

PRIME INFRAPARK PVT LTD

ANNUAL REPORT 2015 - 2016

● **AUDIT REPORT BY ●**
Jayesh Sanghrajka & Co. LLP
Chartered Accountants
405 - 408, Hind Rajasthan Centre,
95, D. S. Phalke Road, Dadar (E),
Mumbai - 400 014.

Ph. / Fax: 40774600/01/02
E- mail: jayesh@jsandco.in
Website: www.jsandco.in



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

INDEPENDENT AUDITOR'S REPORT

To,
The Members of
Prime Infrapark Private Ltd.

Report on the Financial Statements

We have audited the accompanying financial statements of PRIME INFRAPARK PVT. LTD, ("the Company"), which comprises the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the 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 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 and financial performance 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under

Batgach
& Affiliates
A Network Approved by ICAI

405-407, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
E: jayesh@jsandco.in / F: 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the company as at 31st March 2016 and its loss and its cash flows for the year ended on that date:

Emphasis of Matters

We draw attention to the following matters in the Notes to the financial statements:

- Refer Note 27 in the financial statement which states that the Company has accumulated losses to the extent of Rs. 75.03 crores and its Net worth has been fully eroded. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Our opinion is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

Report on Other Legal and Regulatory Requirements As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 company does not have any branches.
- d. the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- e. 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(as amended).
- f. The matter described in sub-paragraph (a) under the Emphasis of Matters paragraph above with Clause vii (a) and viii of Annexure A attached hereto, in our opinion, may have an adverse effect on the functioning of the Company.
- g. On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- h. There is no qualification relating to the maintenance of accounts and other matters connected therewith.
- i. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure B".





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

- j. With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us :
- the Company does not have any pending litigations which would impact its financial position
 - the Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - there were no amounts which required to be transferred to the Investor Education and Protection Fund.

For **Jayesh Sanghrajka & Co LLP.**
(Formerly Jayesh Sanghrajka & Co.)
Chartered Accountants
Firm Regn. No.: 104184W/W100075


Ashish Sheth
Designated Partner
M. No.: 107162
Place: Mumbai
Date: 27th May 2016





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Annexure A to Independent Auditor's Report

The Annexure referred to in our report to the members of Prime Infrapark Private Ltd. ('The Company') for the year ended 31st March, 2016. We report that:

- i. In respect of its fixed assets, the company did not have any tangible asset. Therefore, the provisions of clause (i) of paragraph 3 of the Order are not applicable to the company.
- ii. In respect of inventories, the Company did not have any Inventory during the Financial Year 2015-16. Therefore, the provisions of clause (ii) of paragraph 3 of the Order are not applicable to the Company.
- iii. In respect of loans, the company has not granted any loan to any company, firms or other parties covered in the Register maintained under Section 189 of the Companies Act. Therefore, the provisions of clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- iv. The company has not given any loans, investments, guarantees, and security covered under section 185 and 186 of the Companies Act, 2013. Therefore, the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company.
- v. In respect of Deposit, the company has not accepted any deposit under sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. Maintenance of cost records and accounts are not prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act. Therefore, the provisions of clause (vi) of paragraph 3 of the Order are not applicable to the Company.
- vii. In respect of statutory dues:
 - a. According to information and explanations given to us and on the basis of our examination on test check basis, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues *have not been regularly deposited with the appropriate authorities and there have been significant delays. According to the information and explanations given to us, undisputed amounts payable in respect thereof which*





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable are as follows:

Nature	Amount	Due Date	Date of Payment
Tax Collected at Source	16,043	07/05/2015	-
	15,492	07/06/2015	-
	16,745	07/07/2015	-
	15,997	07/08/2015	-
	16,885	07/09/2015	-
	8,235	07/07/2015	-
Tax Deducted At Source	1,500	07/05/2015	-
	1,400	07/08/2015	-
	3,72,500	07/08/2015	-
	3,135	07/09/2015	-

- b. As per the information and explanations provided to us, there were no dues in respect to income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which were not deposited due to any dispute.

- viii. In our opinion and according to the information and explanations given to us, the Company has defaulted in repayment of following dues to the financial institutions and banks during the year, which were paid before the Balance Sheet date.

Name of FI	Principal Amount of Defaults	Interest Amount of Defaults	Period of defaults
LIC Housing Finance Corporation	4,90,63,778	10,39,29,554	1 to 10 days.

- ix. According to the information and explanation given to us and on the basis of our examination on test check basis, we are of the opinion that the Company has used term loans for the purposes for which they were raised. During the year, the company has not raised money by way of initial public offer or further public office (including debt instrument).
- x. In our opinion and according to the information and explanation given to us, no material fraud on or by the Company has been noticed or reported during the year.
- xi. According to the information and explanation given to us and on the basis of an overall examination of books of accounts of the Company, no managerial remuneration has been paid or provided during the year. Therefore, the provisions of clause (xi) of paragraph 3 of the Order are not applicable to the Company.





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

- xii. According to the information and explanation given to us, the company is not the Nidhi Company. Therefore, provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. According to the information and explanation given to us, transactions entered into by the company with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. According to the information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him during the year.
- xvi. According to the information and explanation given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Jayesh Sanghrajka & Co LLP.**

Chartered Accountants

ICAI Firm Regn. No.: 104184W/W100075

Ashish Sheth
Ashish Sheth
Designated Partner
M. No.: 107162



Place: Mumbai

Date: 27th May 2016

Batgach
& Affiliates

A Network Approved by ICAI

405-407, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
E: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Annexure B to the Independent Auditors' Report

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

We were engaged to audit the internal financial controls over financial reporting of **Prime Infrapark Pvt. Ltd.** ("the Company") as of March 31, 2016 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 issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

Auditors' 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 Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

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 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.

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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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.



Batgach
& Affiliates

A Network Approved by ICAI

405-407, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
✉: jayesh@jsandco.in / ☎: 40774600 (18 Lines) Website: www.jaysandco.in / www.batgach.com
Branches at Kanjurmarg & Vashi



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

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 March 31, 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 Institute of Chartered Accountants of India.

For Jayesh Sanghrajka & Co. LLP

Chartered Accountants

ICAI Firm Reg. No. 104184W/W100075

Ashish Sheth
Designated Partner
M. No. 107162



Place: Mumbai

Date: 27th May, 2016

Batgach
& Affiliates

A Network Approved by ICAI

405-407, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
✉: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi

Prime Infrapark Private Limited

CIN : U45400DL2009PTC196317

Balance Sheet as at 31st March, 2016

Particulars	Notes	31.03.2016	31.03.2015
		(INR)	(INR)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	1,00,00,000	1,00,00,000
(b) Reserves and Surplus	3	(75,03,18,601)	(52,47,96,279)
		(74,03,18,601)	(51,47,96,279)
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	2,21,83,46,744	2,01,80,83,705
(b) Deferred tax liabilities		-	-
(c) Other Long term liabilities	5	8,34,19,740	7,60,70,462
(d) Long Term Provision		-	-
		2,30,17,66,484	2,09,41,54,167
(3) Current Liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	6	13,60,25,848	8,02,38,415
(c) Other current liabilities	7	12,81,64,785	14,60,28,384
(d) Short-term provisions		-	-
		26,41,90,633	22,62,66,799
Total Liabilities		1,82,56,38,515	1,80,56,24,687
II. Assets			
(1) Non-current assets			
(a) Fixed assets	8		
(i) Tangible assets		-	-
(ii) Intangible assets		1,66,76,78,970	1,68,75,13,036
		1,66,76,78,970	1,68,75,13,036
(b) Non-current investments		-	-
(c) Deferred Tax Assets (Net)		-	-
(d) Long term loans and advances	9	1,81,86,263	2,04,12,320
(e) Other Non Current Assets	10	6,90,00,000	-
		8,71,86,263	2,04,12,320
(2) Current assets			
(a) Current investments		-	-
(b) Inventories		-	-
(c) Trade receivables	11	1,06,75,015	33,07,427
(d) Cash & Cash Equivalent	12	2,23,97,721	6,12,17,887
(e) Short-term loans and advances	13	2,41,19,811	2,06,73,453
(f) Other current assets	14	1,35,80,735	1,25,00,563
		7,07,73,282	9,76,99,331
Total Assets		1,82,56,38,515	1,80,56,24,687

Significant Accounting Policies 1
See accompanying notes to the financial statements.

As per our report of even date attached.

For Jayesh Sanghrajka & Co. LLP
(Formerly Jayesh Sanghrajka & Co.)
Chartered Accountants.
Firm Reg No.: 104184W/W100075


Ashish Sheth
Designated Partner
Membership No.: 107162
Place : Mumbai
Date : 27th May 2016



For and on behalf of the Board of Directors


Ajit B. Kulkarni
Director

Place : Mumbai
Date : 27th May 2016


Sharad P. Deshpande
Director

Prime Infrapark Private Limited

CIN : U45400DL2009PTC196317

Statement of Profit and Loss for the Year ended 31st March, 2016

Particulars	Notes	31.03.2016	31.03.2015
		(INR)	(INR)
Revenue from operations	15	22,64,47,744	18,72,02,237
Other Income	16	46,90,679	32,95,999
Total		23,11,38,423	19,04,98,236
Expenses:			
Direct Expenses	17	5,81,36,364	7,25,88,433
Employee Benefit expenses	18	16,90,548	19,40,379
Financial costs	19	24,89,96,737	24,30,44,448
Depreciation and Amortization expense	20	1,98,34,066	1,77,34,612
Other expenses	21	5,77,55,030	2,52,73,640
Prior Period Expenses	22	7,02,48,000	1,85,00,000
Total		45,66,60,745	37,90,81,512
Profit / (Loss) before Tax		(22,55,22,322)	(18,85,83,276)
Tax expense:			
(1) Current tax		-	-
(2) Deferred tax		-	-
Profit / (Loss) for the year		(22,55,22,322)	(18,85,83,276)
Earning per Share	23		
(1) Basic		(225.52)	(188.58)
(2) Diluted		(225.52)	(188.58)

See accompanying notes to the financial statements.

As per our report of even date attached.

For Jayesh Sanghrajka & Co. LLP
(Formerly Jayesh Sanghrajka & Co.)

