

INDEPENDENT AUDITOR’S REPORT

To
The Members of Vamona Developers Private Limited.

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Ind AS financial statements of **Vamona Developers Private Limited (“the Company”)**, which comprise the Balance Sheet as at March 31, 2019 the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

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

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the standalone financial statements and our auditor’s report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the 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; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2016.
 - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

A.M.GHELANI & ASSOCIATES

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h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2016, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements [Refer Note 42 (b) to the financial statements].
- ii. The Company did not have any long term contracts including derivative contracts that require provision under any law or accounting standards for which there were any material foreseeable losses.
- iii. There were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company during the year; and

For A.M.Ghelani & Associates

Chartered Accountants

Registration No : 103172W

Anil Khanna

Partner

Membership No.: 153522

Place : Mumbai

Dated :

“Annexure A” referred to in paragraph 1 under the heading Report on other legal and regulatory requirements of our report of even date

The Annexure referred to in Independent Auditor’s Report to the members of the company on the standalone Financial Statements for the year ended 31st March 2019, 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, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of Company.

- ii) In respect of its Inventories :
 - a. As explained to us, inventories consist of finished realty stock representing unsold premises in completed projects. According to the information and explanations given to us, the inventories have been physically verified during the year by the management at year end.
 - b. As per the information and explanations given to us by the management, the procedures of physical verification of inventory are adequate and reasonable in relation to the nature and size of the business.
 - c. The company has maintained proper records of inventory and discrepancies noticed on physical verification of the inventory as compared to books record which has been properly dealt with in the books of account were not material. Verification between physical stocks and books are not material, having regard to the size of the operations of the company.

- iii) The Company has not granted any loans, secured or unsecured, to Companies / firms or other parties covered in the register maintained under section 189 of the Act. Consequently, the requirement of Clause (iii) (a) and Clause (iii) (b) of paragraph 3 of the Order not applicable to the company.

- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 & 186 of the Act, with respect to the loans & investments made.

- v) According to the information and explanations given to us, the company has not accepted any deposits within the meaning of provisions of section 73 to 76 or any other relevant provisions of the Act and rules framed hereunder. Therefore, provisions of Clause (v) of paragraph 3 of the Order are not applicable to the company.

- vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Accounting Records) Rules, 2016 prescribed by the Central Government under Section 148(1) of the Companies Act, 2013 and are of Opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

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vii) In respect of Statutory dues :

- a. According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-Tax, Sales-Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues have been regularly deposited with appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2019 for a period of more than six months from the date of becoming payable.
- b. The disputed statutory dues aggregating to **Rs. 62,816/-**, that have not been deposited on account of disputed matters pending before the appropriate authorities are as under :-

Name of Statute	Nature of Dues	Amount in (Rs.)	Period to Which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Tax Deducted at Source	62,816	2010 to 2012	Commissioner of Income Tax (Appeals)

- viii) According to the records examined by us and the information and explanation given to us, we are of the opinion that the company has not defaulted in re-payment of dues to financial institution and banks.
- ix) The term loans were applied for the purpose for which the loans were obtained.
- x) In our opinion and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi) Based upon the audit procedures performed and information and explanation given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provision of section 197 read with "schedule v" to the companies Act, 2013.
- xii) In our opinion, The Company is not a Nidhi Company. Therefore, the provision of clause (xii) of the Paragraph 3 of the Order not applicable to the Company.
- xiii) In our opinion, all the transactions with related parties are in compliance with section 177 and 188 of The Companies Act, 2013 and the details have been disclosed in the Standalone Ind AS 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 review. Accordingly, the provision of clause (xiv) of paragraph 3 of the Order Not applicable to the Company.
- xv) The Company has not entered into any Non-Cash transaction with Director or Persons connected with him. Hence, the requirement of Clause (xv) of paragraph 3 of the Order Not applicable to the Company.

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- xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provision of Clause (xvi) of the paragraph 3 of Order not applicable to the Company.

For A.M.Ghelani & Associates

Chartered Accountants

Registration No : 103172W

Anil Khanna

Partner

Membership No.: 153522

Place : Mumbai

Dated :

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

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

We have audited the internal financial controls over financial reporting of **Vamona Developers Private Limited** (“the Company”) as of March 31, 2019 in conjunction with our audit of the standalone Ind AS 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 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

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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, 2019, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For A.M.Ghelani & Associates

Chartered Accountants

Registration No : 103172W

Anil Khanna

Partner

Membership No.: 153522

Place : Mumbai

Dated :

VAMONA DEVELOPERS PRIVATE LIMITED
(CIN U45201MH2006PTC165253)
BALANCE SHEET AS AT 31ST MARCH, 2019

Rs in Lakhs

Particulars	Note no.	As at 31st March 2019	As at 31st March 2018
ASSETS:-			
1 Non-Current Assets			
Property, Plant and Equipment	5	65,544.48	64,626.06
Capital Work-In-Progress	5	45.03	2,867.20
Financial Assets			
Investments	6	8,980.00	9,622.37
Other Financials Assets	7	3,029.80	2,959.87
Deferred Tax Assets (Net)	8	3,921.08	3,942.74
Other Non Current Assets	9	609.72	420.75
(A)		82,130.11	84,438.99
2 Current Assets			
Inventories	10	1,974.94	1,973.51
Financial Assets			
Trade Receivables	11	2,186.92	2,397.82
Cash & Cash Equivalents	12	93.70	21.08
Bank Balances other than (12) above	13	-	49.49
Loans	14	9,483.00	5,742.00
Other Financial Assets	15	668.27	43.19
Current Tax Asset (net)	16	581.44	328.57
Other Current Assets	17	118.54	164.03
(B)		15,106.81	10,719.69
TOTAL (A + B)		97,236.92	95,158.68
EQUITY AND LIABILITIES:-			
1 Equity			
Equity Share capital	18	2,500.00	2,500.00
Other Equity	19	19,118.83	17,380.93
(A)		21,618.83	19,880.93
Liabilities			
2 Non-Current Liabilities			
Financial Liabilities			
Borrowings	20	49,164.26	54,562.95
Other Liabilities	21	2,506.33	2,576.88
Provisions	22	73.61	49.94
(B)		51,744.20	57,189.77
3 Current Liabilities			
Financial Liabilities			
Borrowings	23	8,216.26	4,551.54
Trade Payables	24	-	-
Dues to micro and small enterprises		-	-
Dues to others		1,701.84	2,207.32
Other Financial Liabilities	25	11,324.97	9,029.65
Other Current Liabilities	26	2,622.92	2,291.72
Provisions	27	7.90	7.75
(C)		23,873.89	18,087.98
TOTAL (A+B+C)		97,236.92	95,158.68

Significant Accounting Policies and Notes on Financial Statements 1 to 47

The accompanying Notes are an integral part of Financial Statements

As per our Report of even date

For A. M. Ghelani & Associates

Firm Registration No. 103172W

Chartered Accountants

For and on behalf of the Board of Directors

Anil Khanna

Partner

Membership No. 153522

Arun Arora

(Managing Director)

DIN NO:02813204

Pawan Kakumanu

(Director)

DIN NO:07584653

Place : Mumbai

Date : 14th May, 2019

Yashi Singh

(Company Secretary)

M. No:- ACS 31610

VAMONA DEVELOPERS PRIVATE LIMITED
(CIN U45201MH2006PTC165253)

