Directors' Report

Your Directors are pleased to present the tenth Annual Report and the audited accounts for the year ended 31st March, 2016.

Financial Summary:

Amount in Rs.

| Particulars | Year Ended | Year Ended |
|--|------------|------------|
| | 31-03-2016 | 31-03-2015 |
| Total Income | 40,019,434 | |
| Total Expenditure including Depreciation | 57,716 | 36,413 |
| Profit/(Loss) before tax | 39,961,718 | (36,413) |
| Less: Provision for tax | 9,963,500 | Nil |
| Profit/(Loss) after tax | 29,998,218 | (36,413) |

The change in the nature of business, if any:

There was no change in the nature of business of the Company during the year or subsequently.

State of the Company's affairs:

During the year under review, your Company has incurred a profit of Rs.299.98/- lacs as compared to the loss of Rs.36,413/- (Rupees Thirty six thousand four hundred thirteen only) for the previous year. The Company received a compensation of Rs.40,014,400/- (Rupees Four crores fourteen thousand four hundred only) due to termination of development rights.

Jai Realty Ventures Limited (JRVL), had transferred its entire shareholding held in your Company to the parent Company, Jai Corp Limited during the year under review. In view of this, your Company has now become a direct wholly owned subsidiary of Jai Corp Limited.

Further, the Company has issued and allotted 87,750 Unsecured 0% Optionally Fully Convertible Debentures of Rs.1000/- each at par to holding Company, Jai Corp Limited during the year under review and repaid all loans taken from JRVL. The said debentures were redeemed during the year.

During the year under review your Company had subscribed 25,500 Unsecured 0% Optionally Fully Convertible Debentures of Rs.1000/- each at par issued by Swar Land developers Limited.

Amount proposed to be carried to general reserve and recommended to be paid by way of dividend:

In view to conserve resources of the Company, your Directors do not recommend any dividend.

Extract of Annual Return:

Extract of Annual Return as provided under Section 92(3) of Companies Act, 2013 is given at **Annexure-1**.

NUMBER OF MEETINGS OF THE BOARD:

10 meetings of the Board of Directors of the Company were held during the financial year 2015-16.

Details of Directors or Key Managerial Personnel who were appointed or have resigned during the year:

The Company has not appointed any director or key managerial personnel during the year.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Shri K. B. Kagzi (DIN 00166967) retires by rotation and, being eligible, has offered himself for the re-appointment at the ensuing Annual General Meeting.

Directors' Responsibility Statement:

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, it is hereby stated that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed along with proper explanation relating to material departure(s).
- (b) appropriate accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year at 31st March, 2016 and of the profit of the Company for that period.
- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (d) the annual accounts for the financial year ended 31st March, 2016 have been prepared on a 'going concern' basis.
- (e) internal financial controls have been laid down to be followed by the Company. The internal financial controls are adequate and are operating effectively.
- (f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Auditors and Auditors' Reports:

M/s Pathak H. D. & Associates, Chartered Accountants, Mumbai, hold office as statutory auditors of the Company until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. It is proposed to re-appoint them as

Statutory Auditors of the Company from the conclusion of ensuing Annual General Meeting till the conclusion of next Annual General Meeting. Your Company has received the certificate from them confirming their eligibility for re-appointment pursuant to the provisions of Section 139 read with section 141 of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014.

There are no qualifications, reservations, or adverse remarks or disclaimers made by the Auditors, in their report.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013:

The Company has not given any loans, guarantees or investments under Section 186 of the Companies Act, 2013 during the financial year 2015-16.

Particulars of contracts or arrangements with related parties referred to in Sub-Section (1) of Section 188 of the Companies Act, 2013:

There are no such contracts or arrangements with related parties referred to in subsection (1) of Section 188 of the Companies Act, 2013.

Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report:

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and date of this Report.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo:

NIL

Statement indicating development and implementation of a Risk Management Policy for the Company including identification therein of elements of risk, if any, which in the opinion of the board may threaten the existence of the Company:

In the opinion of the Board, the elements of risk threating the Company's existence are very minimal.

The names of Companies which have become or ceased to be Subsidiaries, Joint Ventures or Associate Companies during the year:

NIL

Details relating to deposits covered under Chapter V of the Act and deposits which are not in compliance with the requirements of Chapter V of the Act:

Company has not accepted any deposit covered under Chapter V of the Companies Act, 2013 of any deposit not in compliance with the requirements of Chapter V of the Companies Act, 2013.

The details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future:

No order was passed by any Regulator, Court or Tribunal impacting the going concern status and the Company's operations in future.

The details in respect of adequacy of Internal Financial Controls with reference to the financial statements:

The Company has in place adequate internal control with reference to the financial statements. During the year such controls were put to test and were found to be adequate.

Employee Related Disclosures:

There is no employee on the pay roll of the Company.

Issue of equity shares with differential rights, sweat equity, employee stock option:

The Company has not issued any share with differential rights, sweat equity or as employee stock option.

Acknowledgement:

Your Directors express their grateful appreciation for the assistance and co-operation received from banks, financial institutions, Government authorities, customers, vendors and shareholders during the year under review.