Chartered Accountants.

Firm Reg No.: 104184W/W100075

Ashish Sheth

Designated Partner

Membership No.: 107162

Place : Mumbai

Date : 27th May 2016



For and on behalf of the Board of Directors

Ajit B. Kulkarni

Director

Place : Mumbai

Date : 27th May 2016

Sharad P. Deshpande

Director

PRIME INFRAPARK PVT LTD

Cash Flow Statement for the year ended 31st March, 2016

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax and extraordinary items	(22,55,22,322)	(18,85,83,276)
<i>Adjustment for :</i>		
Depreciation & Amortization	1,98,34,066	1,77,34,612
Finance Charges	24,89,96,737	24,30,44,448
Sundry Balance W/Off	3,67,843	(32,92,066)
Operating Profit before Working Capital Changes	4,36,76,324	6,89,03,718
<i>Adjustment for:</i>		
Long Term Advances	22,26,057	(1,69,24,877)
Trade receivables	(73,67,587)	37,97,695
Short-term loans and advances	(38,14,200)	1,13,41,989
Other Assets	(7,00,80,172)	(2,89,910)
Trade Payables	5,57,87,434	2,15,38,926
Other Liabilities	3,13,67,640	(54,62,118)
Other Long term liabilities	73,49,278	16,91,012
	5,91,44,773	8,45,96,435
Less: Direct Taxes Paid	-	-
Net cash used in Operating Activities (a)	5,91,44,773	8,45,96,435
CASH FLOW FROM INVESTMENTING ACTIVITIES	-	-
Net cash used in Investing Activities (b)	-	-
CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Long Term borrowings (Net)	15,10,31,798	16,16,51,996
Proceeds from Short Term borrowings (Net)	-	(1,60,609)
Finance Charges	(24,89,96,737)	(24,30,44,448)
Net cash used in Financing Activities (c)	(9,79,64,939)	(8,15,53,062)
NET INCREASE IN CASH AND CASH EQUIVALENTS (a+ b + c)	(3,88,20,166)	30,43,373
Opening Cash and Cash Equivalents	6,12,17,887	5,81,74,514
Closing Cash and Cash Equivalents	2,23,97,721	6,12,17,887

Notes :

- The above statement has been prepared in indirect method as described in AS-3 issued by ICAI.
- Cash and Cash Equivalent

Cash and Cash Equivalent	31.03.2016	31.03.2015
Cash in hand	6,380	5,540
Balance with Banks	2,23,91,341	6,12,12,347
Total	2,23,97,721	6,12,17,887

For Jayesh Sanghrajka & Co. LLP
(Formerly Jayesh Sanghrajka & Co.)
Chartered Accountants
Firm Reg No.: 104184W/W100075

Ashish Sheth
Ashish Sheth
Designated Partner
Membership No.: 107162
Place : Mumbai
Date : 27th May 2016



For and on behalf of the Board of Directors

Ajit B. Kulkarni
Ajit B. Kulkarni
Director

Sharad P. Deshpande
Sharad P. Deshpande
Director

Place : Mumbai
Date : 27th May 2016

PRIME INFRAPARK PVT. LTD.

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

Corporate Information

Prime Infrapark Pvt. Ltd. ('the Company') is a company domiciled in India and incorporated under the provisions of the Companies Act. The company is an SPV of Pratibha Industries Limited to undertake DMRC project of construction of Multi Level Car Parking with Commercial Development at New Delhi Railway Station cum Airport Terminal of Airport Express Line on BOT model. The company has right to lease out the office premises and collect car parking charges and lease rental for a period of thirty years including construction period.

1. Significant Accounting Policies:

A. Basis of Preparation of Financial Statements:

The financial statements have been prepared and presented under the historical cost convention on accrual basis of accounting and in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The operating cycle is assumed to be 12 months.

B. Use of Estimates:

The presentation of financial statements in conformity with GAAP requires management to make assumptions, critical judgments and estimates, which it believes are reasonable under the circumstances that affect the reported amounts of assets, liabilities and contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Difference between the actual results and estimates are recognized in the period in which the results are known or materialized.

C. Intangible Asset:

Right to collect Lease rental and Car parking charges is stated at cost of acquisition less accumulated amortization / depletion. All costs, including finance costs and expenses incidental to acquisition attributable to the intangible assets are capitalized.

Costs include upfront payment made to DMRC and all other incidental expenses related to such acquisition. It also includes direct and indirect expenses on construction of Car Parking & commercial Development and allied infrastructure. These items are capitalized during the year on completion of constructions and commencement of right to collect Lease Rental & Car parking charges.



PRIME INFRAPARK PVT. LTD.

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

D. Amortization:

Intangible asset i.e., Lease Rental & Car Parking charges collection Right is amortized over the period of concession, using revenue based amortization method. Under this methodology, the carrying value is amortized in the proportion of actual lease revenue for the year to projected revenue for the balance lease period, to reflect the pattern in which the asset's economic benefits will be consumed. At each balance sheet date, the projected revenue for the balance period is reviewed by the management. If there is any change in the projected revenue from previous estimates, the amortization of Lease collection rights is changed prospectively to reflect any changes in the estimates.

E. Borrowing Costs:

Borrowing costs directly attributable and identifiable to the acquisition and construction of qualifying assets are capitalized till the date such qualifying assets are ready to be put to use. All other borrowing costs are expensed out.

F. Revenue Recognition

Lease rentals are recognized on accrual basis net of rebate, discounts and service tax. Car parking charges are recognized on accrual basis.

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

G. Provisions, Contingent Liabilities & Contingent Assets:

The company creates a provision when there is present obligation because of a past event that will probably result in the outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect current best estimate. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

H. Earnings Per Share:

The basic and diluted earnings per share is computed by dividing net profit attributed to equity shareholders for the year, by the weighted average number of equity shares outstanding during the period.

I. Prior Period Items:

Any income or expense which as per the Accounting Standard 5 is prior period item is booked under the Prior Period Item. Prior period items are disclosed separately in the profit and loss account so that their impact on current year's profit can be known.



Prime Infrapark Private Limited

CIN : U45400DL2009PTC196317
Notes forming part of Financial Statements

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
2 - Share Capital		
AUTHORIZED CAPITAL 100,00,000 (P.Y. 100,00,000) Equity Shares of Rs. 10 each	100,000,000	100,000,000
ISSUED, SUBSCRIBED & PAID UP CAPITAL 10,00,000 (P.Y. 10,00,000) Equity Shares of Rs. 10 each fully paid up	10,000,000	10,000,000
Total	10,000,000	10,000,000

Terms/Rights attached to equity shares

There is only one class of shares i.e. Equity shares.

Equity shares are having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

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

Reconciliation of the Number of shares outstanding at the beginning and the end of the reporting period:

Particulars	31 st March 2016		31 st March 2015	
	No of Shares	Amt in (INR)	No of Shares	Amt in (INR)
Shares at Beginning	1,000,000	10,000,000	1,000,000	1,000,000
Shares Issued During the Year	-	-	-	-
Shares at the End	1,000,000	10,000,000	10,000,000	1,000,000

Details of Shareholders (holding more than 5% in the company)

Name of Shareholder	As at 31 st March, 2016		As at 31 st March, 2015	
	Number of Shares Held	% of Holding	Number of Shares Held	% of Holding
Pratibha Industries Limited	10,000,000	100%	10,000,000	100%

The company has not issued shares for consideration other than cash during past five years

As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

The company has not issued bonus shares in last five years.

3 - Reserves & Surplus

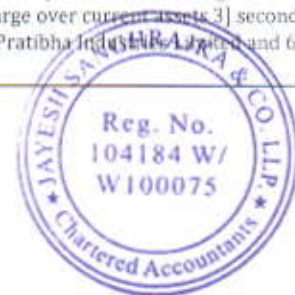
Surplus in the Statement of Profit and Loss

Balance as per last financial statement	(524,796,279)	(336,213,004)
Profit / (Loss) for the year	(225,522,322)	(188,583,276)
	(750,318,601)	(524,796,279)
Total	(750,318,601)	(524,796,279)

4 - Long Term Borrowings

Term Loan		
- Rupee Loan from Banks	-	1,066,779,438
- From Financial Institutions	1,357,490,680	186,519,648
Loans & Advances From Related Parties	860,856,064	764,784,619
Total	2,218,346,744	2,018,083,705
The above amount includes		
Secured borrowings	1,357,490,680	1,253,299,086
Unsecured Borrowings	860,856,064	764,784,619
Guaranteed by Directors and Others	1,357,490,680	1,253,299,086

4.1 Loan from financial institution carries interest at project LHPLR - 200 bps. The loan is repayable in 120 monthly installments along with interest. It is secured by 1] assignment of rights under Concession Agreement for the unexpired tenure, 2] charge over current assets 3] second charge over present and future receivables 4] charge over rent & security deposits 5] corporate guarantee of Pratibha Industries Limited and 6] personal guarantee of promoter Directors.