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

Rs in Lakhs

	Particulars	Note no.	2018-19	2017-18
I	Revenue from Operations	28	23,822.79	22,425.52
II	Other Income	29	968.93	249.98
	Total Income		24,791.72	22,675.50
III	Expenses			
	Variation in Inventories	30	(1.43)	-
	Employee Benefit Expense	31	1,311.47	1,174.46
	Finance Cost	32	5,949.07	5,179.49
	Depreciation and Amortisation Expense	5	2,191.22	2,081.90
	Other Expense	33	9,220.73	9,649.65
	Total Expenses		18,671.06	18,085.50
IV	Profit Before Tax		6,120.66	4,590.00
	Tax Expense			
	Current Tax	34	1,300.44	987.75
	Deferred Tax (Including MAT Credit Entitlement of Rs. 1,300.44 (P.Y. 987.75)		21.65	320.01
	Tax Adjustments of earlier years		5.15	6.14
V	Profit/ (loss) for the year		4,793.42	3,276.10
VI	Other Comprehensive Income			
	A) Items that will not be reclassified To Profit & Loss A/c			
	Re-measurement gain / (Loss) of the net defined benefit Plans		(6.28)	(2.03)
	B) Income Tax relating to the items that will not be reclassified to Profit & Loss A/c			
	Tax on Re-measurement gain / (Loss) of the net defined benefit Plans		1.34	0.43
VII	Other Comprehensive Income for the year		(4.94)	(1.60)
VIII	Total Comprehensive Income for the year (V+VII)		4,788.47	3,274.50
	Earnings per Equity Share	38		
	Basic		19.17	13.10

Significant Accounting Policies and Notes on Financial Statements

1 to 47

The accompanying Notes are an integral part of the financial statements

As per our Report of even date

For A. M. Ghelani & Associates

Firm Registration No. 103172W

Chartered Accountants

For and on behalf of the Board of Directors

Anil Khanna

Partner

Membership No. 153522

Arun Arora

(Managing Director)

DIN NO:02813204

Pawan Kakumanu

(Director)

DIN NO:07584653

Place : Mumbai

Date : 14th May, 2019

Yashi Singh

(Company Secretary)

M. No:- ACS 31610

VAMONA DEVELOPERS PRIVATE LIMITED
(CIN U45201MH2006PTC165253)
CASH FLOW STATEMENT FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

(Rs.in Lakhs)

PARTICULARS	2018-2019	2017-2018
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax as per the Statement of Profit and Loss	6,120.66	4,590.01
<u>Adjustments for Non Cash / Non Operating Items :</u>		
Depreciation	2,191.22	2,081.90
Interest Expenses	5,949.07	5,179.49
Loss / (Profit) on sold/discarded fixed Assets	15.70	(1.84)
Interest Income	(860.63)	(182.46)
Provision for Doubtful Debts & Advances	(85.80)	55.96
Credit Balances written back	(2.61)	(2.12)
ESOP Expenses	(6.56)	19.09
Operating Cash flow before working capital changes	13,321.04	11,740.02
<u>Adjustment for Working Capital changes :</u>		
Inventories	(1.43)	-
Trade and Other Receivables	(544.11)	(1,891.92)
Trade and Other Payables	1,199.90	1,495.17
	654.36	(396.75)
Cash generated from Operations	13,975.41	11,343.27
Direct Taxes Paid [Net]	(1,558.47)	373.82
Net Cash Generated from Operating Activities (A)	12,416.94	11,717.09
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(307.14)	(1,968.63)
Inter Corporate Deposits & Loans placed	(3,741.00)	(5,742.00)
Proceeds from Sale of Fixed Assets	3.98	9.68
Interest income	860.63	182.46
Redemption of OFCD	642.37	(5,617.37)
Net Cash generated from / (used in) Investing Activities (B)	(2,541.16)	(13,135.86)
CASH FLOW FROM FINANCING ACTIVITIES		
Secured loans availed/(repaid) - Net		
Long Term	(4,524.29)	10,380.70
Short Term	4,214.72	(358.05)
Unsecured loans availed/(repaid) - Net		
Short Term	(550.00)	(1,450.00)
Interest on the Loans	(5,949.07)	(5,179.49)
Dividend paid (Including tax on Dividend)	(3,044.02)	(2,106.26)
Net Cash (used in) Financing Activities (C)	(9,852.66)	1,286.91
Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C)	23.12	(131.86)
Opening Balance of Cash and Cash Equivalents	70.57	202.43
Closing Balance of Cash and Cash Equivalents	93.69	70.57

Notes:

Cash and Cash Equivalents include:

Cash on hand	0.79	0.95
Balances with Scheduled Banks	92.91	20.13
In Fixed Deposits [Original Maturity less than 1 year]	-	49.49
	93.69	70.57

The figures in brackets represent Cash outflows.

As per our Report of even date

For A. M. Ghelani & Associates

Firm Registration No. 103172W

Chartered Accountants

Anil Khanna

Partner

Membership No. 153522

Place : Mumbai

Date : 14th May, 2019

For and on behalf of the Board of Directors

Arun Arora

(Managing Director)

DIN NO:02813204

Pawan Kakumanu

(Director)

DIN NO:07584653

Yashi Singh

(Company Secretary)

M. No:- ACS 31610

VAMONA DEVELOPERS PRIVATE LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

A. Equity Share Capital

For the year ended 31st March, 2019		(Rs. In Lakhs)	
Particulars	As at 1 April 2018	Changes in equity share capital during the year	As at 31 Mar 2019
25,000,000 (March 31, 2018 25,000,000)	2,500	-	2,500
Equity Shares of Rs.10/- each			
	2,500	-	2,500

For the year ended 31st March, 2018		(Rs. In Lakhs)	
Particulars	As at 1 April 2017	Changes in equity share capital during the year	As at 31 Mar 2018
25,000,000 (March 31, 2017 25,000,000)	2,500	-	2,500
Equity Shares of Rs.10/- each			
	2,500	-	2,500

B. Other Equity						(Rs. In Lakhs)
Particulars	Other Component of Equity	Other Comprehensive Income	Reserves & Surplus			Total
	Stock Option Reserve*	Re-measurement of the net defined benefit Plans	Securities Premium	General Reserve	Retained Earnings	
Balances at April 1, 2017	9.21	(12.80)	13,152.56	932.24	2,112.39	16,193.60
Profit for the year	-	-	-	-	3,276.10	3,276.10
<u>Transaction with shareholders</u>						
Final Dividend	-	-	-	-	(1,750.00)	(1,750.00)
Tax on Dividend	-	-	-	-	(356.26)	(356.26)
Re-measurement of the net defined benefit Plans	-	(1.60)	-	-	-	(1.60)
Employee Stock Compensation cost	19.09	-	-	-	-	19.09
Balances at April 1, 2018	28.30	(14.40)	13,152.56	932.24	3,282.22	17,380.93
Profit for the year	-	-	-	-	4,793.42	4,793.42
<u>Transaction with shareholders</u>						
Final Dividend	-	-	-	-	(2,525.00)	(2,525.00)
Tax on Dividend	-	-	-	-	(519.02)	(519.02)
Re-measurement of the net defined benefit Plans	-	(4.94)	-	-	-	(4.94)
Employee Stock Compensation cost	(6.56)	-	-	-	-	(6.56)
Balances at March 31, 2019	21.74	(19.34)	13,152.56	932.24	5,031.62	19,118.82

* Stock Option Reserve in respect of ESOP issued by The Phoenix Mills Ltd to the Company's Employees

As per our Report of even date
For A. M. Ghelani & Associates
Firm Registration No. 103172W
Chartered Accountants

For and on behalf of the Board of Directors

Anil Khanna
Partner
Membership No. 153522

Arun Arora
(Managing Director)
DIN NO:02813204

Pawan Kakumanu
(Director)
DIN NO:07584653

Place : Mumbai
Date : 14th May, 2019

Yashi Singh
(Company Secretary)
M. No:- ACS 31610

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS AS AT 31ST MARCH, 2019

(CIN U45201MH2006PTC165253)