For and on behalf of the Board of Directors

Bijay Kumar Saraf Director (DIN 00084108)

Place: Mumbai Date: 18.08.2016

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31.03.2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and Other Details:

| i) | CIN | U45201MH2007PLC168337 | | | | |
|------|--------------------------------------|--|--|--|--|--|
| ii) | Registration Date | 05.03.2007 | | | | |
| iii) | Name of the Company | Swastik Land Developers Ltd. | | | | |
| iv) | Category / Sub-Category of the | Public Company, Limited by Shares/Indian | | | | |
| | Company | Non Government Company | | | | |
| v) | Address of the Registered office and | 82, Maker Chamber III, Nariman Point, | | | | |
| | contact details | Mumbai 400021. | | | | |
| vi) | Whether listed company Yes / No | NO | | | | |
| vii) | Name, Address and Contact details | NA | | | | |
| | of Registrar and Transfer Agent, if | | | | | |
| | any | | | | | |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

REAL ESTATE BUSSINESS ACTIVITY

| | • | me and Description of NIC Code of the in products / services Product/ service | | | |
|----|-------------|--|----|--|--|
| 1. | Real Estate | 6810 | NA | | |

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –

| SI. No. | Name and Address of The company | CIN/GLN | Holding/ Subsidiary/ | % of shares Held | Applicable section |
|------------|--|-----------------------|-------------------------|---------------------|--------------------|
| | | | Associate | | |
| 1. | Jai Corp Limited (Holding company w.e.f. | L17120MH1985PLC036500 | Holding Company | 100% | 2 (46) |
| | 29.06.2015) | | (w.e.f. | (w.e.f. | |
| | Regd. Off: A-3, MIDC Industrial Area, Nanded, | | 29.06.2015) | 29.06.2015) | |
| | Maharashtra, 431603. Corporate Off: 11-B, Mittal | | | | |
| | Tower, Free Press Journal Marg, Nariman Point, | | | | |
| | Mumbai 400021 | | | | |

Note: Jai Realty Ventures Limited ceased to be the holding Company w.e.f. 29.06.2015.

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding:

| Category of Shareholders | | | at the beg | inning of the | | | at the end | of the year | % Change |
|--------------------------------|----------|------------|------------|---------------|----------|----------|------------|-------------|-----------------|
| | year (01 | L.04.2015) | | | (31.03.2 | 2016) | | | During the year |
| | Demat | Physical | Total | % of Total | Demat | Physical | Total | % of Total | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp. | 0 | 50000 | 50000 | 100 | | 50000 | 50000 | 100 | 0 |
| e) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (A) (1) | | 50000 | 50000 | 100 | | 50000 | 50000 | 100 | 0 |
| (2) Foreign | | | | | | | | | |
| a) NRIs-Individuals | | | | | | | | | |
| b) Other-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Any Other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (A) (2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total shareholding of Promoter | 0 | 50000 | 50000 | 100 | 0 | 50000 | 50000 | 100 | 0 |
| (A) = (A)(1)+(A)(2) | | | | | | | | | |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt.(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

| GDRs & ADRs Grand Total (A+B+C) | 0 | 50000 | 50000 | 100 | 0 | 50000 | 50000 | 100 | 0 |
|--|----------|-------|----------|----------|---|-------|----------|-----|---|
| C. Shares held by Custodian for | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (B)=(B)(1)+(B)(2) | | | | | | | | | |
| Total Public Shareholding | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| holding nominal share capital in excess of Rs 1 lakh | | | | | | | | | |
| ii) Individual shareholders | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| nominal share capital upto Rs. 1 lakh | | | | | | · · | | | |
| i) Individual shareholders holding | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | <u> </u> | | | <u> </u> | 0 | | <u> </u> | | |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| a) Bodies Corp. | | | | | | | | | |
| 2. Non-Institutions | 0 | 0 | <u> </u> | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (B) (1) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Capital Funds i) Others (Specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |

(ii) Shareholding of Promoters

| Sr.No. | Shareholder's Name | | | | Sharehold year (As o | | | |
|--------|--------------------------|------------------|--|--|-------------------------|--|--|---|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | % change in share Holding during the year |
| 1. | Jai Realty Ventures Ltd. | 50000 | 100 | 0 | 0 | 0 | 0 | 0 |
| 2. | Jai Corp Ltd. | | | | 50000 | 100 | 0 | 0 |
| | Total | 50000 | 100 | 0 | 50000 | 100 | 0 | 0 |

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

| Sr.No. | | Shareholding at the beginning of the Cumulative Shareholding | | | | | | |
|--------|---------------------------------|--|-------------------|----------|---------|--------------------------|--|--|
| | | year. (As | on 01.04.2015) | the year | | | | |
| | | No. of | % of total Shares | of the | No. of | % of total Shares of the | | |
| | | Shares | company | | Shares | Company | | |
| 1. | Jai Realty Ventures Limited | | | | | | | |
| | Opening Balance | 50000 | | 100 | 50000 | 100 | | |
| | Date wise increase/(decrease) | | | | (50000) | (100) | | |
| | 29.06.2015. | | | | | | | |
| | Entire shareholding transferred | | | | | | | |
| | to Jai Corp Limited | | | | | | | |
| | Closing Balance | | | | 0 | 0 | | |

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| Sr.No. | | Shareho (01.04.2 | lding at the beginning of the year 015) | Cumulative Shareholding during the year | | | |
|--------|---------------------------------------|---------------------|--|---|--------------------------|--|--|
| | For each of the top 10 shareholders | No. of | % of total Shares of the company | No. of | % of total Shares of the | | |
| | | Shares | | Shares | Company | | |
| | At the beginning of the year | | N | IL | | | |
| | Date wise Increase / Decrease in | | N | IL | | | |
| | Promoters Share holding during the | | | | | | |
| | year specifying the reasons for | | | | | | |
| | increase / decrease (e.g. allotment / | | | | | | |
| | transfer /bonus/ sweat equity etc): | | | | | | |
| | At the end of the year (or on the | | N | IL | | | |
| | date of separation, if separated | | | | | | |
| | during the year) | | | | | | |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr.No. | | | Shareholding at the beginning of the year (01.04.2015) | | ive Shareholding during |
|--------|---|--------|--|------------|--------------------------|
| | For Each of the Directors and KMP | No. of | % of total Shares of | No. of | % of total Shares of the |
| | | Shares | the company | Shares | Company |
| | At the beginning of the year | | N | NIL | |
| | Date wise Increase / Decrease in Promoters | | N | NIL | |
| | Share holding during the year specifying the | | | | |
| | reasons for increase / decrease (e.g. allotment / | | | | |
| | transfer /bonus/ sweat equity etc): | | | | |
| | At the end of the year (or on the date of | | N | VIL | |
| | separation, if separated during the year) | | | | |