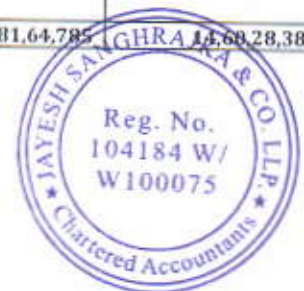


Prime Infrapark Private Limited

CIN : U45400DL2009PTC196317

Notes forming part of Financial Statements

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
5 - Other Long Term Liabilities		
Security Deposits	8,34,19,740	7,60,70,462
Total	8,34,19,740	7,60,70,462
6 - Trade Payable		
Micro Small & Medium Enterprises* Other Trade Payables	13,60,25,848	8,02,38,415
Total	13,60,25,848	8,02,38,415
* The Detail of amount outstanding to Micro, Small and Medium enterprises is given based on available information with the company.		
7 - Other Current Liabilities		
Current maturities of long-term borrowings	8,97,56,356	13,89,87,596
Withholding & other taxes payable	2,01,89,063	31,45,522
Security Deposits	2,79,839	-
Other Payables	17,14,500	38,95,266
Interest Accrued but not Due	1,62,25,027	-
Total	12,81,64,785	14,60,28,384



Prime Infrapark Private Limited
CIN : U45400DL2009PTC196317
Notes forming part of Financial Statements

08 : FIXED ASSETS

Sr. No	Particulars	GROSS BLOCK			ACCUMULATED DEPRECIATION		NET BLOCK		
		Balance as at 01/04/2015	Additions	Deduction/ Adjustments	Balance as at 31/03/2016	Balance as at 31/03/2016	Deduction/ Adjustments	Balance as at 31/03/2016	As on 31/03/2015
I	Tangible Assets								
		-	-	-	-	-	-	-	-
II	Intangible Assets								
1	Lease Rental & Car Parking Charges Collection Right	1,721,919,151	-	-	1,721,919,151	19,834,066	54,240,181	1,667,678,970	1,687,513,036
	TOTAL	1,721,919,151	-	-	1,721,919,151	19,834,066	54,240,181	1,667,678,970	1,687,513,036
		1,721,919,151	-	-	1,721,919,151	17,734,612	34,406,115	1,687,513,036	1,705,247,648



Prime Infrapark Private Limited		
CIN : U45400DL2009PTC196317		
Notes forming part of Financial Statements		
Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
9 - Long Term Loans and Advances		
Security Deposits	-	2,160,000
Balance with statutory/ Government Authorities	18,186,263	18,252,320
Total	18,186,263	20,412,320
All above Loans and Advances are Unsecured and Considered Good		
10 - Other Non Current Assets		
Term Deposits with maturity more than 12 months	69,000,000	-
Total	69,000,000	-
Above term deposits are hypothecated against loan from Financial Institutions		
11 - Trade Receivables		
Outstanding for more than six months	99,696	-
Others	10,575,319	3,307,427
Total	10,675,015	3,307,427
All the above receivables are unsecured but considered good		
12 - Cash & Cash Equivalent		
Cash & Cash Equivalent		
Balances with banks:		
- In current accounts	22,391,341	61,212,347
Cash on hand	6,380	5,540
Others	-	-
Total	22,397,721	61,217,887
13- Short Terms Loans and Advances		
Security Deposits.	2,285,000	18,000
Other Loans & Advances		
- Advances to suppliers	-	7,496
- Balance with statutory/ Government Authorities	21,834,811	20,647,957
Total	24,119,811	20,673,453
All above Loans and Advances are Unsecured and Considered Good		
14 - Other Current Assets		
Prepaid Expenses	13,580,735	12,500,563
Total	13,580,735	12,500,563



Prime Infrapark Private Limited
CIN : U45400DL2009PTC196317
Notes forming part of Financial Statements

Particulars	31.03.2016 (INR)	31.03.2015 (INR)
15 - Revenue From Operation		
<u>Operating Revenue</u>		
- Rental & Parking Income	21,24,79,068	18,72,02,237
	21,24,79,068	18,72,02,237
Other Operating Income	1,39,68,676	-
Total	22,64,47,744	18,72,02,237
16- Other Income		
Interest income	46,90,679	3,933
Other Income	-	32,92,066
Total	46,90,679	32,95,999
17 - Direct Expenses		
DMRC Charges	5,81,36,364	7,25,88,433
Total	5,81,36,364	7,25,88,433
18 - Employee Benefit expenses		
Contribution to PF & other fund	14,112	-
Salaries & Wages	16,76,436	19,38,424
Staff Welfare Expenses	-	1,955
Total	16,90,548	19,40,379
19 - Financial Costs		
Interest Expense	21,19,54,915	24,26,22,932
Other Borrowing cost	3,70,41,821	4,21,516
Total	24,89,96,737	24,30,44,448
20 - Depreciation & Amortised Cost		
Depreciation	-	-
Amortization	1,98,34,066	1,77,34,612
Total	1,98,34,066	1,77,34,612



Prime Infrapark Private Limited

CIN : U45400DL2009PTC196317

Notes forming part of Financial Statements

Particulars	31.03.2016	31.03.2015
21 - Other Expenses		
Auditors Remuneration	2,54,900	3,93,260
Commission & Brokerage Expenses	24,22,259	18,95,295
Directors Sitting Fees & Commission	30,000	-
Electricity Charges	2,91,36,848	1,37,45,860
General Expenses	3,67,843	2,65,971
Insurance Charges	12,469	9,55,904
Legal Fees & Professional Charges	2,12,492	6,08,730
Postage & Courier Charges	460	-
Printing & Stationery	9,989	-
Rates & Taxes	1,62,55,829	28,28,218
Rent	60,000	85,000
Repairs & Maintenance - Office	89,80,022	44,31,853
Travelling & Visa Expenses	11,920	50,869
Telephone & Internet Expenses	-	12,680
Total	5,77,55,030	2,52,73,640
* Auditor remuneration:		
- Audit Fees	1,14,500	3,93,260
- Other service	1,40,400	-
Total	2,54,900	3,93,260
22 - Prior Period Expenses		
Lease Rent	-	1,85,00,000
Property Tax	7,02,48,000	-
Total	7,02,48,000	1,85,00,000
23 Earning per Share		
Profit / (Loss) after tax for calculation of Basic & Diluted EPS	(22,55,22,322)	(18,85,83,276)
Weighted average number of Equity shares	10,00,000	10,00,000
Basic & Diluted Earning per share	(225.52)	(188.58)



Prime Infrapark PVT. LTD.
Notes on Financial Statements for the year ended 31st March, 2016

24. **Contingent Liabilities & Commitment:** Nil (P.Y. Nil)
25. **Foreign Exchange Income/Expense:** Nil (P.Y. Nil)

26. **Related Party Disclosure:**

As per the accounting standard 18 prescribed by the Companies (Accounts) Rules, 2014, details of related parties & transactions with them are given below:

Sr.	Name of Related Party	Relationship
1	Pratibha industries Limited	Holding Company
2	Muktangan Developers Private Limited	Associates & Enterprises under common control with reporting enterprise
3	Pratibha Holding (Singapore) Pte. Ltd	
4	Pratibha Infra Lanka (Private) Ltd (Wholly owned subsidiary of Pratibha Holding (Singapore) Pte Limited)	
5	Bhopal Sanchi Highways Pvt. Ltd.	
6	Pratibha Shareholding Pvt. Ltd.	
7	Pratibha Heavy Engineering Ltd.	
8	Pratisheel Infra Solutions Pvt. Ltd.	
9	Pratibha Membrane Filtering Systems Pvt. Ltd.	
10	Mr. Ajit Kulkarni	
11	Mr. Sharad P Deshpande	

Disclosure of related party transactions

(Rs. in Lakhs)

Particulars	2015-16	2014-15
<u>Loans & Advances received</u>		
Pratibha Industries Limited	960.72	2,749.92
Closing Balance of Loans and Advances	8608.56	7,647.85

27. The company has accumulated losses amounting to Rs. 75,03,18,600 and its networth is fully eroded. However, the financial statements have been prepared on Going Concern assumption as the company has entered into Concession Agreement with DMRC on 1st April 2010 for a period of thirty years which gives Right to collect Lease Rental and Car Parking charges. The management is hopeful to recover the losses in future.
28. There are no transactions under AS 4, 5, 9, 11, 12, 14, 15, 16, 19, 22, 26 and 28. Hence, no disclosures under them are made.
29. Balance under the head 'Trade Receivables', 'Trade Payables' and 'Deposits' are shown as per books of accounts. They are subject to confirmation by concerned parties and adjustment if any, on reconciliation thereof.
30. In the opinion of the Board of Directors, the Current Assets, Loans & Advances have a value on realization in ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.




Prime Infrapark PVT. LTD.
Notes on Financial Statements for the year ended 31st March, 2016


31. Additional Information pursuant to Schedule III of the Companies Act, 2013 are not applicable and hence not disclosed.
32. Previous year figures have been restated, reclassified or regrouped wherever necessary.


For **Jayesh Sanghrajka & Co LLP.**
(Formerly Jayesh Sanghrajka & Co.)
Chartered Accountants
Firm Regn. No.: 104184W/W100075

For & on Behalf of the Board


Ashish Sheth
Designated Partner
M.No.107162




Mr. Ajit B. Kulkarni
Director


Mr. Sharad P. Deshpande
Director

Place: Mumbai
Date: 27th May, 2016

Place: Mumbai
Date: 27th May, 2016

MUKTANGAN DEVELOPERS PVT. LTD.

**ANNUAL REPORT
2015 - 2016**

● **AUDIT REPORT BY ●**
Jayesh Sanghrajka & Co. LLP

Chartered Accountants
405 - 408, Hind Rajasthan Centre,
95, D. S. Phalke Road, Dadar (E),
Mumbai - 400 014.

Ph. / Fax: 40774600/01/02
E- mail: jayesh@jsandco.in
Website: www.jsandco.in



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Independent Auditor's Report

To,
The Members of
Muktangan Developers Pvt. Ltd.

Report on the Financial Statements

We have audited the accompanying financial statements of **Muktangan Developers Pvt. Ltd.**, ("the Company"), which comprises the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the 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 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 and financial performance 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act, except with regard to the matters set out below in Basis of Qualified Opinion, where we have not been able to perform audit in conformity with relevant auditing standards in the absence of sufficient appropriate evidence. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained, except with regard to the matters set out below in Basis of Qualified Opinion, is sufficient and appropriate to provide a basis for our qualified audit opinion on the financial statements.

Basis for Qualified Opinion

1. Reference is invited to Note No. 21 to the financial statements, which states that balances under the head 'Trade Payables', 'Security Deposit' and 'Loans and Advances' are subject to confirmation by concerned parties and adjustment if any, on reconciliation thereof.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects, which are not quantifiable, of the matters described in the Basis for Qualified Opinion paragraph, the aforesaid standalone 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:

- a. in the case of the Balance Sheet, of the state of affairs of the Company as at March 31,

Batgach
& Affiliates
A Network Approved by ICAI

405-408, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014
✉: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

2016;

- b. in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- c. in the case of the Statement of Cash Flow Statement, of the cash flows for the year ended on that date;

Report on Other Legal and Regulatory Requirements

Report on Other Legal and Regulatory Requirements As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by section 143(3) of the Act, we report that:

- a) we have sought and except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph, 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 company does not have any branch.
- d) the Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- e) except for the possible effects of the matters described in the Basis of Qualified Opinion paragraph, 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 (as amended).
- f) the matters described under the Basis for Qualified Opinion paragraph read with





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Clause vii(a) of Annexure A attached hereto, in our opinion, may have an adverse effect on the functioning of the Company.