(Rs. In Lakhs)

Notes	Particulars	As at March 31, 2019	As at March 31, 2018
6	Non Current Financial Assets - Investments		
	Unquoted		
	Investment in Debentures		
	(Optionally Fully Convertible Debentures of Rs. 100 each fully paid)		
	Insight Hotels Leisures Pvt Ltd 0.0001% , 1,15,000 OFCD (P.Y. - 20,00,000 OFCD)	115.00	2,000.00
	Alliance Spaces Pvt Ltd 0.0001% , 88,65,000 OFCD (P.Y. - 76,22,373 OFCD)	8,865.00	7,622.37
		8,980.00	9,622.37
7	Non Current Financial Assets - Others		
	Fixed Deposits with Bank (Maturity more than 12 Months)	3,029.80	2,959.87
		3,029.80	2,959.87
	*Fixed Deposits of Rs 2,959.87 Lacs (P.Y. Rs 2,959.87 Lacs) earmarked towards maintenance of DSRA as per loan agreement and Fixed deposits of Rs 69.93 Lacs(P.Y. Nil) is given as security for bank guarantee.		
8	Deferred tax assets (Net)		
	At start of year	3,942.73	4,262.75
	Charge/ (credit) to profit or loss	(21.65)	(320.01)
	At the end of the year	3,921.08	3,942.74
9	Other Non Current Assets		
	Unsecured, considered good Security Deposits	609.72	420.75
		609.72	420.75
10	Inventories		
	- As taken, valued and certified by the Management Finished Premises [At lower of Cost or net realisable value]	1,974.94	1,973.51
		1,974.94	1,973.51
11	Trade Receivables		
	[Unsecured]		
	a) Considered good Less: Allowance for Expected Credit Loss	2,476.44 397.73	2,362.69 468.28
		2,078.71	1,894.41
	b) Significant Increase in Credit Risk Less: Allowance for Expected Credit Loss	- -	- -
		-	-
	c) Credit impaired Less: Allowance for Expected Credit Loss	341.35 233.15	751.80 248.39
		108.21	503.41
		2,186.92	2,397.82
12	Cash & Cash Equivalents		
	i) In Current Accounts with Scheduled Banks	92.91	20.13
	ii) Cash on hand	0.79	0.95
		93.70	21.08
13	Bank Balances other than (12) above		
	In Fixed Deposits* [Original Maturity less than 1 year]	-	49.49
		-	49.49
	*Fixed Deposits of Rs Nil (P.Y. Rs 49.49 Lacs) is given as security for bank guarantee.		

VAMONA DEVELOPERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS AS AT 31ST MARCH, 2019

(CIN U45201MH2006PTC165253)

(Rs. In Lakhs)

Notes	Particulars	As at March 31, 2019	As at March 31, 2018
14	Loans (Unsecured, Considered Good) Inter Corporate Deposits - fellow subsidiary	9,483.00	5,742.00
		9,483.00	5,742.00
15	Current Financial Assets - Others Unbilled Revenue <u>Interest Accrued on:</u> Fixed Deposits with Banks Inter Corporate Deposits Others	71.26 5.16 572.09 19.76	- 5.00 19.23 18.96
		668.27	43.19
16	Current Tax Asset (net) Taxes Paid [Net of Provisions]	581.44	328.57
		581.44	328.57
17	Other Current Assets [Unsecured] Considered good Considered doubtful Less: Provision for doubtful advances Other Advances Prepaid Expenses	19.59 4.91 (4.91) 19.59 15.85 83.10	17.20 4.91 (4.91) 17.20 15.56 131.27
		118.54	164.03
18	Share Capital Authorised 25,000,000 (P.Y. 25,000,000) Equity Shares of Rs.10/- each	2,500.00	2,500.00
	Issued, subscribed and fully paid up 25,000,000 (P.Y. 25,000,000) Equity Shares of Rs.10/- each	2,500.00	2,500.00
		2,500.00	2,500.00
	a) Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period <u>Equity Shares</u> Shares outstanding at the beginning of the year Shares issued during the year Shares bought back during the year Shares outstanding at the end of the year	2,50,00,000 - - 2,50,00,000	2,50,00,000 - - 2,50,00,000
	b) Shares held by Holding Company / Associates:- [Equity Shares of Rs. 10 each, fully paid] <u>Holding Company</u> The Phoenix Mills Ltd <u>Fellow Subsidiary Company</u> Butala Farm Lands Pvt Ltd	2,29,91,844 20,00,000	2,29,91,844 20,00,000

VAMONA DEVELOPERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS AS AT 31ST MARCH, 2019

(CIN U45201MH2006PTC165253)

(Rs. In Lakhs)

Notes	Particulars	As at March 31, 2019	As at March 31, 2018
24	Trade Payables		
	Dues to micro and small enterprises #	-	-
	Dues to others	1,701.84	2,207.32
		1,701.84	2,207.32
	<p>#There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at year end. The above information, regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors The disclosure pursuant to the said Act is as under :</p>		
	a) Principal amount due to supplier under MSMED Act, 2006	-	-
	b) Interest Accrued and due on the above amount, unpaid	-	-
	c) Payment made beyond the appointed day during the year	-	-
	d) Interest paid	-	-
	e) Interest due and payable for the period of delay	-	-
	f) Interest remaining due and payable in succeeding year	-	-
25	Current - Other Financial Liabilities		
	(a) Current Maturities of Long Term Debt	5,563.54	4,689.14
	(b) Interest accrued but not due on Term Loans	434.83	359.71
	(c) Interest accrued on others	-	14.65
	(d) Security Deposits From Occupants/Licensees	5,326.61	3,966.15
		11,324.97	9,029.65
26	Other Current Liabilities		
	(a) Advances received towards sale of Premises [includes Rs. 871.81 Lacs (March 31, 2018 Rs. 871.81 Lacs) received from The Phoenix Mills Ltd., the Holding Company]	1,710.85	1,710.07
	(b) Other Payables	4.82	12.19
	(c) Other Advances	78.73	68.73
	(d) Statutory Dues	296.15	213.64
	(d) Provision for Expenses	532.37	287.09
		2,622.92	2,291.72
27	Current Provisions		
	Provision for employee benefits		
	Gratuity (funded)	5.00	5.00
	Leave Encashment	2.90	2.75
		7.90	7.75

VAMONA DEVELOPERS PRIVATE LIMITED			
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019			
(CIN U45201MH2006PTC165253)		(Rs. In Lakhs)	
Notes	Particulars	2018-19	2017-18
28	Revenue From Operations		
	License Fees and Rental Income	15,889.03	13,861.95
	Service Charges	7,928.81	8,563.57
	Sale of Property (Net of Cancellation and Extinguishment of Rights)	4.95	-
		23,822.79	22,425.52
29	Other Income		
	Interest Income on:		
	Fixed Deposit with Banks	179.23	155.60
	Income Tax Refund	19.89	63.55
	Others	681.40	26.86
	Credit Balances written Back	2.61	2.12
	Profit on Fixed Assets sold/discarded	-	1.85
	Balances / (Provisions) written back (Net)	85.80	-
		968.93	249.98
30	Variation in inventories		
	<u>Realty Stock:</u>		
	At the beginning of the Year	1,973.51	1,973.51
	Less: At the end of the Year	1,974.94	1,973.51
		(1.43)	-
31	Employee benefit expense		
	Salaries, Wages & Bonus	1,248.35	1,104.51
	Contribution to Provident & Other funds	40.24	41.50
	Staff Welfare Expenses	22.88	28.44
		1,311.47	1,174.46

