 2017-18	Balance as at 31st March, 2018	Change during theyear 2018-19	Balance as at 31st March, 2019
1 00 000	-	1 00 000	-	1 00 000

B. OTHER EQUITY (₹ in thousands)

	Reserve and Surplus		Share Application Money Pending Allotment	Instruments Classified as Equity *	Total
	Retained Earnings **	Securities Premium			
As at 31st March, 2018					
Balance as at 1st April, 2017	7 74 115	1 43 07 328	1 29 59 280	28 672	2 80 69 395
Add: Total Comprehensive Income for the year	124	-	-	-	124
Add: Preference shares issued during the year	-	-	-	14 39 920	14 39 920
Add: Securities Premium taken during theyear	-	1 15 19 360	-	-	1 15 19 360
Add: Share Application money issued during the year #	-	-	(1 29 59 280)	-	(1 29 59 280)
Balance as at 31st March, 2018	7 74 239	2 58 26 688	-	14 68 592	2 80 69 519
As at 31st March, 2019					
Balance as at 1st April, 2018	7 74 239	2 58 26 688	-	14 68 592	2 80 69 519
Add: Total Comprehensive Income for the year	4 344	-	-	-	4 344
Add: Securities Premium taken during the year	-	-	-	-	-
Add: Share Application money issued during the year #	-	-	-	-	-
Balance as at 31st March, 2019	7 78 583	2 58 26 688	-	14 68 592	2 80 73 863

* For further details, refer Note 8.

As per our Report of even date

For D T S & Associates

Firm Registration No: 142412W
Chartered Accountants

Saurabh Pamecha

Partner

Membership No: 126551

Mumbai

Dated : 12th April, 2019

For and on behalf of the Board

Rajendra Kamath

Director
(DIN : 01115052)

Gaurav Jain

Director
(DIN : 02697278)

Saravanan Viswanathan

Director
(DIN : 05244819)

B. Chandrasekaran

Director
(DIN : 06670563)

C. S. Gokhale

Director
(DIN : 00012666)

Jayashri Rajesh

Director
(DIN : 07559698)

Sangeeta Pradhan

Company secretary
(ACS - 13925)

Umesh Sharma

CFO
(PAN : BQPPS1180R)

Girish Parameswaran

Manager
(PAN : ABGPP8374B)

CASH FLOW STATEMENT for the year ended 31st March, 2019

	2018-19	(₹ in thousands) 2017-18
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before tax as per Statement of Profit and Loss	4 344	164
Adjusted for :		
Depreciation and Amortisation Expenses	1 79 472	1 38 611
Interest Income	(1 046)	(1 058)
Forex Gain	-	(74)
Finance Costs	-	4 640
Operating Profit / (Loss) before Working Capital Changes	1 82 771	1 42 283
Adjusted for :		
Trade and Other Receivables	39 049	(1 50 798)
Trade and Other Payables	(33 283)	(1 086)
Cash Generated from / (used in) Operations	1 88 536	(9 601)
Taxes Paid (net)	(15 571)	(7 745)
Net Cash flow from / (used in) Operating Activities	1 72 965	(17 346)
B CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment and Other Intangible Assets	(4 16 374)	(6 30 561)
Movement in Security Deposits	18 553	72 747
Interest Income	1 046	1 132
Net Cash from / (used in) Investing Activities	(3 96 775)	(5 56 683)
C CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Borrowings - Non - Current	4 73 900	6 90 400
Repayment of Borrowings - Non - Current	(2 50 700)	(1 06 000)
Interest Paid	-	(13 482)
Net Cash Generated from / (used in) Financing Activities	2 23 200	5 70 918
Net Increase/ (Decrease) in Cash and Cash Equivalents	(610)	(3 110)
Opening Balance of Cash and Cash Equivalents	1 391	4 501
Closing Balance of Cash and Cash Equivalents	781	1 391
(Refer Note No. 4)		

As per our Report of even date

For D T S & Associates

Firm Registration No: 142412W

Chartered Accountants

Saurabh Pamecha

Partner

Membership No: 126551

Mumbai

Dated : 12th April, 2019

For and on behalf of the Board

Rajendra Kamath

Director

(DIN : 01115052)

Gaurav Jain

Director

(DIN : 02697278)

Saravanan Viswanathan

Director

(DIN : 05244819)

B. Chandrasekaran

Director

(DIN : 06670563)

C. S. Gokhale

Director

(DIN : 00012666)

Jayashri Rajesh

Director

(DIN : 07559698)

Sangeeta Pradhan

Company secretary

(ACS - 13925)

Umesh Sharma

CFO

(PAN : BQPPS1180R)

Girish Parameswaran

Manager

(PAN : ABGPP8374B)

NOTES to the Financial Statements for the year ended 31st March, 2019

A. CORPORATE INFORMATION

Reliance Prolific Traders Private Limited [‘the company’] is a public limited company incorporated in India having its registered office and principal place of business at 5th Floor, Dhobi Talao, Lokmanya Tilak Marg, Mumbai- 400002. The principal activity of the company is business of real estate and development of commercial properties in India.