- g) on the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- h) There is no qualification relating to the maintenance of accounts and other matters the qualification relating to the maintenance of accounts and other matters connected therewith are as stated in the Basis for Qualified Opinion paragraph above connected herewith.
- i) 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"; and
- j) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us :
- the Company does not have any pending litigations which would impact its financial position
 - the Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - there were no amounts which required to be transferred to the Investor Education and Protection Fund.

For **Jayesh Sanghrajka & Co. LLP.**

Chartered Accountants

ICAI Firm Regn. No.: 104184W/W100075

Ashish Sheth
Ashish Sheth
Designated Partner
M. No.: 107162



Place: Mumbai

Date: 27th May, 2016

Batgach
& Affiliates

A Network Approved by ICAI

405-408, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
✉: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Annexure A to Independent Auditor's Report

The Annexure referred to in our report to the members of **Muktangan Developers Pvt. Ltd.** ('The Company') for the year ended 31st March, 2016. We report that:

- 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, the assets consist of only Land and Capital WIP. Hence no physical verification is required.
 - c. the title deeds of immovable properties are held in the name of the company.
- ii. in respect of inventories, as explained to us, the Company did not have any Inventory during the year. Therefore, the provisions of Clause (ii) of paragraph 3 of the Order are not applicable to the Company.
- iii. in respect of loans, the company has not granted any loan to any company, firms or other parties covered in the Register maintained under Section 189 of the Companies Act. Therefore, the provisions of Clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- iv. The company has not given any loans, investments, guarantees, and security covered under section 185 and 186 of the Companies Act, 2013. Therefore, the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company.
- v. In respect of Deposit, the company has not accepted any deposit under sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. Maintenance of cost records and accounts are not prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act. Therefore,



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

the provisions of Clause (vi) of paragraph 3 of the Order are not applicable to the Company.

vii. In respect of statutory dues:

a. According to information and explanations given to us and on the basis of our examination, undisputed statutory dues which include Tax Deducted At Source and Property Tax *have not been regularly deposited with the appropriate authorities. According to the information and explanations given to us, undisputed amounts payable in respect thereof, which were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable are as follows:*

<i>Nature</i>	<i>Amount</i>	<i>Due Date</i>
<i>Tax Deducted At Source</i>	<i>1,500</i>	<i>07/09/2015</i>

b. As per the information and explanations provided to us, there were no statutory dues which were not deposited due to any dispute.

viii. The company has not taken loan from any financial institution or bank. Therefore, the provisions of Clause (ix) of paragraph 3 of the Order are not applicable to the Company. Further, company has not issued debentures.

ix. The Company has not taken any term loan. During the year, the company has not raised money by way of initial public offer or further public office (including debt instrument).

x. In our opinion and according to the information and explanation given to us, no material fraud on or by the Company has been noticed or reported during the year.

xi. According to the information and explanation given to us, the company has not paid any managerial remuneration.

xii. According to the information and explanation given to us, the company is not the Nidhi Company. Therefore, provisions of clause 3(xii) of the order are not applicable to the company.



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

- xiii. According to the information and explanation given to us, there were no transactions entered into by the company with the related parties which are covered under Sections 177 and 188 of Companies Act, 2013. Hence the provisions of clause 3(xiii) of the Order are not applicable to the company.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. According to the information and explanation given to us, the company has not entered into any non-cash transactions with directors or persons connected with him during the year.
- xvi. According to the information and explanation given to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Jayesh Sanghrajka & Co LLP.**

Chartered Accountants

ICAI Firm Regn. No.: 104184W/W100075


Ashish Sheth
Designated Partner
M. No.: 107162



Place: Mumbai

Date: 27th May, 2016

Batgach
& Affiliates

A Network Approved by ICAI

405-408, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
✉: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

Annexure B to the Independent Auditors' Report

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

We were engaged to audit the internal financial controls over financial reporting of **Muktangan Developers Pvt. Ltd.** ("the Company") as of March 31, 2016 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 issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

Auditors' 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 Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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

Batgach
& Affiliates

A Network Approved by ICAI

405-408, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
E: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in / www.batgach.com
Branches at Kanjurmarg & Vashi





JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

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 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.

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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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.



JAYESH SANGHRAJKA & CO. LLP

CHARTERED ACCOUNTANTS

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 March 31, 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 Institute of Chartered Accountants of India.

For Jayesh Sanghrajka & Co. LLP

Chartered Accountants

ICAI Firm Reg. No. 104184W/W100075


Ashish Sheth
Designated Partner
M. No. 107162



Place: Mumbai

Date: 27th May, 2016

Batgach
& Affiliates

A Network Approved by ICAI

405-408, Hind Rajasthan Centre, D.S. Phalke Rd, Dadar (C. Rly.), Mumbai 400014, Maharashtra
✉: jayesh@jsandco.in / ☎ : 40774600 (18 Lines) Website: www.jsandco.in/www.batgach.com
Branches at Kanjurmarg & Vashi

MUKTANGAN DEVELOPERS PVT. LTD.

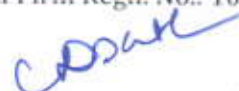
CIN: U45200MH2005PTC153142

Balance Sheet as at 31st March, 2016

Particulars	Notes	31.03.2016	31.03.2015
		(INR)	(INR)
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	40,00,000	40,00,000
(b) Reserves and Surplus	3	(28,689)	-
		39,71,311	40,00,000
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	12,48,57,523	12,39,26,107
		12,48,57,523	12,39,26,107
(3) Current Liabilities			
(a) Trade payables	5	6,90,722	6,68,172
(b) Other current liabilities	6	7,11,250	6,87,914
		14,01,972	13,56,086
Total Liabilities		13,02,30,806	12,92,82,193
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	7		
(i) Tangible assets		4,04,95,838	4,04,95,838
(ii) Capital work-in-progress		7,91,70,941	7,82,22,328
		11,96,66,779	11,87,18,166
(b) Non-current investments	8	7,12,500	7,12,500
(c) Long Term Loans and Advances	9	96,10,640	96,10,640
		12,99,89,919	12,90,41,306
(2) Current assets			
(a) Cash and Bank Balance	10	2,18,388	2,18,388
(b) Short-term loans and advances	11	22,500	22,500
		2,40,888	2,40,888
Total Assets		13,02,30,806	12,92,82,193

As per our Report of even date
For **Jayesh Sanghrajka & Co. LLP**
Chartered Accountants

ICAI Firm Regn. No.: 104184W/W100075


Ashish Sheth
Designated Partner
M No: 107162



Place : Mumbai
Date : 27th May, 2016

For and on behalf of the Board


Ajit Kulkarni
Director
DIN: 00220578


Ravi Kulkarni
Director
DIN: 00948406

Place : Mumbai
Date : 27th May, 2016

MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

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

Particulars	Notes	31.03.2016	31.03.2015
		(INR)	(INR)
Revenue from operations		-	-
Total		-	-
Expenses:			
Other expenses	12	28,689	-
Total		28,689	-
Profit Before Tax		(28,689)	-
Less: Tax expense		-	-
Profit for the year		(28,689)	-
Earning per equity share:	13		
(1) Basic		(0.07)	-
(2) Diluted		(0.07)	-

The accompanying Notes are an integral part of Financial Statements.

As per our Report of even date attached.

For Jayesh Sanghrajka & Co. LLP

Chartered Accountants.

ICAI Firm Regn. No.: 104184W/W100075

Ashish Sheth
Ashish Sheth

Designated Partner

M No: 107162

Place : Mumbai

Date : 27th May, 2016



For and on behalf of the Board

Ajit Kulkarni
Ajit Kulkarni

Director

DIN: 00220578

Place : Mumbai

Date : 27th May, 2016

Ravi Kulkarni
Ravi Kulkarni

Director

DIN: 00948406

MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Cash Flow Statement for the year ended 31st March, 2016

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(28,689)	-
Adjustment for:		
Increase / (Decrease) in Other current liabilities	23,336	55,128
Increase / (Decrease) in Trade payables	22,550	(1,12,538)
(Increase) / Decrease in Loans & Advance	-	-
	17,197	(57,410)
Less: Direct Taxes Paid	-	-
Net cash used in Operating Activities	17,197	(57,410)
CASH FLOW FROM INVESTING ACTIVITIES		
Addition to Capital WIP	(9,48,613)	(11,32,434)
	(9,48,613)	(11,32,434)
CASH FLOW FROM FINANCING ACTIVITIES		
Additional to Long term borrowing	9,31,416	12,51,162
	9,31,416	12,51,162
NET INCREASE IN CASH AND CASH EQUIVALENTS	-	61,318
Opening Cash and Cash Equivalents	2,18,388	1,57,070
Closing Cash and Cash Equivalents	2,18,388	2,18,388

Notes :

- The above statement has been prepared in indirect method as described in AS-3 issued by ICAI.
- Cash and Cash Equivalent

Cash and Cash Equivalent	31.03.2016	31.03.2015
Cash in hand	8,510	8,510
Balance with Banks	2,09,878	2,09,878
Total	2,18,388	2,18,388

For Jayesh Sanghrajka & Co. LLP

Chartered Accountants

ICAI Firm Regn. No.: 104184W/W100075

Ashish Sheth
Ashish Sheth
 Designated Partner
 M No: 107162
 Place : Mumbai
 Date : 27th May, 2016



For and on behalf of the Board

Ajit Kulkarni
Ajit Kulkarni
 Director
 DIN: 00220578
 Place : Mumbai
 Date : 27th May, 2016

Ravi Kulkarni
Ravi Kulkarni
 Director
 DIN: 00948406

MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

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

Corporate Information

Muktangan Developers Private Limited ('the Company') is a company domiciled in India and incorporated under the provisions of the Companies Act. The company is engaged to carry on business of development of Land and Real Estate and dealing in properties both commercial and residential.

1. Significant Accounting Policies:

A. Basis of Preparation of Financial Statements:

The financial statements have been prepared and presented under the historical cost convention on accrual basis of accounting and in accordance with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The operating cycle is assumed to be 12 months.