VAMONA DEVELOPERS PRIVATE LIMITED			
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019			
(CIN U45201MH2006PTC165253)		(Rs. In Lakhs)	
Notes	Particulars	2018-19	2017-18
32	Finance Cost		
	Interest expense for financial liabilities at amortised cost	5,949.07	5,179.49
		5,949.07	5,179.49
33	Other Expense		
	Electricity Charges	2,978.12	4,443.50
	<u>Repairs & Maintenance:</u>	-	-
	Building	690.92	296.94
	Machinery & Equipments	619.68	461.12
	Insurance Expenses	72.76	64.69
	Rates & Taxes	490.17	457.67
	Gas Charges	163.32	137.91
	Water Charges	177.41	177.32
	Legal and Professional Charges	997.66	561.13
	Software Maintenance & License Fees	27.48	35.53
	Travelling Expenses	33.78	30.16
	Donation	81.32	7.58
	Security Charges	550.10	556.10
	Housekeeping Expenses	547.54	545.96
	Engineering Agency Expenses	171.94	163.27
	<u>Payment to Auditors</u>		
	Audit Fees	15.20	13.70
	Tax Audit Fees	1.50	1.50
	Certification Charges	0.30	0.30
	Advertisement & Business Promotion Expenses	1,217.06	1,192.79
	Parking & Consumables Expenses	156.65	171.55
	Printing and Stationery	11.58	12.46
	Telephone Expenses	20.03	17.59
	General Expenses	51.00	45.26
	Bank Charges	1.60	4.43
	Other Miscellaneous Expenses	0.43	7.49
	Rebate & Settlement	127.48	187.76
	Loss on Fixed Assets sold/discarded	15.70	-
	Provision for Doubtful Debts & Advances	-	55.96
		9,220.73	9,649.65

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Rs in Lakhs

Particulars	2018-19	2017-18
34 Taxation		
Income tax related to items charged or credited to profit or loss during the year:		
A Statement of Profit or Loss		
1 Current Income Tax		
In respect of the current year	1,300.44	987.75
In respect of prior years	5.15	6.14
	1,305.59	993.89
2 Deferred Tax expenses/ (benefits):		
Relating to origination and reversal of temporary differences (incl MAT)	21.65	320.01
	21.65	320.01
Total Income tax Expenses (1+2)	1,327.24	1,313.91
B Reconciliation of Current Tax expenses:		
Profit /(Loss) from Continuing operations	6,120.66	4,590.00
Applicable Tax Rate	34.608%	34.608%
Computed tax expenses	2,118.24	1,588.51
Additional allowances for tax purpose	(1,348.337)	(1,139.01)
Income not considered/exempt for tax purposes	(29.694)	(0.64)
Expenses not allowed for tax purposes	302.279	139.99
Other temporary differences	2.734	4.55
Brought Forward Losses utilised	(1,045.22)	(593.40)
Additional Tax payable due to MAT provisions	1,300.44	987.75
	1,300.44	987.75
C Deferred Tax (Net) Recognised in statement of profit and Loss relates to the following:		
Accelerated depreciation for tax purpose	100.85	120.85
Expenses allowable on payment basis	5.91	1.51
Provision for loss allowances	(37.83)	(2.95)
Unused Tax losses / Depreciation	(1,391.03)	(1,427.18)
Deferred Tax (Liabilities) / Asset	(1,322.09)	(1,307.76)
MAT Credit Entitlement	1,300.44	987.75
Deferred Tax (Liabilities) / Asset including MAT Credit	(21.65)	(320.01)
D Reconciliation of deferred tax liabilities/(asset) net:		
	As at	As at
	March 31, 2019	March 31, 2018
As at the beginning of the year	3,942.74	4,262.75
Tax (expenses) / income during the period	(21.65)	(320.01)
As at the end of the year	3,921.09	3,942.74

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

35 Employees Benefits:

Expenses recognised for Defined contribution plan:	2018-19	2017-18
Company's Contribution to Provident Fund	25.76	22.61
Company's Contribution to Employees State Insurance	0.17	0.26
Company's Contribution to Labour welfare fund	-	0.04
	<u>25.93</u>	<u>22.91</u>

Expenses recognised for Defined benefits plan:

The company provides gratuity benefit to its employees which are a defined benefit plan. The present value of obligations is determined based on actuarial valuation using the Projected Unit Credit Method. The obligation for leave encashment is recognized in the same manner as gratuity.

	<u>Gratuity</u> (Funded)		<u>Leave Encashment</u> (Non - funded)	
	2018-19	2017-18	2018-19	2017-18
1 Change in Present Value Defined Benefit Obligation during the year				
Present Value of Defined Benefit Obligation at the beginning of	75.92	52.50	46.60	35.23
Interest Cost	7.15	4.38	5.11	3.80
Current Service Cost	12.57	7.27	16.77	16.41
Benefits paid during the year	(8.85)	-	(7.29)	(0.83)
Past Service Cost	-	9.91	-	-
Actuarial (gain)/loss on Defined Benefit Obligation	4.25	1.86	(9.38)	(8.02)
Present Value of Defined Benefit Obligation at the end of the ye:	91.03	75.92	51.81	46.60
2 Change in fair value of Plan Assets during the year				
Fair value of Plan Assets at the beginning of the year	64.82	38.40	-	-
Expected Return on plan assets	5.40	2.96	-	-
Contribution	1.99	23.63	-	-
Benefits paid during the year	(8.85)	-	-	-
Actuarial (gain)/loss on Plan Asset	(2.03)	(0.17)	-	-
Fair value of Plan Assets at the end of the year	61.34	64.82	-	-
3 Amount to be recognized in Balance sheet:				
Present value of Defined Benefit Obligation	91.03	75.92	51.81	46.60
Fair Value of plan assets at the end of the year	61.34	64.82	-	-
Amount recognized in Balance sheet	29.70	11.09	51.81	46.60
4 Current / Non - current bifurcation:				
Current benefit obligation	5.00	5.00	2.90	2.75
Non - current benefit obligation	24.70	6.09	48.91	43.85
5 Expenses recognised in the statement of Profit & Loss for the year				
Current Service Cost	12.57	7.27	16.77	16.41
Interest cost on obligation	7.15	4.38	5.11	3.80
Past Service Cost	-	9.91	-	-
Expected Return on plan assets	(5.40)	(2.96)	-	-
Actuarial (gain)/losses	-	-	(9.38)	(8.02)
Expense recognized in the statement of Profit & Loss account	14.31	18.59	12.50	12.19
6 Recognised in Other Comprehensive income for the year				
Actuarial changes arising from:-				
Changes in financial assumptions	4.15	(5.40)	-	-
Changes in demographic assumptions	-	-	-	-
Experience adjustments	0.10	7.26	-	-
Return on plan of assets(excluding interest)	2.03	0.17	-	-
Net Actuarial (gain)/loss recognized for the year	6.28	2.03	-	-

VAMONA DEVELOPERS PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

7 Maturity profile of defined benefit obligation	Gratuity (Funded)		Leave Encashment (Non - funded)	
	2018-19	2017-18	2018-19	2017-18
Within the next 12 months	4.69	3.74		
Between 2 to 5 years	28.91	26.69		
Between 5 to 10 years	42.98	37.52		

8 Actuarial assumptions used for estimating defined benefit obligations

Discount Rate	8.25%	8.25%	8.25%	8.25%
Salary Escalation Rate	7.50%	7.50%	7.50%	7.50%
Expected Rate of Return on Assets	8.25%	8.25%	NA	NA
Mortality Rate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate	IALM (2006-08) Ultimate
Attrition/ Withdrawal Rate	5%	5%	5%	5%
The weighted average duration of plan	10.89 years	10.89 years	10.89 years	10.89 years

Notes:

- Salary escalation rate is arrived after taking into account regular increments, price inflation and promotion and other relevant factors such as supply and demand in employment market.
- Discount rate is based on prevailing market yields of Indian Government Securities as at balance sheet date for estimated term of obligations.
- Attrition rate/ withdrawal rate is based on Company's policy towards retention of employees, historical data and industry outlook.
- Expected contribution to defined benefit plans for the financial year 2019-20 is Rs. 5 Lacs
- The above information is certified by actuary.