B. SIGNIFICANT ACCOUNTING POLICIES

B.1 BASIS OF PREPARATION AND PRESENTATION

The Financial Statements have been prepared on the historical cost basis except for certain assets and liabilities which has been measured at fair value as per requirement of IndAS.

The Financial Statements of the Company have been prepared to comply with the Indian Accounting standards (‘Ind AS’), including the rules notified under the relevant provisions of the companies Act, 2013.

Company’s Financial Statements are presented in Indian Rupees (₹), which is its functional currency and all values are rounded to the nearest thousand (₹ 000), except when otherwise indicated.

B.2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Current and Non-Current Classification

The Company presents assets and liabilities in the Balance Sheet based on Current/ Non-Current classification.

An asset is treated as Current when it is –

- Expected to be realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

(b) Property, Plant and Equipment:

Property, Plant and Equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets. In case of land the Company has availed fair value as deemed cost on the date of transition to Ind AS. Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

Depreciation on Property, Plant and Equipment is provided using straight line method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013 except for premium paid on Leasehold Land which is amortised over the period of the lease. The residual values, useful lives and methods of depreciation of Property, Plant and Equipment are reviewed at each Financial year end and adjusted prospectively, if appropriate.

NOTES to the Financial Statements for the year ended 31st March, 2019

Gains or losses arising from derecognition of a Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

(c) Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Company as a lessee

A leased asset is amortised over the period of the lease.

(d) Intangible Assets

Intangible Assets are stated at cost of acquisition. Intangible Assets are annually tested for impairment.

(e) Cash and Cash Equivalent

Cash and cash equivalents comprise of cash on hand and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value

(f) Finance Costs

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are charged to the Statement of Profit and Loss for the period for which they are incurred.

(g) Impairment of non-Financial assets - property, plant and equipment and intangible assets :

The Company assesses at each reporting date as to whether there is any indication that any Property, Plant and Equipment and Intangible Assets or group of Assets, called Cash Generating Units (CGU) may be impaired. If any such indication exists, the recoverable amount of an asset or CGU is estimated to determine the extent of impairment, if any. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the CGU to which the asset belongs.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

(h) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

(i) Tax Expenses

The tax expense for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the Other Comprehensive Income or in equity. In which case, the tax is also recognised in Other Comprehensive Income or Equity.

NOTES to the Financial Statements for the year ended 31st March, 2019

- Current Tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted at the Balance sheet date.

- Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(j) Foreign Currencies transactions and translation

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency closing rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss except to the extent that exchange differences which are regarded as an adjustment to interest costs on foreign currency borrowings are capitalized as cost of assets under construction.

Non-monetary items that are measured in terms of historical cost in a foreign currency are recorded using the exchange rates at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in Other Comprehensive Income or Statement of Profit and Loss are also recognised in Other Comprehensive Income or Statement of Profit and Loss, respectively).

In case of an asset, expense or income where an advance is paid/received, the date of transaction is the date on which the advance was initially recognized. If there were multiple payments or receipts in advance, multiple dates of transactions are determined for each payment or receipt of advance consideration.

(k) Revenue recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transfer upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

Revenue is measured at the amount of consideration which the company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognized when the it becomes unconditional.

In case of discounts, rebates, credits, price incentives or similar terms, consideration are determined based on its most likely amount, which is assessed at each reporting period

Interest income

Interest income from a Financial asset is recognised using effective interest rate method.

Dividends

Dividend Income is recognised when the Company's right to receive the amount has been established.

NOTES to the Financial Statements for the year ended 31st March, 2019

(I) Financial Instruments

i) Financial Assets

A. Initial recognition and measurement:

All Financial Assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets, which are not at Fair Value Through Profit or Loss, are adjusted to the fair value on initial recognition. Purchase and sale of Financial Assets are recognised using trade date accounting.

B. Subsequent measurement

a) Financial Assets measured at Amortised Cost (AC)

A Financial Asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial Assets measured at Fair Value Through Other Comprehensive Income (FVTOCI)

A Financial Asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling Financial Assets and the contractual terms of the Financial Asset give rise on specified dates to cash flows that represents solely payments of principal and interest on the principal amount outstanding.

c) Financial Assets measured at Fair Value Through Profit or Loss (FVTPL)

A Financial Asset which is not classified in any of the above categories are measured at FVTPL.

C. Investment in Associates

The Company has accounted for its investments in subsidiaries, associates and joint venture at cost at cost less impairment loss (if any).

D. Other Equity Investments

All other equity investments are measured at fair value, with value changes recognised in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

E. Impairment of Financial assets

In accordance with Ind AS 109, the Company uses 'Expected Credit Loss' (ECL) model, for evaluating impairment of Financial Assets other than those measured at Fair Value Through Profit and Loss (FVTPL).

Expected credit losses are measured through a loss allowance at an amount equal to:

- (a) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or
- (b) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

For Trade Receivables the Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward-looking estimates are analysed.

For other assets, the Company uses 12 month ECL to provide for impairment loss where there is no significant increase in credit risk. If there is significant increase in credit risk full lifetime ECL is used.

ii) Financial liabilities

A. Initial recognition and measurement:

All Financial Liabilities are recognised at fair value and in case of borrowings, net of directly attributable cost. Fees of recurring nature are directly recognised in the Statement of Profit and Loss as finance cost.

NOTES to the Financial Statements for the year ended 31st March, 2019

B. Subsequent measurement:

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

iii) Derecognition of Financial instruments

The Company derecognises a Financial Asset when the contractual rights to the cash flows from the Financial Asset expire or it transfers the Financial Asset and the transfer qualifies for derecognition under Ind AS 109. A Financial liability (or a part of a Financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

iv) Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

C. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY:

The preparation of the Company's Financial Statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in next financial years.

(a) DEPRECIATION / AMORTISATION AND USEFUL LIVES OF PROPERTY PLANT AND EQUIPMENT / INTANGIBLE ASSETS

Property, Plant and Equipment / Intangible Assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

(b) RECOVERABILITY OF TRADE RECEIVABLES

Judgements are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payment.

(c) PROVISIONS

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

(d) IMPAIRMENT OF NON-FINANCIAL ASSETS

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or a groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.

NOTES to the Financial Statements for the year ended 31st March, 2019

(e) IMPAIRMENT OF FINANCIAL ASSETS

The impairment provisions for Financial Assets are based on assumptions about risk of default and expected cash loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward-looking estimates at the end of each reporting period.

D. STANDARDS ISSUED BUT NOT EFFECTIVE

On March 30, 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 – Leases and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2019.

A) ISSUE OF IND AS 116 - LEASES

Ind AS 116 will replace the existing leasing standard i.e. Ind AS 17 and related interpretations. Ind AS 116 introduces a single lessee accounting model and requires lessee to recognize assets and liabilities for all leases with non-cancellable period of more than twelve months except for low value assets. Ind AS 116 substantially carries forward the lessor accounting requirement in Ind AS 17.

B) AMENDMENT TO EXISTING STANDARD

The MCA has also carried out amendments of the following accounting standards

- i. Ind AS 101- First time adoption of Indian Accounting Standards
- ii. Ind AS 103 – Business Combinations
- iii. Ind AS 109 - Financial Instruments
- iv. Ind AS 111 – Joint Arrangements
- v. Ind AS 12 – Income Taxes
- vi. Ind AS 19 – Employee Benefits
- vii. Ind AS 23 – Borrowing Costs
- viii. Ind AS 28 - Investment in Associates and Joint Ventures

Application of above standards are not expected to have any significant impact on the Company's financial statements.

NOTES to the Financial Statements for the year ended 31st March, 2019

(₹ in thousands)

1 PROPERTY, PLANT AND EQUIPMENT AND CAPITAL WORK-IN-PROGRESS

Description	Gross Block			Depreciation/ Amortisation			Net Block	
	As at 01-04-2018	Additions/ Adjustments	Deductions/ Adjustments	As at 31-03-2019	For the year	Deductions/ Adjustments	As at 31-03-2019	As at 31-03-2018
PROPERTY, PLANT AND EQUIPMENT								
Own Assets :								
Freehold Land	2 07 85 564	2 500	-	2 07 88 064	-	-	2 07 88 064	2 07 85 564
Buildings	25 77 178	7 50 990	-	33 28 168	61 374	-	30 78 110	23 88 494
Plant & Machinery	24 047	5 973	-	30 020	4 800	-	15 088	13 914
Electrical Installations	5 82 479	1 88 033	-	7 70 512	72 387	-	5 39 376	4 23 731
Equipments	4 59 968	1 21 566	-	5 81 534	36 806	-	4 61 890	3 77 130
Furniture & Fixtures	31 131	14 541	-	45 673	4 106	-	33 178	22 742
Total	2 44 60 367	10 83 603	-	2 55 43 970	1 79 472	-	2 49 15 707	2 40 11 576
<i>Previous Year</i>	2 39 66 391	4 93 976	-	2 44 60 367	1 38 611	-	2 40 11 576	
Capital Work-in-Progress *							12 61 699	19 59 303

1.1 *Capital Work in Progress includes.

*Capital Work in Progress includes Capital Goods Inventory ₹ 4 530 thousands (Previous year ₹ 3 495 thousands)

1.2 Capital Work-in-Progress includes ₹ 95 559 thousands (Previous Year ₹ 32 875 thousands) on account of Project Development Expenditure.

NOTES to the Financial Statements for the year ended 31st March, 2019

	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
2 OTHER NON-CURRENT ASSETS (UNSECURED AND CONSIDERED GOOD)		
Capital Advances	5 39 627	5 09 252
Security Deposits	22 92 906	23 11 459
Total	28 32 533	28 20 711
	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
3 TRADE RECEIVABLES (UNSECURED AND CONSIDERED GOOD)		
Receivable from Related Parties	87 056	73 666
Other Trade Receivables	21 240	73 285
Total	1 08 296	1 46 951
	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
4 CASH AND CASH EQUIVALENTS		
Balances With Bank	781	1 391
Cash and Cash Equivalents as per Balance Sheet	781	1 391
Cash and Cash Equivalent as per Cash Flow Statement	781	1 391
	Year ended 31st March, 2019	(₹ in thousands) Year ended 31st March, 2018
5 TAXATION		
a) Income Tax recognised in Statement of Profit and Loss		
Current Tax		
In respect of the current year	-	40
In respect of earlier years	-	-
Deferred Tax		
In respect of the current year	-	-
Total income tax expenses recognised in the current year	<u>-</u>	<u>40</u>
The income tax expenses for the year can be reconciled to the accounting profit as follows:		
	Year ended 31st March, 2019	Year ended 31st March, 2018
Profit before tax	4 344	164
Applicable Tax Rate	26.00%	25.75%
Computed Tax Expense	1 130	42
Tax effect of :		
Others	<u>(1 130)</u>	<u>(3)</u>
Current tax Provision	<u>-</u>	<u>40</u>
Tax Expenses recognised in Statement of Profit & Loss	<u>-</u>	<u>40</u>
Effective Tax Rate	0.00%	24.19%

NOTES to the Financial Statements for the year ended 31st March, 2019

	As at 31st March, 2019		As at 31st March, 2018	
b) Current Tax Assets (Net)				
At start of year		19 458		11 753
Charge for the Year		-		(40)
Tax paid (Net) during the year		15 571		7 745
At end of year		35 029		19 458
				(₹ in thousands)
		As at 31st March, 2019		As at 31st March, 2018
6 OTHER CURRENT ASSETS (UNSECURED AND CONSIDERED GOOD)				
Balance with Customs, Central Excise, GST & State Authorities		6 391		4 440
Losses		2 189		4 534
Total		8 580		8 974
				(₹ in thousands)
		As at 31st March, 2019		As at 31st March, 2018
7 SHARE CAPITAL				
AUTHORISED SHARE CAPITAL				
Class A Equity Shares of ₹ 10 each	1 00 00 000	1 00 000	1 00 00 000	1 00 000
Class B Equity Shares of ₹ 10 each	30 00 000	30 000	30 00 000	30 000
Non Cumulative Optionally Convertible	14 90 00 000	14 90 000	14 90 00 000	14 90 000
Preference shares of ₹ 10 each				
		16 20 000		16 20 000
ISSUED, SUBSCRIBED AND PAID-UP:				
Class A Equity Shares of ₹ 10 each fully paid up	1 00 00 000	1 00 000	1 00 00 000	1 00 000
TOTAL		1 00 000		1 00 000
THE DETAILS OF SHAREHOLDER HOLDING MORE THAN 5% SHARES :				
		As at 31st March, 2019		As at 31st March, 2018
Name of the Shareholder		No. of Shares	% held	No. of Shares
				% held
<u>Equity Shares</u>				
Reliance Industrial Investments and Holdings Ltd.		1 00 00 000	100.00	1 00 00 000
		1 00 00 000	100.00	1 00 00 000
THE RECONCILIATION OF THE NUMBER OF OUTSTANDING SHARES IS SET OUT BELOW:				
		As at 31st March, 2019		As at 31st March, 2018
<u>Equity Shares</u>				
Shares outstanding at the beginning of the year		1 00 00 000		1 00 00 000
Add: Shares Issued during the year		-		-
Shares outstanding at the end of the year		1 00 00 000		1 00 00 000

NOTES to the Financial Statements for the year ended 31st March, 2019

- 7.1 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.
- 7.2 Of the above Class A equity shares 1 00 00 000 (Previous year 1 00 00 000) are held by Reliance Industrial Investments and Holdings Limited, the Holding Company.

8 OTHER EQUITY	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
RETAINED EARNINGS		
As per Last Balance Sheet	7 74 239	7 74 115
Add: Profit for the year	4 344	124
Add: Other comprehensive Income	-	-
	<u>7 78 583</u>	<u>7 74 239</u>
SECURITIES PREMIUM		
As per Last Balance Sheet	2 58 26 688	1 43 07 328
Add : Taken during the year	-	1 15 19 360
	<u>2 58 26 688</u>	<u>2 58 26 688</u>
SHARE APPLICATION MONEY PENDING ALLOTMENT		
As per Last Balance Sheet	-	1 29 59 280
Add : Issued during the year#	-	(1 29 59 280)
	<u>-</u>	<u>-</u>
INSTRUMENTS CLASSIFIED AS EQUITY		
10% Non Cumulative Optionally Convertible Preference Share		
As per Last Balance Sheet	28 672	28 672
Add: Preference Shares issued during the year	-	-
	<u>28 672</u>	<u>28 672</u>
9% Non Cumulative Optionally Convertible Preference Share		
As per Last Balance Sheet	14 39 920	-
Add: Preference Shares issued during the year	-	14 39 920
	<u>14 39 920</u>	<u>14 39 920</u>
Total	<u><u>2 80 73 863</u></u>	<u><u>2 80 69 519</u></u>

- 8.1 28 67 200 fully paid (Previous year 28 67 200) 10% Non Cumulative Optionally Convertible Redeemable Preference shares of ₹ 10 each held by Reliance Industries Limited, the Ultimate Holding Company. These 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. The Company (issuer) & Preference-holder will have an option for early conversion at any time after allotment of the Preference Shares by giving one month notice to the Company. The Preference Shares shall, unless converted, are redeemable at the end of 20 year from the date of allotment i.e. 13th March, 2009 or earlier as may be decided by the Company. Each Preference Share may, at the option of the holder and the Company, be converted into 500 (five hundred) Class B Equity Shares at any time from the date of its allotment upto the date of redemption. The Original Allottee, i.e. Reliance Industries Limited has the right to hold all the immovable properties for the time being of the Company.

NOTES to the Financial Statements for the year ended 31st March, 2019

The reconciliation of the number of outstanding shares is set out below:

	As at 31st March, 2019	As at 31st March, 2018
	No. of Shares	No. of Shares
Shares outstanding at the beginning of the year	28 67 200	28 67 200
Add: Shares Issued during the year	-	-
Shares outstanding at the end of the year	<u>28 67 200</u>	<u>28 67 200</u>

- 8.2 14 39 92 000 fully paid (Previous year 14 39 92 000) 9% Non-cumulative Optionally Convertible Preference Shares (OCPS) of ₹ 10 each held by Reliance Industries Limited, the Ultimate Holding Company. Each OCPS shall either be redeemed at ₹ 90 or converted in to 1 (one) equity share of ₹ 10 each at any time at the option of the Company, but not later than 10 years from the date of allotment of OCPS. The OCPS will carry a preferential right vis-à-vis equity shares of the Company with respect to payment of dividend and repayment of capital during winding-up.

THE RECONCILIATION OF THE NUMBER OF OUTSTANDING SHARES IS SET OUT BELOW:

	As at 31st March, 2019	As at 31st March, 2018
	No. of Shares	No. of Shares
Shares outstanding at the beginning of the year	14 39 92 000	-
Add: Shares Issued during the year	-	14 39 92 000
Shares outstanding at the end of the year	<u>14 39 92 000</u>	<u>14 39 92 000</u>

- 8.3 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.

Represents the Share Application Money received from Reliance Industries Limited, the Ultimate Holding Company towards 9% Non-cumulative Optionally Convertible Preference Shares (OCPS), against which OCPS allotted during the financial year 2017-18.

9 BORROWINGS	(₹ in thousands)			
	As at 31st March, 2019		As at 31st March, 2018	
	Non Current	Current	Non Current	Current
Unsecured - At Amortised Cost				
Term Loans – from Others #	8 75 300	-	6 52 100	-
Total	<u>8 75 300</u>	<u>-</u>	<u>6 52 100</u>	<u>-</u>

Represents Borrowings taken from Holding Company.

10 OTHER NON-CURRENT LIABILITIES	(₹ in thousands)	
	As at 31st March, 2019	As at 31st March, 2018
Deposit from Customers	21 141	19 056
Total	<u>21 141</u>	<u>19 056</u>

NOTES to the Financial Statements for the year ended 31st March, 2019

	As at 31st March, 2019	As at 31st March, 2018
		(₹ in thousands)
11 OTHER CURRENT LIABILITIES		
Creditors for Capital Expenditure	79 245	96 637
Other Payables*	13 076	31 053
Total	92 321	1 27 690
* Includes statutory dues		
		(₹ in thousands)
12 REVENUE FROM OPERATIONS	2018-19	2017-18
Income from Services	2 94 019	2 26 132
Less: Service Tax/ GST Recovered	(45 000)	(36 002)
	2 49 019	1 90 130
		(₹ in thousands)
13 OTHER INCOME	2018-19	2017-18
Interest from Others	1 046	1 058
Forex Gain	-	74
Miscellaneous Income	2 338	-
	3 385	1 132
		(₹ in thousands)
14 FINANCE COSTS	2018-19	2017-18
Interest Expenses	-	4 640
	-	4 640
		(₹ in thousands)
		2018-19
15 OTHER EXPENDITURE	2018-19	2017-18
Filing Fees	9	787
Bank Charges	40	3
General Expenses	34	2
Sitting Fees - Directors	795	562
Advertisement Expenses	-	22
Professional Fees	10 615	8 776
Security Expenses	28 570	9 853
Rates and Taxes	28 424	27 780
Payment to Auditors		
Audit Fees	100	46
Tax Audit Fees	-	14
	100	60
Total	68 587	47 847

* Interest Expenses are net of Interest Capitalised of ₹ 62 683 thousands (Previous Year ₹ 26 117 thousands)

* Professional Fees include payment to Key Managerial Personnel ₹ 8 266 thousands (Previous Year ₹ 8 260 thousands)

NOTES to the Financial Statements for the year ended 31st March, 2019

16 EARNINGS PER SHARE	2018-19	2017-18
FACE VALUE PER EQUITY SHARE (₹)	10	10
BASIC EARNINGS PER SHARE (₹)	0.43	0.01
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in thousands)	4 344	124
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	1 00 00 000	1 00 00 000
DILUTED EARNINGS PER SHARE (₹)	0.00	0.00
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity Shareholders (₹ in thousands)	4 344	124
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	158 75 92 000	158 75 92 000
RECONCILIATION OF WEIGHTED AVERAGE NUMBER OF SHARES OUTSTANDING		
Weighted Average number of Equity Shares used as denominator for calculating Basic EPS	1 00 00 000	1 00 00 000
Total Weighted Average Potential Equity Shares	157 75 92 000	157 75 92 000
Weighted Average number of Equity Shares used as denominator for calculating Diluted EPS	158 75 92 000	158 75 92 000

17 SEGMENT REPORTING

The Company is primarily engaged in the business of real estate and development of commercial properties in India. All the activities of the Company revolve around this main business. Accordingly, the Company has only one identifiable segment reportable under Ind AS-108 "Operating Reporting". The Board (the 'Chief Operating Decision Maker' as defined in Ind AS 108 'Operating Segments'), who is responsible for allocating resources and assessing performance obtains financial information.

Revenue from one Customer contributed 10% or more to the Company's revenue for both 2018-19 and 2017-18.

18 RELATED PARTY

i) AS PER IND AS 24, THE DISCLOSURES OF TRANSACTIONS WITH THE RELATED PARTIES ARE GIVEN BELOW:

LIST OF RELATED PARTIES WHERE CONTROL EXISTS AND RELATIONSHIPS:

Sr. No.	Name of the Related Party	Relationship
1	Reliance Industries Limited	Ultimate Holding Company
2	Reliance Industrial Investments and Holdings Limited	Holding Company
3	Reliance Jio Infocomm Limited	
4	Reliance Retail Limited	Fellow Subsidiary Companies
5	Reliance Corporate IT Park Limited	
6	Girish Parameswaran (Manager)	Key Managerial Personnel (KMP)
7	Sangeeta Pradhan (Company Secretary)	Key Managerial Personnel (KMP)
8	Pankaj H Raj (CFO till 31.07.2018)	Key Managerial Personnel (KMP)
9	Umesh Sharma (CFO from 12.10.2018)	Key Managerial Personnel (KMP)

NOTES to the Financial Statements for the year ended 31st March, 2019

ii) TRANSACTIONS DURING THE YEAR WITH RELATED PARTIES :						(₹ in thousands)
Sr. No.	Nature of Transaction (Excluding Reimbursements)	Ultimate Holding Company	Holding Company	Fellow Subsidiary Companies	KMP	Total
1	Loans Taken / (Repaid)	-	2 23 200	-	-	2 23 200
		-	5 84 400	-	-	5 84 400
2	Issue of optionally Convertible Preference Shares including Premium	1 29 59 280	-	-	-	1 29 59 280
3	Purchase of Fixed Assets	-	62 684	772	-	63 456
		-	26 117	304	-	26 421
4	Finance Costs	-	-	-	-	-
		-	4 640	-	-	4 640
5	Professional Fees	201	-	-	8 266	8 467
		151	-	-	8 260	8 411
6	Sale of Services	-	-	1 42 614	-	1 42 614
		-	-	99 720	-	99 720
Balance as at 31st March, 2019						(₹ in thousands)
1	Equity Share Capital	-	1 00 000	-	-	1 00 000
		-	1 00 000	-	-	1 00 000
2	Preference Share Capital (including premium)	2 72 95 280	-	-	-	2 72 95 280
		2 72 95 280	-	-	-	2 72 95 280
3	Loans Taken	-	8 75 300	-	-	8 75 300
		-	6 52 100	-	-	6 52 100
4	Trade Receivables	-	-	87 056	-	87 056
		-	-	73 666	-	73 666
5	Trade Payables	-	-	1 019	-	1 019
		-	-	1 132	-	1 132
6	Performance Guarantees Taken	12 287	-	-	-	12 287
		5 830	-	-	-	5 830
7	Other Current Liabilities *	-	-	-	-	-
		163	-	-	-	163

Note :

- Figures in Italics represents previous year's amount.
* Includes reimbursements
- Professional fees towards key managerial personnel are provided by Reliance Corporate IT Park Limited, a fellow subsidiary company and Reliance Industries Limited, ultimate holding company.

iii) DISCLOSURE IN RESPECT OF MATERIAL RELATED PARTY TRANSACTIONS DURING THE YEAR:
(₹ in thousands)

Particulars	Relationship	2018-19	2017-18
1 Loans Taken / (Repaid)			
Reliance Industrial Investments and Holdings Limited	Parent Holding	4 73 900	6 90 400
Reliance Industrial Investments and Holdings Limited	Parent Holding	(2 50 700)	(1 06 000)
2 Purchase of Fixed Assets			
Reliance Industrial Investments and Holdings Limited	Parent Holding	62 684	26 118
Reliance Retail Limited	Fellow Subsidiary	772	-
Reliance Corporate IT Park Limited	Fellow Subsidiary	-	304
3 Finance Cost			
Reliance Industrial Investments and Holdings Limited	Parent Holding	-	4 640

NOTES to the Financial Statements for the year ended 31st March, 2019

4 Professional Fees			
Girish Parameswaran	KMP	2 748	2 672
Sangeeta Pradhan	KMP	3 886	3 772
Pankaj H Raj	KMP	646	1 817
Umesh Sharma	KMP	986	-
Reliance Industries Limited	Ultimate Holding Company	201	151
5 Sale of Services			
Reliance Corporate IT Park Limited	Fellow Subsidiary	1 42 614	99 720
6 Issue of optionally Convertible Preference Shares including Premium			
Reliance Industries Limited	Ultimate Holding Company	-	1 29 59 280
19	Deferred tax Assets (net) as at Balance Sheet date consists of the following items. As a matter of prudence, the Company has not recognised deferred tax assets in the books of accounts		
	Deferred Tax Assets / (Liabilities)	(₹ in thousands)	
		31st March, 2019	31st March, 2018
	Deferred Tax Assets		
	Carried forward Business Loss and Unabsorbed Depreciation under Income Tax Act, 1961	2 29 951	1 65 765
	Related to Property, plant & Equipment	30 89 580	29 18 122
	Deferred Tax Asset	33 19 531	30 83 887
			(₹ in thousands)
20	CONTINGENT LIABILITIES AND COMMITMENTS	As at	As at
		31st March, 2019	31st March, 2018
	I) CONTINGENT LIABILITIES		
	Outstanding performance guarantees furnished to Banks and Financial Institutions	12 287	5 830
	II) COMMITMENTS		
	Estimated amount of contracts remaining to be executed on capital account and not provided for:	2 66 625	4 62 089
	The Income-tax Assessment of the Company has been completed up to the Assessment Year 2013-14. The disputed demand for the Assessment Year 2010-11 is ₹ 5 187 thousands against which tax already paid is ₹ 5 187 thousands. Based on the interpretation of the relevant provisions, the demand is likely to be either deleted or substantially reduced and accordingly no provision has been made.		
21	CAPITAL MANAGEMENT		
	The Company manages its capital to ensure that it will continue as going concern while maximising the return to stakeholders. The company manages its capital structure and make adjustment in light of changes in business condition. The overall strategy remains unchanged as compare to last year.		

NOTES to the Financial Statements for the year ended 31st March, 2019

21.1 GEARING RATIO

The Net Gearing Ratio at end of the reporting period was as follows.

	As at 31st March, 2019	(₹ in thousands) As at 31st March, 2018
Gross Debt	8 75 300	6 52 100
Cash and Marketable Securities	781	1 391
Net debt (A)	8 74 519	6 50 709
Total Equity (As per Balance Sheet) (B)	2 81 73 863	2 81 69 519
Net Gearing Ratio (A/B)	0.03	0.02

22 FINANCIAL INSTRUMENTS

A. FAIR VALUE MEASUREMENT HIERARCHY

Particulars	As at 31st March, 2019				As at 31st March, 2018			
	Carrying Amount	Levels of Input used in			Carrying Amount	Levels of Input used in		
		Level 1	Level 2	Level 3		Level 1	Level 2	Level 3
Financial Assets								
At Amortised Cost								
Trade Receivables	1 08 296	-	-	-	1 46 951	-	-	-
Cash and Cash Equivalents	781	-	-	-	1 391	-	-	-
Financial Liabilities								
At Amortised Cost								
Borrowings	8 75 300	-	-	-	6 52 100	-	-	-

The financial instruments are categorized into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities; and

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs based on unobservable market data.

Fair value of Trade Receivables, Cash and Cash Equivalents and Borrowings are carried at amortised cost as it is not materially different from its carrying cost largely due to short-term maturities of these financial assets and liabilities.

B. FINANCIAL RISK MANAGEMENT

The different types of risks the company is exposed to are credit risk and liquidity risk.

Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument will fail to perform or pay amounts due causing financial loss to the company.

Liquidity Risk

Liquidity risk is the risk that suitable sources of funding for the company's business activities may not be available. Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. Company manages liquidity risk by maintaining adequate reserves and matching maturity profiles of

NOTES to the Financial Statements for the year ended 31st March, 2019

financial assets and financial liabilities.

23 DETAILS OF LOANS GIVEN, INVESTMENTS MADE AND GUARANTEES GIVEN COVERED UNDER SECTION 186(4) OF COMPANIES ACT, 2013:

- i) Loans given ₹ Nil (Previous year ₹ Nil)
- ii) Investments made ₹ Nil (Previous year ₹ Nil)
- iii) Guarantees given and securities provided by the company in respect of loans ₹ Nil (Previous year ₹ Nil)

24 The figures for the corresponding previous year have been regrouped / reclassified wherever necessary, to make them comparable.

25 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved for issue by the Board of Directors on 12th April, 2019.

As per our Report of even date

For D T S & Associates

Firm Registration No: 142412W

Chartered Accountants

Saurabh Pamecha

Partner

Membership No: 126551

Mumbai

Dated : 12th April, 2019

For and on behalf of the Board

Rajendra Kamath

Director

(DIN : 01115052)

Gaurav Jain

Director

(DIN : 02697278)

Saravanan Viswanathan

Director

(DIN : 05244819)

B. Chandrasekaran

Director

(DIN : 06670563)

C. S. Gokhale

Director

(DIN : 00012666)

Jayashri Rajesh

Director

(DIN : 07559698)

Sangeeta Pradhan

Company secretary

(ACS - 13925)

Umesh Sharma

CFO

(PAN : BQPPS1180R)

Girish Parameswaran

Manager

(PAN : ABGPP8374B)