B. Use of Estimates:

The presentation of financial statements in conformity with GAAP requires management to make assumptions, critical judgments and estimates, which it believes are reasonable under the circumstances that affect the reported amounts of assets, liabilities and contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Actual results could differ from those estimates. Difference between the actual results and estimates are recognized in the period in which the results are known or materialized.

C. Fixed Assets:

Fixed Assets are stated at cost of acquisition, including any attributable cost for bringing the asset to its working condition for its intended use, less accumulated depreciation and impairment loss.

Capital Work-In-Progress is stated at the amount expended on construction and incidental expenses up to the date of Balance Sheet.

D. Investments:

Long Term Investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management.

E. Provisions, Contingent Liabilities & Contingent Assets:

The company creates a provision when there is present obligation because of a past event that will probably result in the outflow of resources and a reliable



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

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

estimate can be made of the amount of obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect current best estimate. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

F. Earnings Per Share:

The basic and diluted earnings per share is computed by dividing net profit attributed to equity shareholders for the year, by the weighted average number of equity shares outstanding during the period.



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming part of the Financial Statements as on 31st March, 2016

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
2 - Share Capital		
AUTHORIZED CAPITAL		
4,00,000 (P.Y.4,00,000) Equity Shares of Rs 10/- Each	40,00,000	40,00,000
	40,00,000	40,00,000
ISSUED, SUBSCRIBED & PAID UP CAPITAL		
4,00,000 (P.Y.4,00,000) Equity Shares of Rs 10/- Each, fully paid-up	40,00,000	40,00,000
Total	40,00,000	40,00,000

2.1 Reconciliation of Equity Shares outstanding at the beginning and at the end of the reporting period

Particulars	31.03.2016		31.03.2015	
	No of Shares	Amount (Rs)	No of Shares	Amount (Rs)
Number of Shares at the beginning	4,00,000	40,00,000	4,00,000	40,00,000
Add:- Number of Shares Issued	-	-	-	-
Number of Shares at the end	4,00,000	40,00,000	4,00,000	40,00,000

2.2 The company has only one class of shares, namely Equity Shares

2.3 Terms/Rights attached to equity shares

2.3.1 Equity shares are having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share.

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

2.4 Details of shareholders holding more than 5% shares in the company

Particulars	31.03.2016		31.03.2015	
	No of shares	%	No of shares	%
Equity shares of Rs 10 each fully paid				
- M/s Pratibha Industries Limited	4,00,000	100%	4,00,000	100%

2.4.1 As per the records of the company, including its register of shareholders/members and other declaration received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

2.5 The company has neither issued any bonus shares nor any shares pursuant to contract without payment being received in cash during preceding five years. It has also not bought back any shares during these years.

3 - Reserves & Surplus

Surplus in the Statement of Profit and Loss		
Balance as per last financial statement		
Profit / (Loss) for the year	(28,689)	
Total	(28,689)	



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming part of the Financial Statements as on 31st March, 2016**4 - Long Term Borrowings**

Unsecured Loan from Shareholder Pratibha Industries Limited	12,48,57,523	12,39,26,107
Total	12,48,57,523	12,39,26,107

Refer note number 17 for Related party transactions.

5 - Trade Payables

Micro Small & Medium Enterprises*	-	-
Other Trade Payables	6,90,722	6,68,172
	6,90,722	6,68,172

* The Detail of amount outstanding to Micro, Small and Medium enterprises is given based on available information with the company.

6 - Other Current Liabilities

Security Deposits	4,99,662	4,99,662
Withholding & other taxes payable	1,91,234	1,52,349
Other Payables	20,354	35,903
Total	7,11,250	6,87,914



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming a part of the Financial Statements as on 31st March, 2016

7 - Fixed Assets

Sr. No	Particulars	Gross Block			Depreciation			Net Block		
		01.04.2015	Additions	Deduction/ Adjustments	31.03.2016	01.04.2015	Additions	Deduction/ Adjustments	As on 31.03.2016	As on 01.04.2015
1	Tangible Assets									
	Freehold Land	4,04,95,838	-	-	4,04,95,838	-	-	-	4,04,95,838	-
	TOTAL	4,04,95,838	-	-	4,04,95,838	-	-	-	4,04,95,838	4,04,95,838
	P.Y.	4,04,95,838	-	-	4,04,95,838	-	-	-	4,04,95,838	4,04,95,838
1	Capital Work In progress								7,91,70,941	7,82,22,328

Capital Work In progress	
Opening Balance as on 01.04.2015	7,82,22,328
Add: Expenses	
Property Tax	9,16,613
Salary & Wages	32,000
	9,48,613
Closing Balance as on 31.03.2016	7,91,70,941



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming part of Financial Statements As On 31st March, 2016

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
8 - Non Current Investment		
Non Trade Investments		
Unquoted Equity Instruments		
71,250 (P.Y. 71,250) Equity shares of Janakalyan Sahakari Bank Ltd of Rs.10 Each, Fully Paid Up	7,12,500	7,12,500
Total	7,12,500	7,12,500
9 - Long Terms Loans and Advances		
Retention & Security Deposits.	96,10,640	96,10,640
Total	96,10,640	96,10,640
10 - Cash & Bank Balance		
<u>Balances with banks:</u>		
- In current accounts	2,09,878	2,09,878
Cash in Hand	8,510	8,510
Total	2,18,388	2,18,388
11 - Short Terms Loans and Advances		
Advances to Suppliers	22,500	22,500
	22,500	22,500



MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming part of Financial Statements As On 31st March, 2016

Particulars	31.03.2016	31.03.2015
	(INR)	(INR)
12 - Other Expenses		
Rates and Taxes	2,239	-
Consultancy Charges	16,450	-
Auditor Remuneration - Statutory Audit	10,000	-
Total	28,689	-
13- Earning Per Share		
Profit / (Loss) after tax for calculation of Basic & Diluted EPS	(28,689)	-
Weighted average number of Equity sha	4,00,000	4,00,000
Basic & Diluted Earning per share	(0.07)	-



MUKTANGAN DEVELOPERS PVT. LTD.**CIN: U45200MH2005PTC153142****Notes forming part of Financial Statements As On 31st March, 2016**

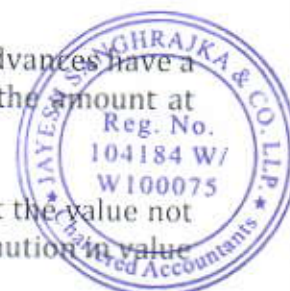
14. The Company is a whole owned subsidiary of Pratibha Industries Limited.
15. **Contingent Liabilities & Commitment:** Nil (P.Y. NIL)
16. **Foreign Exchange Income & Expense:** Nil (P.Y. NIL)
17. **Related Party Disclosure:**
As per the accounting standard 18 prescribed by the Companies (Accounts) Rules, 2014, details of related parties & transactions with them are given below:

Sr. No.	Name of Related Party	Relationship
1.	Pratibha Industries Limited	Holding Company
2.	Prime Infrapark Pvt. Ltd	Associates & Enterprises over which Key Managerial Personnel are able to exercise significant influence
3.	Pratibha Holding (Singapore) Pte. Ltd	
4.	Pratibha Infra Lanka (Private) Ltd (Wholly owned subsidiary of Pratibha Holding (Singapore) Pte Limited)	
5.	Bhopal Sanchi Highways Pvt. Ltd.	
6.	Saudi Pratibha Industries Limited	
7.	Pratibha Heavy Engineering Ltd.	
8.	Elegant Infrastructure & Real Estate Pvt. Ltd.	
9.	Pratibha Shareholding Pvt. Ltd.	
10.	Pratibha Developers Pvt. Ltd.	
11.	Pratibha Infrastructure Pvt. Ltd.	
12.	Spark Infra Solutions Private Limited	
13.	Celestial Consultancy Service Private Limited	
14.	Acme Infrastructure Management And Consultancy Services Private Limited	
15.	Pratibha Membrane Filtering Systems Pvt. Ltd.	
16.	Pratisheel Infra Solution Pvt. Ltd.	
17.	Anand Kulkarni Ventures Pvt. Ltd.	
18.	Mr. Anand A. Kulkarni	
19.	Mrs. Samidha A. Kulkarni	
20.	Mr. Ajit B. Kulkarni	
21.	Mr. Ravi A. Kulkarni	

Details of transactions during the year:

Particulars	2015-16	2014-15
Holding Co.		
Loans received		
Pratibha Industries Ltd	9,31,416	12,51,162

18. There are no disclosures under AS 4, 5, 9, 11, 12, 14, 15, 16, 19, 22, 26 and 28.
19. In the opinion of the Board of Directors, the Current Assets, Loans & Advances have a value on realization in ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.
20. The Management is of the opinion that the investment would realize at the value not less than book value on disposal and accordingly no provision for diminution in value of investment is made.




MUKTANGAN DEVELOPERS PVT. LTD.

CIN: U45200MH2005PTC153142

Notes forming part of Financial Statements As On 31st March, 2016

21. Balances under the head 'Trade Payables','Security Deposit' and 'Loans and Advances' are subject to confirmation by concerned parties and adjustment if any, on reconciliation thereof.
22. Additional Information pursuant to Schedule III of the Companies Act, 2013 are not applicable and hence not disclosed.
23. Previous year figures have been restated, reclassified or regrouped wherever necessary.