9 Sensitivity analysis:

Increase/ (decrease) on present value of defined benefits obligations at the end of the year:

	Change in assumption	Effect on Gratuity obligation	
		2018-19	2017-18
Discount rate	+1%	83.02	69.60
	-1%	100.34	83.26
Salary Escalation rate	+1%	97.02	80.62
	-1%	85.75	71.10
Attrition Rate	+1%	92.55	77.06
	-1%	89.18	74.50

These gratuity plan typically expose the Company to actuarial risks such as: investment risk, interest risk, longevity risk and salary risk.

Investment Risk:

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yield at the end of reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

36 Segment reporting:

The Company is mainly engaged in real estate activities. Accordingly, the Company has only one identifiable segment reportable under IndAS 108 "Operating Segment".

Executive Director (the 'Chief Operational Decision Maker as defined in INDAS 108 – Operating Segments) monitors the operating results of the entity's business for the purpose of making decisions about resource allocation and performance assessment.

The revenues from transactions with a single customer does not amount to 10 per cent or more of the entity's revenues. For broad category of services rendered refer Note No. 28.

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

37 Corporate Social Responsibility (CSR):

	2018-19	Rs. In Lakhs 2017-18
i) CSR amount required to be spent as per Section 135 of the Companies Act, 2013 read with Schedule VII thereof by the Company during the year	56.34	26.50
ii) Details of expenditure incurred during the year:	-	-

38 Earnings Per Share

	Rs. In Lakhs	
Basic - EPS	2018-19	2017-18
Net Profit after tax	4,793.42	3,276.10
Weighted average number of equity shares	2,50,00,000	2,50,00,000
Nominal value of equity share	10/-	10/-
Basic EPS (Rupees)	19.17	13.10

39 Additional information as required under Section 186(4) of the Companies Act, 2013 during the year:

Name of the Company	Rs. In Lakhs	
	2018-19	2017-18
i) Investment made in Body Corporate:-		
<u>In Debentures</u>		
Insight Hotels & Leisure Private Limited	115.00	2,000.00
Alliance Spaces Private Limited	8,865.00	7,622.37
ii) Loan given by the Company to Body Corporates or persons is as under:		
Name of the Company		
Alliance Spaces Private Limited	700.00	5,742.00
Palladium Constructions Private Limited	8,783.00	-
iii) No Guarantee is given by the Company.	-	-

40 The Leave and License agreements are generally for a period of 1 to 5 years. The terms also provide for escalation of License fees on a periodical basis. Generally, the company has a right to terminate these agreements by giving advance notice as stipulated therein.

Future minimum License Fees receivable under Leave and License agreements for non-expired lock in period as at 31st March 2019 are as follows:

Particulars	(Rs. In Lakhs)			
	Within one year	After one year but not more than five years	More than five years	Total
As on 31 st March 2019	7,290.81	8,048.64	NIL	15,339.45
As on 31 st March 2018	7,489.31	15,265.57	NIL	22,754.88

Contingent License Fees comprising of Revenue Share income (computed as a % of sales) charged to the Licensees during the year is Rs 1,635.09 Lakhs (P.Y. Rs 1,675.68 Lakhs)

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

41 Related party Disclosures:

In accordance with the requirements of IND AS 24, on related party disclosures, the details of the related parties viz. names, relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods, are as under:

A. Related party names and relationships

Sr. No	Name of the Related Party	Relationship
1	The Phoenix Mills Limited	Holding Company
2	Market City Resources Private Limited	Fellow Subsidiary
3	Bellona Hospitality Services Limited	Fellow Subsidiary
4	Alliance Spaces Private Limited	Fellow Subsidiary
5	Offbeat Developers Private Limited	Fellow Subsidiary
6	Graceworks Realty & Leisures Private Limited	Fellow Subsidiary
7	Island Star Mall Developers Private Limited	Fellow Subsidiary
9	Insight Mall Developers Private Limited (Formerly known as Insight Hotels & Leisure Private Limited)	Fellow Subsidiary
10	Palladium Constructions Private Limited	Fellow Subsidiary
11	Alyssum Developers Private Limited	Fellow Subsidiary
11	Rajiv Malla	Key Managerial Personnel

B. Transactions during the year with the Related Parties:-

		Rs. In Lakhs	
Sr. No.	Nature of Transactions	2018-2019	2017-2018
1	Inter Corporate Deposit Received		
	The Phoenix Mills Limited	-	3,926.00
	Island Star Mall Developers Private Limited	-	1,500.00
2	Inter Corporate Deposit Repaid (Liability)		
	The Phoenix Mills Limited	550.00	3,376.00
	Island Star Mall Developers Private Limited	-	3,500.00
3	Inter Corporate Deposit Given (Loans)		
	Alliance Spaces Private Limited	2,080.63	6,861.50
	Insight Mall Developers Private Limited	60.00	-
	Palladium Constructions Private Limited	16,783.00	-
4	Inter Corporate Deposit Repaid (Loans)		
	Alliance Spaces Private Limited	7,122.63	1,119.50
	Insight Mall Developers Private Limited	60.00	-
	Palladium Constructions Private Limited	8,000.00	-
5	Interest Expenses on ICD		
	The Phoenix Mills Limited	13.71	147.08
	Island Star Mall Developers Private Limited	-	10.85
6	Interest Income on ICD & OFCD		
	Alliance Spaces Private Limited	26.98	21.37
	Insight Mall Developers Private Limited	0.80	0.00
	Palladium Constructions Private Limited	635.08	-
5	Project Management Consultancy Fees/Corporate Cost (expenses) (Excluding Service Tax & GST)		
	Market City Resources Private Limited	336.44	280.00
	Palladium Constructions Private Limited	360.00	90.00
	Alliance Spaces Private Limited	50.00	-
6	Project Management Consultancy Fees - CWIP		
	Alliance Spaces Private Limited	-	53.00
7	Rent Income		
	Bellona Hospitality Services Limited	29.33	58.94
8	Service Charges		
	Bellona Hospitality Services Limited	24.40	85.38
9	Sale of Fixed Asset		
	Alyssum Developers Private Limited	0.95	-
	Island Star Mall Developers Private Limited	-	9.93
10	Investments in OFCD		
	Alliance Spaces Private Limited	7,425	5,617.37
	Insight Mall Developers Private Limited	115	-
11	OFCD Investments redeemed		
	Alliance Spaces Private Limited	6,182	-
	Insight Mall Developers Private Limited	2,000	-
12	Remuneration		
	Arun Arora (From 2nd May, 2018)	44.54	-
	Rajiv Malla (till 4th August, 2018)	36.90	77.08

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

C. Balances at the year end 31st March, 2019

Rs. In Lakhs

Sr. No.	Nature of Balances	As at March 31, 2019	As at March 31, 2018
1	Advances from Prospective Buyer		
	The Phoenix Mills Limited	871.81	871.81
2	Borrowings		
	The Phoenix Mills Limited	-	550.00
3	Trade Receivables		
	Bellona Hospitality Services Limited	15.63	66.88
4	Financial Assets - Loans		
	Alliance Spaces Private Limited	700.00	5,742.00
	Palladium Constructions Private Limited	8,783.00	-
5	Security Deposit Received		
	Bellona Hospitality Services Limited	-	17.59
6	Trade Payables		
	Market City Resources Private Limited	-	32.40
7	Investments in OFCD		
	Insight Hotels & Leisure Private Limited	115.00	2,000.00
	Alliance Spaces Private Limited	8,865.00	7,622.37
8	Interest Payable		
	The Phoenix Mills Limited	-	14.65
9	Interest Receivable		
	Alliance Spaces Private Limited	0.52	-
10	Trade Payables		
	Alliance Spaces Private Limited	54.00	-

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

42 Fair Value of Financial assets and Liabilities:

Set out below is the comparison by class of carrying amounts and fair value of Company's financial instruments that are recognised in the financial statements.

Particulars	Rs. In Lakhs			
	As at March 31, 2019		As at March 31, 2018	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets designated at amortised cost				
Trade Receivables	2,186.92	2,186.92	2,397.82	2,397.82
Cash and Cash Equivalents	93.70	93.70	70.57	70.57
Loans and advances	9,483.00	9,483.00	5,742.00	5,742.00
Deposits with Banks	3,029.80	3,029.80	2,959.87	2,959.87
Other financial assets	668.27	668.27	43.19	43.19
Total	15,461.69	15,461.69	11,213.46	11,213.46
Financial liabilities designated at amortised cost				
Borrowings	62,944.05	62,944.05	63,803.63	63,803.63
Trade payables and others	1,701.84	1,701.84	2,207.32	2,207.32
Other financial liabilities	8,267.77	8,267.77	6,917.39	6,917.39
Total	72,913.66	72,913.66	72,928.34	72,928.34

Fair valuation techniques:

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available.

The following methods and assumptions were used to estimate the fair values

- 1 Fair value of cash and deposits, trade receivables, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2 Borrowings are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and other risk characteristics. Fair value of variable interest rate borrowings approximates their carrying values. Risk of non-performance for the company is considered to be insignificant in valuation.

43 Financial risk Management:

The Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risks which the entity is exposed to and how it mitigates that risk.

● **Market risk:**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings and investments in securities.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company is exposed to foreign exchange risk through purchases of goods or services from overseas supplier in foreign currency. The Company generally transacts in US dollar. The foreign exchange rate exposure is balanced by purchasing of goods or services in the respective currency.

The Company is exposed to insignificant foreign exchange risk as at the respective reporting dates.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Commodity and Other price risk

The Company is not exposed to the commodity and other price risk.

● **Credit Risk**

Credit risk is the risk of financial loss to the Company that a customer or counter party to a financial instrument fails to meet its obligations. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Trade and other receivables:

The Company extends credit to customers in normal course of business. The Company considers factors such as credit track record in the market and past dealings for extension of credit to customers. To manage credit risk, the Company periodically assesses the financial reliability of the customer, taking into account the financial condition, current economic trends, and analysis of historical bad debts and aging of accounts receivables. Outstanding customer receivables are regularly monitored to make an assessment of recoverability. Receivables are provided as doubtful / written off, when there is no reasonable expectation of recovery. Where receivables have been provided / written off, the Company continues regular followup, engage with the customers, legal options / any other remedies available with the objective of recovering these outstandings.

The Company is not exposed to concentration of credit risk to any one single customer since services are provided to vast spectrum and hence, the concentration of risk with respect to trade receivables is low. The Company also takes security deposits, advances, post dated cheques etc from its customers, which mitigate the credit risk to an extent.

Cash and cash equivalents and other investments

The Company is exposed to counter party risk relating to medium term deposits with banks.

The Company considers factors such as track record, size of the institution, market reputation and service standards to select the banks with which balances and deposits are maintained. Generally, the balances are maintained with the institutions with which the Company has also availed borrowings. The Company does not maintain significant cash and deposit balances other than those required for its day to day operations.

Exposure to credit risk

The gross carrying amount of financial assets, net of impairment losses recognised represents the maximum credit exposure. The maximum exposure to credit risk as at March 31, 2019 and March 31, 2018 is as follows:

	Rs. In Lakhs	
	As at 31/03/2019	As at 31/03/2018
<u>Financial assets for which loss allowances is measured using 12 months Expected Credit Losses (ECL):</u>		
Other Investments	8,980.00	9,622.37
Loans and advances	9,483.00	5,742.00
Cash and cash equivalents	93.70	70.57
Bank Deposits	3,029.80	2,959.87
Other financial assets	668.27	43.19
<u>Financial assets for which loss allowances is measured using Life time Expected Credit Losses (ECL):</u>		
Trade receivables	2,186.92	2,397.82

Life time Expected credit loss for Trade receivables under simplified approach

Aging of Trade Receivables	Past Due				Total
	0-90 days	90-180 days	180 - 360 days	over 360 days	
As at 31st March, 2019					
Gross Carrying Amount	1,503.47	360.37	338.19	615.77	2,817.79
Expected credit losses (Loss allowance provision)	3.43	5.41	19.03	603.01	630.87
Net Carrying Amount	1,500.04	354.96	319.17	12.76	2,186.92
As at 31st March, 2018					
Gross Carrying Amount	1,451.02	426.31	413.95	823.21	3,114.50
Expected credit losses (Loss allowance provision)	4.79	10.72	29.00	672.18	716.68
Net Carrying Amount	1,446.23	415.59	384.95	151.04	2,397.82

Reconciliation of Changes in the life time expected credit loss allowance:

	2018-19	2017-18
Loss allowance on 1 April, 2018	716.68	660.72
Provided during the year	184.61	411.97
Amount written off during the year	(270.41)	(356.01)
Loss allowance on 31st March, 2019	630.87	716.68

Cash and Cash equivalents, other Investment, Loans and other financial assets are neither past due nor impaired. Management is of the view that these financial assets are considered good and 12 months ECL is not provided.

● **Liquidity risk**

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses.

The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on a mix of borrowings, capital infusion and excess operating cash flows to meet its needs for funds. The current borrowings are sufficient to meet its short to medium term expansion needs. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

VAMONA DEVELOPERS PRIVATE LIMITED
NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Rs. In Lakhs

Particulars	As at March 31, 2019					Total
	Carrying Amount	On Demand	Less than 1 Yr	1- 5 yrs	>5 years	
Borrowings	62,944.05	8,216.26	5,563.54	43,781.16	5,383.10	-
Other Financial Liabilities	8,267.77	8,267.77	-	-	-	8,268
Trade and other payables	1,701.8	1,701.8	-	-	-	1,702

Particulars	As at March 31, 2018					Total
	Carrying Amount	On Demand	Less than 1 Yr	1- 5 yrs	>5 years	
Borrowings	63,803.63	4,551.54	4,689.14	39,040.62	15,522.32	63,803.63
Other Financial Liabilities	6,917.39	6,917.39	-	-	-	6,917.39
Trade and other payables	2,207.32	2,207.32	-	-	-	2,207.32

Capital management

The primary objective of the Company's capital management is to maximize the shareholder value. The Company's primary objective when managing capital is to ensure that it maintains an efficient capital structure and healthy capital ratios and safeguard the Company's ability to continue as a going concern in order to support its business and provide maximum returns for shareholders. The Company also proposes to maintain an optimal capital structure to reduce the cost of capital. No changes were made in the objectives, policies or processes during the year ended March 31, 2019 and March 31, 2018.

The Group monitors capital using a gearing ratio, which is net debt divided by sum of total capital and net debt. Net debt is calculated as loans and borrowings less cash and cash equivalents and for the purpose of the Company's capital management, capital includes issued capital, share premium and all other equity reserves. Net debt includes interest bearing loans and borrowings, trade and other payables less cash and short term deposits.

Particulars	Rs. In Lakhs	
	As At 31-03-2019	As At 31-03-2018
Loans and Borrowings	62,944.05	63,803.63
Less: Cash and cash equivalents + Bank Deposits (Current)	93.70	70.57
Net Debt	62,850.35	63,733.06
Total Capital	21,618.83	19,880.93
Capital+Net Debt	84,469.18	83,613.98
Gearing Ratio	74%	76%

44 Contingent Liabilities

a. Estimated amount of contracts remaining to be executed on capital account not provided for in the accounts is Rs. 9.97 Lakhs [excluding advances] (P.Y. Rs. 726.99 Lakhs).

b. Disputed Income Tax (Including TDS) liability amounting to Rs.0.62 Lakhs (P.Y. Rs.0.62 Lakhs) as the matter is in appeal before the Commissioner of Income Tax (Appeals).

45 Trade receivables and trade payables are subject to confirmations and reconciliations/ adjustments arising there from, if any. The same is not expected to have any material impact on the financial statements, as per the management.

46 Reclassification: Based on the pronouncements/clarifications by the professional bodies/institutions and general accounting practice followed by Industry, Security Deposits of Rs.2,506.33 Lacs Non current portion and Rs. 5326.61 Lacs Current portion taken from Occupants/Licensees has been reclassified from Non-Financial Liability to Financial Liability. The said treatment does not have any material impact on the Profit/loss.

47 The previous year figures have been regrouped, reworked, rearranged and reclassified, whenever necessary and are to be read in relation to the amounts and other disclosures relating to the current year.

As per our Report of even date
For A. M. Ghelani & Associates
 Firm Registration No. 103172W
 Chartered Accountants

For and on behalf of the Board of Directors

Anil Khanna
 Partner
 Membership No. 153522

Arun Arora
 (Managing Director)
 DIN NO:02813204

Pawan Kakumanu
 (Director)
 DIN NO:07584653

Place : Mumbai
 Date : 14th May, 2019

Yashi Singh
 (Company Secretary)
 M. No:- ACS 31610

VAMONA DEVELOPERS PRIVATE LIMITED

(CIN – U45201MH2006PTC165253)

Notes on Financial Statements for the year ended 31st March 2019

1. Corporate Information:

The Company is a private limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The registered office of the company is located at 2nd floor, R.R. Hosiery Building, off Dr. E Moses Road, Mahalaxmi (W), Mumbai – 400011.

The Company is engaged in the development and leasing of commercial and retail units & entertainment complex. The principle place of business is located at S No. 207, Viman Nagar Road, Pune 411 014.

For the information of the Company's principal shareholders, refer Note No.18

These financial statements were approved and adopted by the board of directors of the Company in their meeting dated May 14th, 2019.

2. Basis of Preparation of Financial Statements:

The Financial Statements have been prepared to comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The significant accounting policies used in preparing financial statements are set out in Note 3 of the Notes to Financial Statements and are applied consistently to all the periods presented.

3. Significant Accounting Policies:

a) Functional and presentation of currency:

The financial statements are presented in India Rupees, which is the Company's functional currency and all amounts are rounded to the nearest rupees.

b) Basis of measurement:

The Financial Statements have been prepared on historical cost basis, except the following:

- Certain financial assets and liabilities that are measured at fair value.
- Defined benefit plans – plan assets measured at fair value.
- Share based payments.

c) Revenue from Contracts with Customers

With effect from 1st April 2018, Ind AS 115 – “Revenue from Contracts with Customers” (Ind AS 115) supersedes Ind AS 18 – “Revenue”, Ind AS 11 – “Construction Contracts” and related Appendices. The Company has adopted Ind AS 115 using the modified retrospective approach. The application of Ind AS 115 did not have any impact on recognition and measurement principles. However, it results in additional presentation and disclosure requirements for the Company

d) Property, Plant and Equipment:

Freehold land is carried at historical cost. Capital work in progress, and all other items of property, plant and equipment are stated at historical cost net of accumulated depreciation and accumulated impairment losses, if any.

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Historical cost includes expenditure that is directly attributable to the acquisition of the items. Such cost includes borrowing costs for long-term construction projects if the recognition criteria are met.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as specified by Schedule II to the Companies Act; 2013. The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives and method of depreciation are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

e) **Intangible asset:**

Identifiable intangible assets are recognised when the Company controls the asset & it is probable that future economic benefits attributed to the asset will flow to the Company and the cost of the asset can be reliably measured.

Intangible assets acquired are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Amortisation methods and periods

Estimated useful lives of Intangible assets are considered as 5 years. Intangible assets are amortised over its useful life using the straight-line method. The amortisation period and the amortisation method for an intangible asset are reviewed at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss.

f) **Impairment of Non – Financial Asset:**

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

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Notes on Financial Statements for the year ended 31st March 2019

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

g) Inventories:

Inventories comprise Realty Stock, which is valued at the lower of cost and net realisable value.

Cost of Realty construction/development is charged to the Statement of Profit and Loss in Proportion to the revenue recognized during the period and balance cost is carried over under Inventory as part of Realty Stock. Cost of realty construction / development includes all costs directly related to the project and other expenditure as identified by the management which are incurred for the purpose of executing and securing the completion of the Project (net off incidental recoveries/receipts).

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

h) Cash and cash equivalents:

Cash and cash equivalents includes cash on hand and at bank, deposits held with banks original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

i) Foreign currency transactions:

The transactions denominated in foreign currency are recorded at the exchange rate prevailing on the date of transaction. Monetary items denominated in foreign currency at the end of year are translated using the closing rate of exchange. Non- monetary items that are to be carried at historical cost are recorded using exchange rate prevailing on the date of transaction. Non- monetary items that are to be carried at fair value are recorded using exchange rate prevailing on the date of fair value measured. Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the statement of profit and loss.

j) Financial Instrument:

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instruments of another entity. Classifications of financial instrument are in accordance with the substance of the contractual arrangement and as per the definitions of financial assets, financial liability and an equity instruments.

Financial Assets and investments

i) Initial recognition and measurement:

At initial recognition, the company measures a financial asset (other than financial asset at fair value through profit or loss) at its fair value plus or minus, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in the statement of profit & loss.

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Notes on Financial Statements for the year ended 31st March 2019

ii) Subsequent recognition and measurement:

Subsequent measurement of financial asset depends on the company's business model for managing the asset and the cash flow characteristics of the asset. For the purpose of subsequent recognition and measurement financial assets are classified in four categories:

• **Debt instrument at amortised cost:**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

• **Debt instrument at fair value through other comprehensive income (FVOCI):**

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses and interest revenue which are recognised statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method.

• **Debt instrument at fair value through profit and loss (FVTPL):**

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in the statement of profit and loss and presented net in the statement of profit and loss within other gains/(losses) in the period in which it arises. Interest income from these financial assets is included in other income.

iii) De-recognition:

A financial asset is primarily derecognised i.e. removed from Company's financial statement when:

- The rights to receive cash flows from asset have expired or
- The Company has transferred its right to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under 'pass-through' arrangement and either;
 - a) The Company has transferred substantially all the risks and rewards of the assets,
 - b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's

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continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

iv) Impairment of Financial asset:

The company assesses impairment based on expected credit losses (ECL) model to the following:

- Financial assets carried at amortised cost;
- Financial asset measured at FVOCI debt instruments.

The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade receivables or contract revenue receivables

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

The Company uses a provision matrix to determine impairment loss allowance on its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

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

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

v) Trade receivables:

A receivable is classified as a ‘trade receivable’ if it is in respect to the amount due from customers on account of goods sold or services rendered in the ordinary course of business. Trade receivables are recognised initially at fair value less provision for impairment. Company obtains security in the

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form of security deposit which can be called upon if the counterparty is in default under the terms of the agreement.

Financial Liabilities:

i) Initial recognition and measurement:

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

ii) Subsequent measurement:

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and has designated upon initial measurement recognition at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term.

Gains or losses on liabilities held for trading are recognised in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

Loans and Borrowings:

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Trade and other payables:

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost.

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iii) De - recognition:

A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

k) Classification of assets and liabilities as current and non – current:

The Company presents assets and liabilities in Balance Sheet based on current/non-current classification.

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as current when:

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

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

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

l) Equity share capital:

Ordinary shares are classified as equity. Incremental costs net of taxes directly attributable to the issue of new equity shares are reduced from retained earnings, net of taxes.

m) Revenue Recognition:

Revenue is recognised to the extent that it is probable that the future economic benefits will flow to the entity and it can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

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Notes on Financial Statements for the year ended 31st March 2019

Revenue from license fees and other operating services

Revenue from license fees and other operating services are recognised on a straight line basis over the license terms, except where the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary operating cost increases.

Revenue from sale of properties

Revenue from the sale of properties under construction is accordingly recognized on the basis of the Registered Sale Agreements (Provided the significant risk and rewards have been transferred to the buyer and there is reasonable certainty of realization of the monies), proportionate to the percentage of physical completion of construction/development work, as certified by the company's technical personnel [which being a technical matter has been relied upon by the auditors].

Accordingly, the cost of construction/development is charged to the Statement of Profit and Loss, in proportion to the revenue recognized during the period and the balance costs are carried as a part of the Realty Stock, under Inventories.

Interest income

Interest income from debt instrument is recognised using effective interest rate method. The effective interest rate is the rate that discounts estimated future cash receipts through the expected life of financial asset to the gross carrying amount of financial asset. When calculating effective interest rate, the company expects cash flows by considering all contractual terms of financial instrument but does not consider the expected credit losses.

n) Employees benefits:

(i) Short-term Employee benefits:

All employees' benefits payable wholly within 12 months rendering services are classified as Short Term obligations. Benefits such as salaries, wages, short term compensated absences, performance incentives, expected cost of bonus and ex-gratia are recognised during the period in which the employees renders related services.

(ii) Post-employment benefits

a. Defined Contribution Plan

The defined contribution plan is post-employment benefit plan under which the Company contributes fixed contribution to a government administered fund and will have no legal or constructive obligation to pay further contribution. The Company's defined contribution plan comprises of Provident Fund, Labour Welfare Fund and Employee State Insurance Scheme. The Company's contribution to defined contribution plans are recognised in the statement of profit & loss in the period in which the employee renders the related services.

b. Defined benefit plan

The Company has defined benefit plans comprising of gratuity. Company's obligation towards gratuity liability is funded and is managed by Life Insurance Corporation of India (LIC). The present value of the defined benefit obligations is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is

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determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Re-measurements comprising of (a) actuarial gains and losses, (b) the effect of the asset ceiling (excluding amounts included in net interest on the net defined benefit liability) and (c) the return on plan assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit & loss in subsequent periods.

The expected return on plan assets is the Company's expectation of average long-term rate of return on the investment of the fund over the entire life of the related obligation. Plan assets are measured at fair value as at the Balance Sheet date.

The interest cost on defined benefit obligation and expected return on plan assets is recognised under finance cost.

Gains or losses on the curtailment or settlement of defined benefit plan are recognised when the curtailment or settlement occurs.

(iii) Other long-term benefits

The Company has other long-term benefits in the form of leave benefits. The present value of the other long term employee benefits is determined based on actuarial valuation using the projected unit credit method. The rate used to discount defined benefit obligation is determined by reference to market yields at the Balance Sheet date on Indian Government Bonds for the estimated term of obligations.

Actuarial gains or losses arising on account of experience adjustment and the effect of changes in actuarial assumptions are recognised immediately in the statement of profit & loss as income or expense.

Gains or losses on the curtailment or settlement of other long-term benefits are recognised when the curtailment or settlement occurs.

(iv) Share-based payments

Share-based compensation benefits are provided to employees via Employee Stock Option Plan of The Phoenix Mills Ltd.

The fair value of options granted under the Employee Stock Option Plan is recognised as an employee benefits expense with a corresponding increase in Other equity. The total amount to be expensed is determined by reference to the fair value of the options granted:

- including any market performance conditions (e.g., the entity's share price)
- excluding the impact of any service and non-market performance vesting conditions (e.g. profitability, sales growth targets and remaining an employee of the entity over a specified time period), and
- including the impact of any non-vesting conditions (e.g. the requirement for employees to save or holdings shares for a specific period of time).

The total expense, other than in respect of options granted is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied. At the end of each period, the company revises its estimates of the number of options that are expected

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to vest based on the non-market vesting and service conditions. It recognises the impact of the revision to original estimates, if any, in the statement of profit & loss, with a corresponding adjustment to other equity.

o) Borrowing Cost:

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Other borrowing costs are expensed in the period in which they are incurred.

Borrowing costs consist of interest and other costs that are incurred in connection with the borrowing of funds.

p) Provisions and contingencies:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using the government securities interest rate for the equivalent period. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate. Provisions are not recognised for future operating losses.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the notes to the financial statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

q) Income Taxes:

Current Income Tax:

Current Income Tax liabilities are measured at the amount expected to be paid to the taxation authorities using the tax rates and tax laws that are enacted or subsequently enacted at the end of the reporting period. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulation are subject to interpretation and creates provisions where appropriate.

Deferred Tax:

Deferred Tax is recognised using Balance sheet approach, on temporary differences between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred Income Tax is determined using the tax rates and tax laws that are enacted or subsequently enacted at the end of the reporting period.

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Deferred Tax liabilities are recognised for all temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and the deferred tax balances relate to the same taxation authority. Current tax asset and liabilities are offset where the company has a legally enforceable right offset and intends either to settle on net basis, or to realise the asset and settle the liability simultaneously.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, to the extent it would be available for set off against future current income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

Current and deferred tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

r) Earnings per share:

Basic earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is calculated by dividing the net profit or loss (after tax) for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

4. Critical accounting estimates, assumptions and judgements:

The preparation of the financial statements requires management to make estimates, judgements and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities as on the date of financial statements and reported amounts of income and expenses during the period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

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In the process of applying the Company's accounting policies, management has made the following estimates and judgements, which have significant effect on the amounts recognised in the financial statement:

(a) Depreciation and useful lives of Property, Plant and Equipment

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

(b) Investment Property

Management has assessed applicability of Ind AS 40- Investment property to the property held to earn income from licensee fees. In assessing such applicability, management has considered the ownership of assets, terms of license agreement, various services provided to the licensee etc. The Company considers these other services as significant in addition to the License fees charged. Based on such assessment, the management has considered the mall property as owner-occupied property and hence classified as Property, Plant & Equipment.

(c) Recoverability of trade receivables

Judgments are required in assessing the recoverability of overdue trade receivables and determining whether a provision against those receivables is required. The Company uses a provision matrix to determine impairment loss allowance on its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

(d) Defined Benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(e) Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since

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the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.

(f) Impairment of financial assets:

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

Estimates and judgments are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances. They are continuously evaluated.

(g) Fair Value measurement:

The Company measures financial instrument such as certain investments, at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

h) STANDARDS ISSUED BUT NOT EFFECTIVE

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

A. ISSUE OF IND AS 116 - LEASES

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

B. AMENDMENT TO EXISTING STANDARD

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

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

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