V. INDEBTEDNESS
Indebtedness of the Company including interest outstanding/accrued but not due for payment

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total |
|---|----------------------------------|-----------------|----------|-------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | | | | |
| Jai Realty Ventures Ltd. (JRVL) | | 87,707,957 | | 87,707,957 |
| ii) Interest due but not paid | | 1,107 | | 1,107 |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | | 87,709,064 | | 87,709,064 |
| Change in Indebtedness during the financial year | | | | |
| Additions | | | | |
| JRVL Loan | | 614 | | 614 |
| Jai Corp Ltd. (JCL) Loan | | 11,500,000 | | 11,500,000 |
| JCL Debentures | | 87,750,000 | | 87,750,000 |
| Interest Due | | 21,079 | | 21,079 |
| Total Additions | | 99,271,693 | | 99,271,693 |
| Reductions | | | | |
| JRVL Loan | - | 87,708,571 | | 87,708,571 |
| Jai Corp Ltd. (JCL) Loan | | 11,500,000 | | 11,500,000 |
| JCL Debentures | | 87,750,000 | | 87,750,000 |
| Interest Paid | | 22,186 | | 22,186 |
| Total Reductions | | 186,980,757 | | 186,980,757 |
| Net Change | | 0 | | 0 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | | | | |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A: Remuneration to Managing Director, Whole Time Directors and/or Manager :NIL

| Sr.No. | Particulars of Remuneration | N | ame of MI | D/WTD/Man | ager | Total Amount |
|--------|--|---|-----------|-----------|------|--------------|
| 1. | Gross Salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of | | | NIL | • | |
| | the Income-Tax Act,1961 | | | | | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | | | | | |
| | (c) Profits in lieu of salary under section 17(3) Income-Tax | | | | | |
| | Act, 1961 | | | | | |
| 2. | Stock Option | | | | | |
| 3. | Sweat Equity | | | | | |
| 4. | Commission : as % of profit | | | | | |
| | - others, specify | | | | | |
| 5. | Others, please specify | | | | | |
| | Total (A) | | | NIL | | |
| | Ceiling as per the Act | | | | | 30,00,000 |

B. Remuneration to other directors:

| Sr.No. | Particulars of Remuneration | Name of the Directors | Total Amount |
|--------|--|---------------------------------|--------------|
| 1. | Independent Directors | | |
| | Fee for attending board / committee meetings | NIL | NIL |
| | Commission | | |
| | Others, please specify | | |
| | Total (1) | | |
| 2 | Other Non-Executive Directors | | |
| | Fee for attending board / committee meetings | ding board / committee meetings | |
| | Commission | | |
| | Others, please specify | | |
| | Total (2) | NIL | |
| | Total B= (1) + (2) | NIL | NIL |
| | Total Managerial Remuneration | | NIL |
| | Overall Ceiling as per the Act | | 3000000 |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD NOT APPLICABLE

| Sr. No. | Particulars of Remuneration | Key managerial Personnel | | | | |
|---------|---|--------------------------|----------------------|-----|-------|--|
| | | CEO | Company Secretary | CFO | Total | |
| 1. | Gross Salary | | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961 | | | | | |
| | (b) Value of perquisites u/s 17(2) Income-Tax Act, 1961 | | | | | |
| | (c) Profits in lieu of salary under section 17(3) Income-Tax Act, 1961 | | | | | |
| 2. | Stock Option | | | | | |
| 3. | Sweat Equity | | | | | |
| 4. | Commission | | | | | |
| | - as % of profit | | | | | |
| | - others, specify | | | | | |
| 5. | Others, please specify | | | | | |
| | Total | | | | | |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Туре | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding | Authority [RD / NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------|------------------------------|----------------------|--|------------------------------|------------------------------------|
| | Companies Act | Description | fees imposed | NCLI/ COOKIJ | any (give Details) |
| A. COMPANIES | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| B. DIRECTORS | | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |
| C. OTHER OFFICERS | IN DEFAULT | | | | |
| Penalty | | | | | |
| Punishment | | | | | |
| Compounding | | | | | |

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SWASTIK LAND DEVELOPERS LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of **SWASTIK LAND DEVELOPERS LIMITED** ("the Company"), which comprise the Balance sheet as at 31st March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Principles Generally Accepted in India (Indian GAAPs), including Accounting Standards prescribed under Section 133 of the Act as applicable;

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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

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

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

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

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

Opinion

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

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order 2016 ("the Order"), issued by the Central Government of India, in terms of sub-section (11) of Section 143 of the Act, we give in the "Annexure A" hereto, a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, as applicable.
 - e. On the basis of the written representations received from the directors as on 31st March, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 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".
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact of its financial position in its financial statements.
 - The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For **Pathak H.D. & Associates** Chartered Accountants Firm Reg. No. 107783W

Anuj Bhatia **Partner**Membership No.:-122179

Place: Mumbai Dated: 04.05.2016

ANNEXURE - A TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date to the members of **SWASTIK LAND DEVELOPERS LIMITED** on the accounts for the year ended 31st March, 2016)