For **Jayesh Sanghrajka & Co LLP.**
Chartered Accountants
ICAI Firm Regn. No.: 104184W/W100075


Ashish Sheth
Designated Partner
M.No.107162



Place: Mumbai
Date: 27th May, 2016

For & on Behalf of the Board


Mr. Ajit Kulkarni
Director
DIN:00220578


Mr. Davi Kulkarni
Director
DIN: 00948406

Place: Mumbai
Date: 27th May, 2016

MUKTANGAN DEVELOPERS PVT. LTD.**Trial Balance for the year ended 31st March 2016**

G/L	Name	Amount
8011001	FA-Land	4,04,95,838
8025751	Capital Work in Progress	7,91,70,941
8121016	Share of Janakalyan Sahakari Bank Ltd.	7,12,500
8230128	Cash Book - Mukhtangan (JV)	8,510
8246000	Corporation Bank CBCA/01/000032 Main	1,02,231
8246001	Corporation Bank CBCA/01/000032 Incoming	14,51,590
8246002	Corporation Bank CBCA/01/000032 Outgoing	-14,51,590
8246010	Janakalyan Sahakari Bank Ltd 2464 - Main	1,07,647
8261013	Advance - Expenses	22,500
8262010	Deposit - TLD	95,78,240
8262129	Deposit - MCGM Other	32,400
8264024	Pratibha Industries Ltd	-12,48,57,523
7110000	Equity Share Capital	-40,00,000
7310006	Security Deposit - Sub Con	-4,99,662
7320013	Outstanding Liability	-3,500
7330018	Wages & Salary Payable	0
7330027	Consultancy Charges Payable	-16,854
7330044	Property Tax Payable	-1,88,734
7330051	M L W F (Payable)	0
7340004	TDS on Contractors Section Code 194C (Others)	0
7340011	TDS on Prof/Tech. Service Section Code 194} (Compa	-1,500
7340012	TDS on Prof/Tech. Service Section Code 194} (Other	-1,000
7350002	Vendor - Sub Contractor	0
7350003	Vendors - Expenses	-4,37,559
7350013	Vendors - Service Tax	-2,53,163
1002029	Reinforcement Steel - Consumption A/c	4,48,312
1015020	Customer Delevary Consuption A/c Without Cost Elem	-4,48,312
3042040	Service Tax	2,100
3053000	Electricity Charges	0
3056000	Consultancy Charges	26,450
3222110	Interest on Tds	139
3160001	Salary A/c	0

For and on behalf of the Board


Ajit Kulkarni

Director

DIN: 00220578

Place : Mumbai

Date : 27th May, 2016


Ravi Kulkarni

Director

DIN: 00948406

INDEPENDENT AUDITOR'S REPORT

To the Members of Bhopal Sanchi Highways Private Limited

Report on the Financial Statements

1. We have audited the accompanying financial statements of Bhopal Sanchi Highways (P) Ltd. ("the Company"), which comprise the Balance Sheet as at March 31, 2016, 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

2. The management and Board of Directors of the Company are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. 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

4. 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk



assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements, that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management and Board of Directors, as well as evaluating the overall presentation of the financial statements

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

Emphasis of Matter

6. We draw attention to Note No. 9 & Note No. 23 regarding the termination of the road construction project awarded to the company by NHAI. The company has a claim for compensation in respect of the same, which the company is certain of recovering and hence no provision in respect of the same has been made. The matter is under arbitration. Pending settlement of the same the company is of the view that the going concern status is not impaired.

Our report is not qualified in respect of the matters stated above.

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2016, its profit and its cash flows for the year ended on that date

Report on Other Legal and Regulatory Requirements

8. 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 Annexure - "A" a statement on the matters specified in paragraphs 3 and 4 of the order.
9. As required by section 143(3) of the Act, we further 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 purpose 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, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the aforesaid financial statements comply with the applicable 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 March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164(2) of the Act
- f. With respect to the adequacy of the Internal Financial Controls over financial reporting of the company and the operating effectiveness of such controls, we give our separate report in "Annexure - B".
- g. With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) As per the best estimates made by the management on the basis of opinion taken, the Company is of the view that the ongoing litigations as at the reporting date would not have a material impact on its financial position;
 - ii) Based upon the assessment made by the company, there are no material foreseeable losses on its long term contracts that may require any provisioning.
 - iii) In view of there being no amount(s) required to be transferred to the Investor Education and Protection Fund for the year under audit the reporting under this clause is not applicable.

**For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E**

Narendra Khandal

**CA Narendra Khandal
Partner
M. No. 065025**

**Place : Mumbai
Date :**



**Annexure – A to the Independent Auditors Report
Referred to in para 7 of our report of even date, to the members of Bhopal Sanchi
Highways Private Limited for the year ended March 31, 2016**

- (i) a) In our opinion and according to the information and explanations given to us, the company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) There is a phased programme for verification of fixed assets, which in our opinion, is reasonable having regard to the size of the company and the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
- c) The company does not have any land as its assets.
- (ii) The inventory has been physically verified during the period by the management. In our opinion, the frequency of verification is reasonable. During the year, no material discrepancies were noticed on such verification.
- (iii) In our opinion and according to the information and explanation given to us, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, the reporting requirements under sub-clause (a), (b) and (c) of Clause (iii) of paragraph 3 of the order are not applicable.
- (iv) In our opinion and according to the information and explanation given to us, In respect of loans, investments and guarantees, the company has complied with the provisions of Section 185 and 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits during the period under audit. Consequently, the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 of the Act and the rules framed thereunder are not applicable.
- (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Act for the company. Hence, the reporting requirements under clause (vi) of paragraph 3 of the order are not applicable.



- (vii) a) According to the records of the company, statutory dues like investor education protection fund, employees' state insurance, wealth tax, service tax, custom duty, excise duty, cess and other statutory dues are not applicable to the company; as regards the applicable statutory dues, the company has not been regular in payment of TDS, WCT, labour cess, professional tax, etc. The details of statutory dues payable for a period of more than six months as at the balance sheet date is as under:

Nature of Dues	Amount (in Rs.)
Professional Tax	6,312
Income tax for the FY 2014-15	95,778
Works Contract Tax / VTA	36,87,782
Tax Deducted at Sources	96,481
Labour Cess	41,96,763

Further, in certain cases the company has failed in deducting the TDS and labour cess from the bills of the contractors.

- b) According to the information and explanations given to us, there are no applicable statutory dues which have not been deposited on account of any dispute.
- (viii) Based on the audit procedures carried out by us and on the basis of the information and explanations provided by the management we are of the opinion that the company has not been regular in repayment of interest and dues to banks. As at the reporting date, interest amounting to Rs. 80.82 Lacs due to banks for the month of Feb and March are yet to be paid. Further, the company has not paid the instalment for the full year amounting to Rs. 1023.25 Lacs for the term loan availed by it. The company does not have any borrowings from financial institutions / government / debenture holders.
- (ix) Read along with Note 9 & 23, we report that based on the information and explanation provided to us, we are of the opinion that the term loan taken by the company have been ultimately utilized for the purpose for which they were taken. Further, the company has not raised any funds by way of initial / further public offer.
- (x) Based on the audit procedures performed by us for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given to us by the management, we report that we have neither come across any instance of fraud by the company or on the company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- (xi) According to the information and explanations given to us, the company has not paid any managerial remuneration during the year and hence the reporting requirements under clause (xi) of paragraph 3 of the order are not applicable.
- (xii) The company is not a Nidhi Company and hence the reporting requirements under clause (xii) of paragraph 3 of the order are not applicable.
- (xiii) According to the information and explanations given to us, all transactions entered into by the company with related parties are in compliance with section 177 and 178 of the Act where applicable and the details thereof have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit.



- (xv) As per the information and explanations provided to us, the company has not entered into any non-cash transactions with directors or persons connected with them.
- (xvi) In our opinion and according to the information and explanations given to us, the company is not required to be registered under Section 45 - 1A of the Reserve Bank of India, 1934.

**For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E**



**CA Narendra Khandal
Partner
M. No. 065025**

**Place: Mumbai
Date:**



Annexure - B to the Independent Auditors Report

Referred to in para 8 of our report of even date, to the members of Bhopal Sanchi Highways Private Limited for the year ended March 31, 2016

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 controls over financial reporting of Bhopal Sanchi Highways Private Limited ("the Company") as of March 31, 2016 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 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 Companies Act, 2013.

Auditors' 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 Companies Act, 2013, 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 Institute of Chartered Accountants of India. 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 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.



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 March 31, 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 Institute of Chartered Accountants of India.

**For MKPS & Associates
Chartered Accountants
FRN 302014E**



**CA Narendra Khandal
Partner
M No. 065025**

**Place : Mumbai
Date :**



BHOPAL SANCHI HIGHWAYS PRIVATE LIMITED

Note No. 1 - Background and Significant Accounting Policies

(a) Background

The Company was incorporated under the Companies Act 1956 on June 29, 2010, vide Registration No U45200DL2010PTC204952.

The company has been formed for the business of construction of 2 laning with paved shoulders of Bhopal - Sanchi section of NH-86 to be executed under the Build, Operate and Transfer (BOT) model, awarded by National Highways Authority of India (NHAI) and also to undertake such ancillary works and other assignments / contracts as may be assigned by NHAI in connection to the project.

(b) Significant Accounting Policies

1. 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 (GAAP) in India, the provisions of the Companies Act, 2013, and applicable accounting standards referred to in the Companies Act, 2013. All income and expenditure having a material bearing on the financial statements are recognised on an accrual basis.

2. Use of estimates

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including current liabilities) as of the date of the financial statements, the reported income and expenses during the reporting period and disclosure of contingent liabilities. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates.

3. Fixed Assets / Capital Work in Progress and Depreciation

- a. The Company capitalises all costs relating to acquisition and installation of fixed assets. Expenses incurred on the Bhopal Sanchi Road include direct and attributable / allocated indirect expenses incurred including for procurement of land / cost of construction of toll plazas, bridges, culverts, equipment and other related expenses incurred prior to the commissioning. Assessment of indication of impairment of an asset is made at the year end and impairment loss, if any, is recognised.
- b. Depreciation on the project post completion would be allocated on the basis of the proportion of the toll collected to the toll collectible over the period of the project.

4. Impairment of Assets

The carrying values of assets of the Company's cash-generating unit are reviewed for impairment annually or more often if there is an indication of decline in value. If any indication of such impairment exists, the recoverable amounts of those assets are estimated and impairment loss is recognised, if the carrying amount of those assets exceeds their recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the estimated future cash flows to their present value based on appropriate discount factor.

BHOPAL SANCHI HIGHWAYS PRIVATE LIMITED

5. Borrowing Cost

Borrowing costs incurred in respect of borrowings specifically made towards construction of the Project assets are treated as a part of Capital Work in progress for subsequent capitalization as on commencement of commercial operations of the road. Borrowing costs incurred subsequent to the capitalisation date are charged to the Profit and Loss statement.

6. Taxes on Income

Taxes include taxes on the Company's taxable profits, adjustment attributable to earlier periods and changes in deferred taxes. Valuation of all tax liabilities / receivables is conducted at nominal amounts and in accordance with enacted tax regulations and tax rates or in the case of deferred taxes those that have been substantially enacted.

Deferred tax is calculated to correspond to the tax effect arising when final tax is determined. Deferred tax corresponds to the net effect of tax on all timing differences, which occur as a result of items being allowed for income tax purposes during a period different from when they were recognised in the financial statements.

Deferred tax assets are recognised with regard to all deductible timing differences to the extent that it is probable that taxable profit will be available against which deductible timing differences can be utilised. When the Company carries forward unused tax losses and unabsorbed depreciation, deferred tax assets are recognised only to the extent there is virtual certainty backed by convincing evidence that sufficient future taxable income will be available against which deferred tax assets can be realised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced by the extent that it is no longer probable that sufficient taxable profit will be available to allow all or a part of the aggregate deferred tax asset to be utilised.

7. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are not recognised but are disclosed in the notes to the financial statement. A contingent asset is neither recognised nor disclosed.

8. Revenue Recognition

The Concession Agreement envisages Revenue in the form of Annuity of a fixed sum on pre-determined dates (not more than twice a year). The Annuity payment will start accruing to the Company after the Commercial Operation Date ("COD"). As the Project is still under pre-operative stage, no revenue has been recognised.

BHOPAL SANCHI HIGHWAYS PRIVATE LIMITED

9. Earnings per Share

Basic earnings per share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the Company by the weighted average number of equity shares in issue during the year.

Diluted earnings per share is calculated by dividing the net profit after tax for the year attributable to equity shareholders of the company by the weighted number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities.

10. Cash and Cash Equivalents

Cash and bank balances, and current investments that have insignificant risk of change in value, which have duration of up to three months, are included in the Company's cash and cash equivalents in the Cash Flow Statement.

11. Cash Flow Statements

The Cash Flow Statement is prepared in accordance with "indirect method" as prescribed in the Accounting Standard (AS) 3 on "Cash Flow Statements".

12. Current/Non-Current Assets and Liabilities:

Assets are classified as current when it satisfies any of following criteria:

- It is expected to be realized within twelve months after the reporting date,
- It is held primarily for the purpose of being traded,
- It is Cash or cash equivalent unless it restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets are classified as Non-current.

Liabilities are classified as current when it satisfies any of following criteria:

- It is expected to be settled within twelve months after the reporting date,
- It is held primarily for the purpose of being traded,
- The company does not have an unconditional right to defer the settlement of the liability for at least twelve months after the reporting date.

All other liabilities are classified as Non-current.

	Particulars	Note No.	31-Mar-16	31-Mar-15
I.	<u>EQUITY & LIABILITIES</u>			
1	<u>Shareholder's Funds</u>			
	(A) Share Capital	2	1,00,000	1,00,000
	(B) Reserve & Surplus		(34,655)	(36,967)
			65,345	63,033
2	<u>Non - Current Liabilities</u>			
	Long Term Borrowings	3	62,73,63,003	66,49,20,591
			62,73,63,003	66,49,20,591
3	<u>Current Liabilities</u>			
	(a) Other Current Liabilities	4	35,27,47,702	25,55,30,280
	(b) Short Term Provisions	5	96,322	95,778
			35,28,44,024	25,56,26,058
	TOTAL		98,02,72,372	92,06,09,682
II.	<u>ASSETS</u>			
1	<u>Non - Current Assets</u>			
	(A) Fixed Assets			
	(i) Tangible Assets	6	5,20,95,489	5,51,55,233
	(ii) Intangible Assets			
	(iii) Capital Work in Progress	7	-	-
	(B) Long Term loans and advance	8	-	-
	(C) Other Non Current Assets	9	91,58,19,413	85,03,77,725
			96,79,14,902	90,55,32,958
2	<u>Current Assets</u>			
	(a) Inventories	10	95,59,126	95,59,126
	(a) Cash & Cash Equivalents	11	7,83,648	7,55,195
	(b) Other Current Assets	12	20,14,696	47,62,402
	TOTAL		1,23,57,470	1,50,76,724
	TOTAL		98,02,72,372	92,06,09,682

Significant Accounting Policies & Notes on Financial Statements

1

0.06

(0.28)

As per our report attached

For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E


CA Narendra Khandal
Partner
M No 065025

Place:
Date:

For and on behalf of the Board


Director

Director

BHOPAL SANCHI HIGHWAYS PVT LTD

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

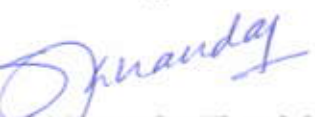
Particulars	Note No.	31-Mar-16	31-Mar-15
Revenue from Operations		-	41,70,581
Other Income	13	2,857	1,10,731
Total Income :		2,857	42,81,312
Cost of Sales	14	-	39,62,051
Works Contracts done			-
Total Expenses:		-	39,62,051
Profit Before Tax and Extraordinary items		2,857	3,19,261
Provision for Taxation			
Current Tax		544	95,778
Deferred Tax		-	-
Net Profit/loss after Tax		2,313	2,23,483
Basic and Diluted EPS (Par Value Rs. 10)		0.23	22.35

Significant Accounting Policies & Notes on Financial Statements

1

As per our report attached

For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E


CA Narendra Khandal
Partner
M No 065025

For and on behalf of the Board


Director

Director

Particulars	31-Mar-16	31-Mar-15
NOTE : 2: SHARE CAPITAL		
Authorised Capital		
1,00,000 (1,00,000) Equity Shares of Rs.10/- each	10,00,000	10,00,000
Issued, Subscribed and Paid up capital	1,00,000	1,00,000
10,000 (10,000) Equity Shares of Rs. 10/- each	1,00,000	1,00,000

a) Reconciliation of Shares outstanding as at the beginning and end of the reporting period
Equity Shares

Particulars	31-Mar-16		31-Mar-15	
	Nos.	Amount	Nos.	Amount
Number of Equity Shares at the beginning of the year	10,000	1,00,000	10,000	1,00,000
Add: Number of Shares Issued	-	-	-	-
Number of Equity Shares at the end	10,000	1,00,000	10,000	1,00,000
b) Terms/ Rights attached to equity Shares	The Company has only one class of shares referred to as Equity Shares having a Par Value of Rs. 10. The equity holders are entitled to dividend as and when declared by the company. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.			

c) Details of Shareholder's holding more than 5% shares in the company and shares held by holding company

Sl No	Particulars	31-Mar-16		31-Mar-15	
		No	%	No	%
	Equity Shares of Rs. 10 each fully paid				
1	Pratibha Industries Limited - Holding Company	5,100	0.51	5,100	51%
2	Abhyudaya Housing & Construction Pvt.Ltd.	4,900	0.49	4,900	49%

NOTE : 3: Long Term Borrowings	31-Mar-16	31-Mar-15
SECURED LOAN		
Term Loan From Axis Bank	20,45,90,040	38,95,19,920

Security Details

- First charge/assignments of all revenues and receivables of the Company from the Project or otherwise.
- Escrow cum Trust and Retention Account opened with Axis Bank, in which all the flows of the Project shall be deposited. The Lender shall have first charge on the Escrow Account opened in terms of the Concession Agreement.
- First charge on all the present and future (Immovable and moveable assets (Including receivables) of the company, if any.
- First charge on all intangible assets (other than project assets) including but not limited to the goodwill, undertaking, uncalled capital and intellectual property right of the company.
- Assignment of right and benefits under the Concession Agreement and other project documents.

Repayment Terms:

The term loan is repayable in 22 graded half yearly instalment commencing after a moratorium of two years with a condition of accelerated repayment in case the cash flow permits.
The project has been delayed and the company has drawn the full loan amount hence it is in talks for change of the repayment schedule.

Interest for the month of March and partly for February aggregating to Rs. 80.62 Lacs is payable as at the reporting date.
Further, instalment for the year amounting to Rs. 1023.25 Lacs payable to Axis Bank as per the repayment schedule are in arrears as at the reporting date.

UNSECURED LOANS

b) From related parties

Pratibha Industries Ltd.	20,75,15,275	14,27,47,783
Abhyudaya Housing & Construction Pvt. Ltd.	13,52,56,808	13,52,56,808
Total :	62,73,63,003	66,75,24,591

The unsecured loans are interest free, repayable after the commencement of the project

NOTE : 4: Other Current Liabilities	31-Mar-16	31-Mar-15
Interest accrued and due Axis Bank	80,81,969	1,02,38,906
Current Maturities of Long Term Debts Axis Bank	20,46,50,160	18,23,25,080
Payable to Other Contractors	35,31,741	29,88,001
Other Statutory Dues (Net)	76,25,477	1,04,32,639
Other Expenses Payable	1,50,69,199	1,50,67,090
Security Deposit	14,58,911	14,58,911
Workmen Compensation Deposits	-	6,90,000
Creditor for Capital Goods	11,23,30,245	11,23,30,245
TOTAL :	35,27,47,702	25,55,30,280

NOTE : 5: Short Term Provision	31-Mar-16	31-Mar-15
Provision for Income Tax	96,322	95,778
TOTAL :	96,322	95,778

NOTE: 7: Capital Work in Progress	31-Mar-16	31-Mar-15
Opening Balance	-	54,21,64,380

- Direct Costs (including Consultancy)	14,50,445	23,40,70,906
- Personnel Costs	1,26,615	67,59,717
- Administrative, Selling & Other Expenses (Net)	16,65,074	40,13,632
- Finance Expenses	6,01,90,754	6,33,69,010
Less: Transferred to NHAI Claim (Other Assets)	(6,54,41,608)	(85,03,77,725)
TOTAL :	-	-

NOTE: 8: Long Term Loans & Advances	31-Mar-16	31-Mar-15
	-	-
Purchase Advance given to related parties	-	4,41,60,729
Capital Advance given to related parties	-	1,51,62,308
		5,93,23,037

NOTE: 9: National Highways Authority of India	31-Mar-16	31-Mar-15
	-	-
Opening Balance	85,03,77,725	-
National Highways Authority of India (Claim)	6,54,41,608	85,03,77,725
TOTAL :	91,58,19,413	85,03,77,725

The project awarded to the company by NHAI has been terminated due to various reasons for which the matter has been under discussion at NHAI as well as other forums. The company is in the process of preferring a claim on NHAI as per the relevant applicable terms of the Concession Agreement. In view of the company not being at fault, the company expects that the amount shall be fully realised and no provision in respect of the same is required.