- 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.
 - As explained to us, the Company has physically verified assets. No material discrepancies were noticed on such physical verification as compared with the available records.
 - c. The Company does not have immovable properties and hence the provisions of clause (i) (c) of paragraph 3 of the said Order are not applicable to the Company.
- ii. In respect of its inventories:
 - The Company does not have any Inventories; hence the provisions of Clause (ii) of paragraph 3 of the said order are not applicable to the Company.
- iii. In respect of loans, secured / unsecured,
 The Company does not granted any loan, secured or unsecured, to
 companies, firm or other parties covered in the register maintained under
 Section 189 of the Companies Act, 2013 and hence the provisions of Clause
 (iii) of paragraph 3 of the said order are 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 sections 185 & 186 of the Act as applicable, in respect of making investments.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public and hence the provisions of clause (v) of paragraph 3 of the said Order are not applicable to the Company.
- vi. According to the information and explanation given to us, cost records pursuant to Companies (Cost Records & Audit) Rules 2014 prescribed by Central Government under section 148 (1) (d) of the Act are not applicable in respect of activities carried out during the year by the Company and hence the provisions of clause (vi) of paragraph 3 of the said order are not applicable to the Company

- vii. According to the information and explanations given to us in respect of statutory dues:
 - a. The company has been generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31st March, 2016 for a period of more than six months from the date they became payable.
 - b. According to the information and explanation given to us there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value added tax and cess as it applicable, which have not been deposited on account of any dispute.
- viii. Based on our audit procedures and according to the information and explanations given by management, during the year, the Company did not have any loans from bank, financial institutions or by way of debentures and hence the provisions of clause (viii) of paragraph 3 of the said order are not applicable to the Company.
 - ix. According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and no term loan was raised during the year and hence the clause (ix) of paragraph 3 of the said order are not applicable to the Company.
 - x. Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
 - xi. In our opinion and according to the information and explanations give to us the Company has not paid/ provided managerial remuneration by the Company and hence the provisions of clause (xi) of paragraph 3 of the said order are not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company and hence the provisions of clause (xii) of paragraph 3 of the said Order are not applicable to the Company.

- xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Accounting Standards.
- xiv. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence the provisions of clause (xiv) of paragraph 3 of the said Order are not applicable to the Company.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him and hence the provisions of clause (xv) of paragraph 3 of the said Order are not applicable to the Company.
- xvi. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **Pathak H.D. Associates** Chartered Accountants Firm Reg. No. 107783W

Anuj Bhatia
Partner
Membership No:-122179

Place: Mumbai Dated:04.05.2016

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date on the financial statements of SWASTIK LAND DEVELOPERS LIMITED for the year ended 31st March 2016

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

We have audited the internal financial controls over financial reporting of **SWASTIK LAND DEVELOPERS LIMITED** ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note) 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Pathak H.D. Associates** Chartered Accountants Firm Reg. No. 107783W

Anuj Bhatia Partner Membership No:-122179

Place: Mumbai Dated:04.05.2016

SWASTIK LAND DEVELOPERS LIMITED BALANCE SHEET AS AT 31ST MARCH, 2016

| | | | | | | (Amount in Rs.) |
|----|---------------------------------|---------|------------|------------------------------|--------------|------------------------------|
| | Particulars | Note | | As At | | As At |
| | rai liculai s | note | | 31 st March, 2016 | | 31 st March, 2015 |
| ı | EQUITY AND LIABILITIES | | | | | |
| _ | | | | | | |
| 1 | Shareholders' funds | _ | | | 40.000.000 | |
| | Share Capital | 2 | 10,000,000 | | 10,000,000 | |
| | Reserves and Surplus | 3 _ | 20,324,962 | | (9,673,256) | |
| _ | | | | 30,324,962 | | 326,744 |
| 2 | Non-current Liabilities | _ | | | | |
| | Long-term Borrowings | 4 | - | | 35,000 | |
| | Other Long Term Liabilities | 5 _ | - | · | 1,107 | 36,107 |
| 3 | Current Liabilities | | | | | |
| | Other Current Liabilities | 6 | | 14,982 | | 87,687,207 |
| | TOTAL | | | 30,339,944 | - - | 88,050,058 |
| II | ASSETS | | | | | |
| 1 | Non-current Assets | | | | | |
| | Fixed Assets | | | | | |
| | Capital Work-in-progress | 7 | 8,300 | | 8,300 | |
| | Non-current Investments | 8 | 25,500,000 | | - | |
| | Long-term Loans and Advances | 9 _ | 3,536,500 | 29,044,800 | | 8,300 |
| 2 | Current Assets | | | | | |
| | Current Investments | 10 | 225,000 | | _ | |
| | Cash and Bank Balances | 11 | 22,744 | | 10,758 | |
| | Short-term Loans and Advances | 12 _ | 1,047,400 | 1,295,144 | 88,031,000 | 88,041,758 |
| | TOTAL | | | 30,339,944 | - | 88,050,058 |
| | Significant Accounting Policies | 1 | | | - | |
| | Notes on Financial Statements | 2 to 20 | | | | |

As per our report of even date For Pathak H. D. & Associates

Chartered Accountants

(Firm Registration No.107783W)

For and on behalf of the Board of Directors

Anuj Bhatia Partner Membership No.122179

Place : Mumbai **Date :** 4th May,2016

A.Datta Director (DIN 00434224) **Bijay Kumar Saraf** Director (DIN 00084108)

SWASTIK LAND DEVELOPERS LIMITED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED $31^{\rm ST}$ MARCH, 2016

| | | | | (Amount in Rs.) |
|------|---|--------------|------------------------------|------------------------------|
| | Destinulare | Note | Year Ended | Year Ended |
| | Particulars | Note | 31 st March, 2016 | 31 st March, 2015 |
| I | Gross Revenue From Operations | 13 | 40,014,400 | - |
| | Less : Excise duty | _ | - | - |
| | Net Revenue From Operations | | 40,014,400 | - |
| II | Other Income | 14 | 5,034 | - |
| Ш | Total Revenue (I+II) | - | 40,019,434 | - |
| Ш | Expenses | | | |
| | Finance Costs | 15 | 23,348 | 1,107 |
| | Other Expenses | 16 | 34,368 | 35,306 |
| | Total Expenses | - | 57,716 | 36,413 |
| IV | Profit / (Loss) Before Tax (II- III) | | 39,961,718 | (36,413) |
| ٧ | Tax Expense | | | |
| | Current Tax | | 9,963,500 | - |
| VI | Net Profit / (Loss) for the Year (IV - V) | <u>-</u> | 29,998,218 | (36,413) |
| VIII | Formings per Equity Share of Do 40 coch | 17 | | |
| VII | Earnings per Equity Share of Rs.10 each | 17 | 599.96 | (0.73) |
| | Basic (In Rs.) | | | (0.73) |
| | Diluted (In Rs.) | | 599.96 | (0.73) |
| | Significant Accounting Policies | 1 | | |
| | Notes on Financial Statements | 2 to 20 | | |

As per our report of even date For Pathak H. D. & Associates

Chartered Accountants (Firm Registration No.107783W)

For and on behalf of the Board of Directors

Anuj BhatiaA.DattaBijay Kumar SarafPartnerDirectorDirectorMembership No.122179(DIN 00434224)(DIN 00084108)

Place: Mumbai Date: 4th May,2016

SWASTIK LAND DEVELOPERS LIMITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

| | | (Amount in Rs.) |
|---|---|---|
| Particulars | Year Ended | Year Ended |
| raticulais | 31 st March, 2016 | 31 st March, 2015 |
| Cash Flow from Operating Activities | - | |
| Net Profit/ (Loss) before tax as per Statement of Profit and Loss | 39,961,718 | (36,413) |
| Adjusted for | | |
| Finance Cost | 23,348 | 1,107 |
| Operating Profit/ (Loss) before Working Capital Changes | 39,985,066 | (35,306) |
| • | 00 000 000 | |
| | | - |
| | | 205 |
| · · · | | (35,101) |
| | | (05.404) |
| Net Cash generated from /(used in) Operating Activities | 113,469,398 | (35,101) |
| Cash Flow from Investing Activities | | |
| Purchase of Current Investment | (225,000) | - |
| Purchase of Long Term Investment | (25,500,000) | - |
| Net Cash used in Investing Activities | (25,725,000) | - |
| Cash Flow from Financing Activities | | |
| | 87,750,614 | 35,000 |
| · · · · · · · · · · · · · · · · · · · | (175,458,571) | - |
| Finance Cost Paid | | - |
| Net Cash generated from/ (Used in) Financing Activities | (87,732,412) | 35,000 |
| Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C) | 11.986 | (101) |
| | · | 10,859 |
| Closing Balance of Cash and Cash Equivalents # | 22,744 | 10,758 |
| | Adjusted for Finance Cost Operating Profit/ (Loss) before Working Capital Changes Adjusted for Other Receivables Other Payables Cash From / (used) in Operations Direct Taxes Paid Net Cash generated from /(used in) Operating Activities Cash Flow from Investing Activities Purchase of Current Investment Purchase of Long Term Investment Net Cash used in Investing Activities Cash Flow from Financing Activities Proceeds from Long term Borrowings Repayment of Long term Borrowings Finance Cost Paid Net Cash generated from/ (Used in) Financing Activities Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C) Opening Balance of Cash and Cash Equivalents | Particulars Cash Flow from Operating Activities Net Profit/ (Loss) before tax as per Statement of Profit and Loss Adjusted for Finance Cost Operating Profit/ (Loss) before Working Capital Changes Adjusted for Other Receivables Other Payables Cash From / (used) in Operations Direct Taxes Paid Net Cash generated from /(used in) Operating Activities Purchase of Current Investment Purchase of Long Term Investment Net Cash used in Investing Activities Proceeds from Long term Borrowings Cash Flow from Financing Activities Proceeds from Long term Borrowings Repayment of Long term Borrowings Finance Cost Paid Net Cash generated from/ (Used in) Financing Activities Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C) 11,986 Opening Balance of Cash and Cash Equivalents 123,348 39,961,718 23,348 39,961,718 24,348 39,961,718 24,348 39,961,718 24,348 39,961,718 24,348 39,961,718 24,348 39,961,718 24,359 39,961,718 26,983,500 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 39,985,066 26,983,600 11,986 29,993,995,066 20,993,993,995,066 20,993,995,066 20,993,995,066 20,993,995,066 20,993,993,995,066 20,993,995,066 20,993,995,066 20,993,993,995,066 20,993,995,066 20,993,993,995,066 20,993,993,995,066 20,993,993,995,066 20,993,993,995,066 20,993,993,993,996 20,993,995,066 20,993,993,996 20,993,993,993,996 20,993,993,993,996 20,993,993,993,996 |

Components of Cash and Cash equivalents Refer note 11

Notes:

- 1 Figures in brackets represent cash outflow.
- 2 The above Cash Flow Statements has been prepared under the "Indirect Method" as set out in Accounting Standard-3 "Cash Flow Statement".
- 3 The previous year's figures have been regrouped, rearranged, and reclassified wherever necessary.

As per our report of even date

For Pathak H. D. & Associates

Chartered Accountants

(Firm Registration No.107783W)

For and on behalf of the Board of Directors

(Amount in Rs.)

Anuj BhatiaA.DattaBijay Kumar SarafPartnerDirectorDirectorMembership No.122179(DIN 00434224)(DIN 00084108)

Place: Mumbai Date: 4th May,2016

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

Note 1 Significant Accounting Policies

1.1 Basis Of Preparation Of Financial Statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including Accounting Standards notified under relevent provision of the Companies Act 2013. The financial statements have been prepared as a going concern basis under the historical cost convention as adopted consistently by the Company.

1.2 Use Of Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the Financial Statements and the reported amount of revenue and expenses during the reporting period. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised.

1.3 Fixed Assets

Fixed Assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any.

1.4 Depreciation

Depreciation has been provided on Straight line method over the useful lives of assets under part C schedule II of The Companies Act 2013.

1.5 Preliminary And Share Issue Expenses

Preliminary expenses and share issue expenses are charged off to the Statement of Profit and Loss during the year.

1.6 Inventories

Cost of inventories consists of cost of land, land development expenses, material services, construction cost, interest and financial charges and other expenses related to project under development. In general, all Inventories of land are stated at lower of cost and net realisable value.

1.7 Provision For Current And Deferred Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961. Deferred tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantively enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a virtual certainty that the assets will be realized in future.

1.8 Provision, Contingent Liabilities And Contingent Assets

A provision is recognised when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. A contingent liability is disclosed, unless the possibility of an outflow of resources embodying the economic benefit is remote. Contingent assets are neither recognized nor disclosed in the financial statements.

1.9 Borrowing Cost

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

1.10 Investments

Current Investments are carried at lower of cost and market value/NAV, computed individually. Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such decline is other than temporary in the opinion of the management.

1.11 Revenue Recognition

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations

includes sales of land and is recognised when significant risk and rewards of ownership of the land have passed to the buyer.

Note 2 - Share Capital

| Particulars | As At | As At |
|--|------------------------------|------------------------------|
| | 31 st March, 2016 | 31 st March, 2015 |
| Authorised | | |
| 10,00,000 Equity Shares of Rs.10 each | 10,000,000 | 10,000,00 |
| 10,00,000) | | |
| 10,00,000 Redeemable Preference Shares of Rs.10 each | 10,000,000 | 10,000,000 |
| (10,00,000) | , , | |
| | 20,000,000 | 20,000,000 |
| ssued, Subscribed and Paid Up | <u> </u> | |
| 50,000 Equity Shares of Rs. 10 each fully paid up | 500,000 | 500,000 |
| 50,000) | | |
| 9,50,000 1% Redeemable Non-Cumulative | 9,500,000 | 9,500,000 |
| (9,50,000) Preference Shares of Rs. 10 each | | |
| Total | 10,000,000 | 10,000,000 |

2.1 (i) Reconciliation of number of Equity Shares outstanding.

| As At | As At |
|------------------------------|--|
| 31 st March, 2016 | 31 st March, 2015 |
| 50,000 | 50,000 |
| 50,000 | 50,000 |
| | 31 st March, 2016 50,000 |

(ii) Reconciliation of number of Preference Shares outstanding.

| (ii) recommender of manipol or recording of charge caretainaning. | | |
|---|------------------------------|------------------|
| Particulars | As At | As At |
| Faiticulais | 31 st March, 2016 | 31st March, 2015 |
| Number of Shares outstanding at the beginning of the year | 950,000 | 950,000 |
| Add : Shares issues during the year | - | - |
| Number of Shares outstanding at the end of the year | 950,000 | 950,000 |

2.2 (i) The Terms / Rights attached to the Equity Shares

Holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by shareholders.

(ii) The Terms of conversion / redemption of Preference Shares

1% Redeemable Non Cumulative Preference Shares (NCPS) of Rs.10 each shall be redeemable before the end of twenty years from the date of allotment with an option to the Company / the Shareholder to redeem the same earlier but not before the expiry of one year from the date of allotment i.e. 28th March 2013. The preference shares have a preferential right to dividend of 1% per annually, carry a preferential right for repayment of capital in priority to the equity shares, on liquidation of the Company or repayment of capital. However, the preference shares carry no further or other right to participate either in the profits or assets of the Company.

2.3 Details of equity shares in the Company held by Holding Company

| | | (In Nos.) |
|--|------------------------------|------------------------------|
| Particulars | As At | As At |
| Particulars | 31 st March, 2016 | 31 st March, 2015 |
| Equity Shares | | |
| (Including Equity Shares held jointly with nominees) | | |
| Jai Corp Limited | 50,000 | - |
| Jai Realty Ventures Limited | - | 50,000 |
| 1% Redeemable Non-Cumulative Preference Shares | | |
| Jai Corp Limited | 950,000 | - |
| Jai Realty Ventures Limited | <u> </u> | 950,000 |

2.4 Details of Equity Shares in the Company held by each shareholder holding more than 5% shares:

| Name of Shareholder | As At 31 st M | As At 31 st March, 2016 | | As At 31st March, 2015 | |
|--|--------------------------|------------------------------------|--------------------|------------------------|--|
| Name of Shareholder | No. of Shares held | % of Holding | No. of Shares held | % of Holding | |
| Equity Shares | | | | | |
| (Including Equity Shares held jointly with | nominees) | | | | |
| Jai Corp Limited | 50,000 | 100 | - | - | |
| Jai Realty Ventures Limited | - | - | 50,000 | 100 | |
| 1% Redeemable Non-Cumulative Preferer | nce Shares | | | | |
| Jai Corp Limited | 950,000 | 100 | - | - | |
| Jai Realty Ventures Limited | · <u>-</u> | - | 950.000 | 100 | |

| Note 3 - Reserves and Sur | plus |
|---------------------------|------|
|---------------------------|------|

| | Particulars | | | | As At | As At |
|---------|---|--|--|-------------------------------------|---------------------------------------|--------------------------------------|
| | | | | | 31 st March, 2016 | 31 st March, 201 |
| | Surplus in Statement of Profit and Lo | ess | | (9,673,256) | | (9,636,84 |
| | Add: Profit/ (Loss) for the year Closing Balance | | | 29,998,218 | 20,324,962 | (36,41 |
| | Oldshig Balands | | | | 20,024,002 | (0,010,20 |
| | Total | | | - | 20,324,962 | (9,673,25 |
| ote 4 | - Long - Term Borrowings | | | | | |
| | Particulars | | | | As At | (Amount in R As At |
| | Unsecured Loans | | | | 31 st March, 2016 | 31 st March, 201 |
| | Loan from Related Party | | | | - | 35,00 |
| | Total | | | - | <u> </u> | 35,00 |
| 4.1 | For details refer note 19 | | | | | |
| ote 5 | - Other Long -term Liabilities | | | | | (Amount in R |
| | Particulars | | | | As At | As At |
| | ranticulars | | | | 31 st March, 2016 | 31 st March, 201 |
| | Interest accrued but not due on borrowi | ngs | | | - | 1,10 |
| | Total | | | - - | - | 1,10 |
| ote 6 - | - Other Current Liabilities | | | | | |
| | | | | | As At | (Amount in R |
| | Particulars | | | | 31 st March, 2016 | 31 st March, 201 |
| | Current Maturities of Long-term Borrowi | ngs | | | | 87,672,95 |
| | Other payable Expenses Payable | | | | 14,982 | 14,25 |
| | Total | | | - - | 14,982 | 87,687,20 |
| ote 7 | - Fixed Assets | | | | | |
| | | | | | As At | (Amount in R As At |
| | Particulars | | | | 31 st March, 2016 | 31 st March, 201 |
| | Capital Work-in-progress | | | | 8,300 | 8,30 |
| | Total | | | - | 8,300 | 8,30 |
| ote 8 | - Non-Current Investments | | | | | |
| | | | | Face Value | | (Amount in R |
| | Particulars | As At 31 st March, 2016 Quantity (Nos.) | As At 31 st March, 2015 Quantity (Nos.) | (Rs. Unless otherwise stated) | As At 31 st March, 2016 | As At 31 st March, 201 |
| | In Debentures | | | | | |
| | Unquoted Fully Paid Up Fellow Subsidiary | | | | | |
| | , | | | | | |
| | 0% Optinally Fully Convertible Debentures of Rs. 1000/- each | 25,500 | - | 1,000 | 25,500,000 | - |
| | Total | | | - | 25,500,000 | |
| 8.1 | Aggregate value of Non-Current Investr | nents | | | | |
| | Particulars | | As At 31 st M | | As At 31 st Ma | |
| | | | Book Value | Market Value | Book Value | Market Value |
| | Quoted Investments | | - | - | - | - |
| | Unquoted Investments | | 25,500,000 | - | - | - |
| | Unquoted Investments | | 25,500,000 | <u>-</u> | <u>-</u> | <u>-</u> |

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

| | | | | | A - A - | ^ ^. |
|-----------------|---|--|--|---|---|--|
| | Particulars | | | | As At 31 st March, 2016 | As At 31 st March, 201 |
| | Unsecured, Considered Good : | | | | 31 Warch, 2016 | 31 March, 201 |
| | Income Tax (Net) | | | | 3,536,500 | - |
| | Total | | | - | 3,536,500 | - |
| ote 10 | - Current Investments | | | | | |
| | | | | | | (Amount in R |
| | Particulars | As At 31 st March, 2016 Quantity (Nos.) | As At 31 st March, 2015 Quantity (Nos.) | Face Value (Rs. Unless otherwise stated) | As At 31 st March, 2016 | As At 31 st March, 201 |
| | In Mutual Fund Unquoted Fully Paid-up | | | | | |
| | Birla Sun Life Floating Rate Fund Short Term Plan | 1117.831 | - | 100 | 225,000 | - |
| 10.1 | Aggregate value of Current Investments | | | - | 225,000 | |
| 10.1 | Particulars | | As At 31 st M | arch 2016 | As At 31 st Ma | rch 2015 |
| | Tartibulars | | Book Value | Market Value | Book Value | Market Value |
| | Overted leverators and | | | | | |
| | Quoted Investments Unquoted Investments | | 225,000 | - | - | - |
| 10.2 lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances | of investment. | | | | /A |
| | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances | of investment. | | | As At | (Amount in Re |
| | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars | of investment. | | | As At 31 st March, 2016 | As At |
| | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances | n of investment. | | | | As At 31 st March, 201 |
| | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents | n of investment. | | - | 31 st March, 2016 | As At 31 st March, 201 10,75 |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account | of investment. | | : | 31 st March, 2016 22,744 | As At 31 st March, 201 10,75 |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total | n of investment. | | - | 31 st March, 2016 22,744 22,744 | As At 31 st March, 201 10,75 10,75 |
| ote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total | n of investment. | | - | 31 st March, 2016 22,744 22,744 As At | As At 31 st March, 201 10,75 10,75 (Amount in R: |
| ote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances | n of investment. | | - | 31 st March, 2016 22,744 22,744 | As At 31 st March, 201 10,75 10,75 (Amount in R |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars | | | - | 31 st March, 2016 22,744 22,744 As At | As At 31 st March, 201 10,75 10,75 (Amount in R As At 31 st March, 201 |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances | | | | 22,744 22,744 22,744 As At 31 st March, 2016 | As At 31 st March, 201 10,75 10,75 (Amount in R As At 31 st March, 201 88,031,00 |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances Advance Towards Purchase of Development | | | - | 22,744 22,744 22,744 As At 31 st March, 2016 | As At 31 st March, 201 10,75 10,75 (Amount in R As At 31 st March, 201 88,031,00 |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances Advance Towards Purchase of Developm Total | | | - | 31 st March, 2016 22,744 22,744 As At 31 st March, 2016 1,047,400 | As At 31st March, 201 10,75 (Amount in R As At 31st March, 201 88,031,00 (Amount in R |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances Advance Towards Purchase of Developm Total | | | - | 22,744 22,744 22,744 As At 31 st March, 2016 | As At 31 st March, 201 10,75 10,75 (Amount in R As At 31 st March, 201 88,031,00 (Amount in R Year Ended |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances Advance Towards Purchase of Developm Total - Revenues from Operations Particulars Other Operating Revenue | | | - | 31 st March, 2016 22,744 22,744 As At 31 st March, 2016 1,047,400 1,047,400 Year Ended 31 st March, 2016 | As At 31st March, 201 10,75 10,75 (Amount in R As At 31st March, 201 88,031,00 88,031,00 (Amount in R Year Ended |
| lote 11 | Refer Note No.1.10 for mode of valuation - Cash and Bank Balances Particulars Cash and Cash Equivalents Balance with a Bank in Current Account Total - Short - Term Loans and Advances Particulars (Unsecured, Considered Good) Other Loans and Advances Advance Towards Purchase of Developm Total - Revenues from Operations Particulars | | | - | 31 st March, 2016 22,744 22,744 As At 31 st March, 2016 1,047,400 1,047,400 | 31 st March, 201 10,75 10,75 (Amount in Rs As At 31 st March, 201 88,031,00 |

Notes on Financial statements for the year ended ${\bf 31}^{\rm st}$ March, 2016

| Note 14 - Other Income | | (Amount in Bo) |
|--|--|--|
| | Year Ended | (Amount in Rs.) Year Ended |
| Particulars | 31 st March, 2016 | 31 st March, 2015 |
| From Fixed Deposits | 5,034 | - |
| Total | 5,034 | |
| Note 15 - Finance Cost | | |
| | Year Ended | (Amount in Rs.) Year Ended |
| Particulars | 31 st March, 2016 | 31 st March, 2015 |
| Interest Expenses | 23,348 | 1,107 |
| Total | 23,348 | 1,107 |
| Note 16 - Other Expenses | | (Amount in Rs.) |
| | Year Ended | Year Ended |
| Particulars | 31 st March, 2016 | 31 st March, 2015 |
| Administrative and General Expenses | | |
| Rates and Taxes | 2,500 | 2,500 |
| Legal, Professional and Consultancy Charges | 7,870 | 12,489 |
| Other Expenses | 9,062 | 6,067 |
| Bank Charges | 561 | - |
| Payment to Auditors | | |
| Audit Fees | 14,375 | 14,250 |
| Total | 34,368 | 35,306 |
| Note 17 - Earnings Per Equity Share | | |
| Particulars | Year Ended 31 st March, 2016 | Year Ended 31 st March, 2015 |
| Net Profit /(Loss) for the Year Attributable for Equity | | , _3.0 |
| Shareholders for Basic and Diluted EPS (In Rs.) | 29,998,218 | (36,413) |
| Weighted Average Number of Equity Shares Outstanding During the Year for | | |
| Basic EPS (in Nos.) | 50,000 | 50,000 |
| Basic Earning per share (in Rs.) | 599.96 | (0.73) |
| Diluted Earning per share (in Rs.) | 599.96 | (0.73) |
| | | |

Note 18 - Segment Reporting

Face Value per Equity Share (in Rs.)

There is no separate reportable segment hence information as defined in the Accouting Standard 17 "Segment Reporting" is not given.

10.00

10.00

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

Note 19 - Related Party Disclosure

Information on Related Parties Disclosures as per Accounting Standard (AS-18) - "Related Party Disclosures" are given below:

(A) List of Related Parties :

(B)

Jai Realty Ventures Limited Jai Corp Limited Swar Land Developers Limited Holding Company (up to 28th June,2015) Holding Company (from 29th June,2015) Fellow Subsidiary

| Transactions with Related Parties : Name of the Party | Nature of Transaction | 2015-16 | (Amount in Rs.) 2014-15 |
|--|---|-------------------------------|----------------------------|
| Jai Corp Limited | Equity Shares | | |
| | Opening Balance | - | - |
| | Closing Balance | 500,000 | - |
| | 1% Redeemable Non-Cumulative | | |
| | Preference Shares | | |
| | Opening Balance | - | - |
| | Issued during the year | 0.500.000 | - |
| | Closing Balance | 9,500,000 | - |
| | 0% Optinally Fully Convertible Debentures | | |
| | Opening Balance | - 07 750 000 | - |
| | Received During the year | 87,750,000 | - |
| | Refund/Adjustment during the year | 87,750,000 | - |
| | Closing Balance | - | - |
| | Short-term Borrowings | | |
| | Opening Balance | - | - |
| | Received During the year | 11,500,000 | - |
| | Refund/Adjustment during the year | 11,500,000 | - |
| | Closing Balance | - | - |
| | Interest Expenses | 22,685 | - |
| Jai Realty Ventures Limited | Equity Shares | | |
| | Opening Balance | 500,000 | 500,000 |
| | Closing Balance | - | 500,000 |
| | 1% Redeemable Non-Cumulative | | |
| | Preference Shares | | |
| | Opening Balance | 9,500,000 | 9,500,000 |
| | Issued during the year | - | - |
| | Closing Balance | - | 9,500,000 |
| | Long-term Borrowings | | |
| | Opening Balance | 87,707,957 | 87,672,957 |
| | Received During the year | 614 | 35,000 |
| | Refund/Adjustment during the year | 87,708,571 | - |
| | Closing Balance * | - | 87,707,957 |
| | Interest Payable | - | 1,107 |
| | Interest Expenses | 663 | 1,107 |
| | Reimbursement of Expenses to | - | - |
| Swar Land Developers Limited | 0% Optinally Fully Convertible Debentures | | |
| Swar Land Developers Limited | Onaning Dalance | - | - |
| Swar Land Developers Limited | Opening Balance | | |
| Swar Land Developers Limited | Purchased During the year | 25,500,000 | - |
| Swar Land Developers Limited | | 25,500,000 - 25,500,000 | - |

Note 20

Previous year's figures have been re-grouped, reworked, reclassified and re-arranged wherever necessary.

As per our report of even date For Pathak H. D. & Associates Chartered Accountants (Firm Registration No.107783W)

For and on behalf of the Board of Directors

 Anuj Bhatia
 A. Datta
 Bijay Kumar Saraf

 Partner
 Director
 Director

 Membership No.122179
 (DIN 00434224)
 (DIN 00084108)

Place : Mumbai Date : 4th May,2016