NOTE: 10: Inventories	31-Mar-16	31-Mar-15
	-	-
(As valued, verified and certified by the management)		
At Cost or market Value whichever ever is less	95,59,126	95,59,126
TOTAL :	95,59,126	95,59,126

NOTE: 11 Cash & Cash Equivalent	31-Mar-16	31-Mar-15
	-	-
Cash in Hand	-	-
Balance with Banks on:		
Current account	7,40,246	7,22,650
Deposit account	35,402	32,545
TOTAL :	7,83,648	7,55,195

NOTE: 12 Other Current Assets	31-Mar-16	31-Mar-15
	-	-
Loans & Advances to Staff	-	6,700
Tax Deducted at Source	14,63,079	13,15,759
Other Deposit	10,000	13,429
VAT Credit Receivable	-	8,90,631
Advance for expenses	-	1,62,097
Prepaid Exps	3,66,617	9,54,333
Other Advances and Prepayments	1,75,000	-
	20,14,696	33,42,949
TOTAL :	27,90,344	40,98,144

NOTE: 13 Other Income	31-Mar-16	31-Mar-15
	-	-
Interest from banks	2,857	1,13,500
	2,857	1,13,500

NOTE: 14 Cost of Sales	31-Mar-16	31-Mar-15
	-	-
Opening Stock	95,59,126.00	-
Add: Purchases	-	7,46,38,049
Add: Direct Expenses	-	40,90,043
Less: Used for Capital Work (converted to CWIP)	-	6,52,06,915
Less: Closing Stock	95,59,126	95,59,126
	-	95,59,126

In the opinion of the Directors, the Current Assets, Loan and Advance have a value on realisation in the ordinary course of the

15 business, which is atleast equal to the amount at which they are stated in the balance sheet.

In view of there being very few employees, the company is of the view that there are no employee benefits that are provided since		
16 the amount in the view of the management is not likely to be material.		
17 Contingent Liabilities and Commitments	31-Mar-16	31-Mar-15
	<i>in facts</i>	
a) Contingent Liabilities for Bank Guarantees issued	-	1,045
b) Unexpired Capital Commitments (Net of capital advances) NIL in view of the contract being terminated.	-	10,870
c) The Project Milestone I, II & III were due on March 11, 2012, September 2, 2012 and March 21, 2013 as per Schedule - G of the Concession Agreement signed between NHAI and the company. The company has failed to achieve these milestone as well as the Scheduled completion dates as scheduled contesting that the conditions precedent on the part of NHAI have not been met and accordingly the delay is solely attributable to NHAI. NHAI had issued letter(s) claiming damages for the same. As per the claim made by NHAI the company may be liable to pay damages for non achievement of scheduled Milestone(s) and Scheduled Completion of the project. In view of the project being terminated, the amount payable, if any, is not ascertained.	Not Ascertained	1,194

d) The Independent Engineer appointed by NHAI has recommended to NHAI that the company has not been maintaining the road as per the requirements of the concession agreement and hence there are default w.r.t. maintenance for which the IE has recommended damages to be recovered from the company. In view of the matter being under litigation with the company maintaining the stand that there are no maintenance defaults and hence the company is not liable for any damages. The exact amount payable if any, for such defaults are not presently ascertainable.

No Ascertained

18 Balances under the head Current Assets and Current Liabilities are subject to confirmation and consequential adjustments, if any.

19 Disclosure of material transactions with Related Parties and the year end balances in respect of the same pursuant to AS - 18 issued by ICAI

Name	Relationship
Pratibha Industries Ltd.	Holding Company
Abhyudaya Housing & Construction (P) Ltd	Associates

List of Key Management Personnel	
Ajit B Kulkarni	Director
Ravi Kulkarni	Director
Manoj Agarwal	Director
Ajant Agarwal	Director

Transaction with related party and year end balances

Particulars	Transaction during the year	
	Holding	Associate

Transactions during the year/ period

i) Loans taken	6,47,67,492 (5,10,29,309)	- (19,30,225)
ii) Loans repaid	Nil (9,41,366)	- (11,18,006)

Year / Period End Balances

i) Equity Capital	51,000 (51,000)	49,000 (49,000)
ii) Loan Balances	20,75,15,275 (14,27,47,783)	13,52,56,000 (13,52,56,000)
iii) Guarantees Outstanding (Rs. in Lacs)	- (1,045)	- -

Figures in bracket indicate previous year figures

20 No deferred tax has been recognised in view of there being no certainty of the realisation of the same as per AS - 22

21 The company operates in only one segment viz. Toll Roads, as such there are no separate segments, hence the reporting requirements under AS - 17 issued by ICAI are not applicable.

22 Information for Earnings per Share pursuant to AS - 20

Profit attributable to Equity Shareholders	2,313	2,23,483
Face Value of Share	Rs. 10	Rs. 10
Weighted Average Number of shares	10,000	10,000
Basic / Diluted EPS	0.23	22.35

23 The company had been awarded the work of construction of 2 Lane with paved shoulders of Bhopal - Sanchi section from Km. 0.00 to Km. 53.775 of NH 86 Extn to be executed as BOT (Annulity) Project on DBFO pattern under NHDP Phase III in the state of Madhya Pradesh by NHAI under Concession Agreement (CA) dated 22-July-2010 signed between the company and NHAI. The various project milestones, including the scheduled commercial operations date fixed for the project under the CA have been delayed for various reasons which have been contested by the company.

After prolonged correspondence / communication on the matter, the company has received notice dated 31-Dec-2014 from NHAI whereby the Concession Agreement entered into between the company and NHAI has been terminated by NHAI citing several reasons such as abandoning the site since July 2014, non achievement of scheduled milestones as well as project completion date, not maintaining the project highway in traffic worthy condition, not reimbursing the cost of the Independent Engineer etc. The notice also initiated proceedings for encashment of Performance Security submitted by the company, which however, has been stayed by the Hon'ble High Court of Delhi. The process of handover of the project assets is under process. The company is in the process of preferring its claims as per the CA and taking necessary action as may be required with respect thereto. The matter has been subject to conciliation meetings and now the same is under Arbitration.

However, based upon the best estimates made by the company the amount spent by the company shall be fully recovered from NHAI and hence no provisioning in respect of the same is considered necessary. Further, pending settlement of the matter, the company is of the view, that the going concern status of the company is not impaired.

24 Due to delay in completion of the project for various reasons there were no revenue from the project. This lead to liquidity problems and there have been default in payment of statutory dues and dues of bankers. The company is hopeful of expediting the settlement of claims to NHAI and resolution of all these default(s).

25 There are no dues payable to Micro and Small Enterprises as defined under the Micro Small and Medium Enterprises Development Act, 2006 and hence the related disclosures are not applicable. The information to this extent has been given as per details available with the company and has been relied upon by the auditors.

26 Previous year's figures have been regrouped / rearranged wherever necessary to make the figures of current period comparable with current year.

For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E



CA Narendra Khandal
Partner
M No 065025

Place:
Date:

For and on Behalf of the Board

 Director

Place:
Date:

NOTES 6 : DETAILS OF FIXED ASSETS BHOPAL SANCHI

PARTICULARS	Gross Block			DEPRECIATION				NET BLOCK	
	As at 01.04.2015	Additions during the year	Cost as at 31.03.2016	As at 01-Apr-2015	During the year	Deduction / Adjustments	As at 31-Mar-2016	As at 31-Mar-2016	As at 31-Mar-2015
Plant & Machinery	5,40,66,814	-	5,40,66,814	25,82,346	25,89,252	-	51,71,598	4,88,95,216	5,14,84,468
Vehicles	40,88,230	-	40,88,230	4,64,926	4,66,208	-	9,31,134	31,57,096	36,23,304
Furniture	63,509	-	63,509	16,048	4,284	-	20,332	43,177	47,461
	5,82,18,553	-	5,82,18,553	30,63,320	30,59,744	-	61,23,064	5,20,95,489	5,51,55,233

BHOPAL SANCHI HIGHWAYS PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

Amount in ₹

PARTICULARS	31-Mar-16	31-Mar-15
A. Cash Flow From Operating activities		
Profit before tax and extraordinary items	2,857	3,19,261
Adjustments for:		
Finance Charges	6,01,98,754	6,33,69,010
Preliminary expenses w/off		
Operating Profit before working capital changes	6,02,01,611	6,36,88,270
Adjustments for:		
Capital Work in progress and Non current Claims	(6,23,81,944)	(30,82,13,345)
Tangible Assets	-	30,51,181
Loans, Advances & Current Assets	27,47,706	4,88,39,444
Creditors and Liabilities (including Provisions)	(51,07,658)	20,60,56,290
Direct Taxes paid	-	-
Net Cash used in operating activities	(45,40,285)	1,34,21,840
B. Cash Flow from Investing activities		
Purchase / acquisition of fixed assets including additions to Capital Work in Progress		
Net Cash used in Investing activities		
C. Cash Flow for Financing Activities		
Proceeds from Share Capital		
Proceeds from Borrowings (Net)	6,47,67,492	4,82,97,082
Finance Charges paid	(6,01,98,754)	(6,33,69,010)
Net Cash from / used in Financing activities	45,68,738	(1,50,71,927)
Net Increase in Cash and Cash Equivalent	28,453	(16,50,087)
Opening Balance of Cash and Cash Equivalent	7,55,195	24,05,283
Closing Balance of Cash and Cash Equivalent	7,83,648	7,55,195

Notes:

1. The above cash statement has been prepared under the indirect method as described under AS - 3 issued by ICAI.

For MKPS & Associates
Chartered Accountants
Firm's Regn No. 302014E

For and on behalf of the Board

CA Narendra Khandal
Partner
M No 065025

Director

Director

Place:

Date: