

AJIT M. GHELANI
B.Com (Hons), F.C.A., GRAD. C.W.A.

CHINTAN A. GHELANI
B.Com (Hons), F.C.A., C.S

INDEPENDENT AUDITOR'S REPORT

To the Members of
Market City Management Private Limited

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of **Market City Management Private Limited ("the Company")**, which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss (including other comprehensive income), the statement of cash flows and the statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone Ind AS financial statements").

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 standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules issued there under. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of the appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and fair presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind As 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 there under.

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 standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone Ind AS



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 standalone Ind AS 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 standalone Ind AS 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 standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS 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 including the Ind AS, of the financial position of the Company as at March 31, 2017 and its financial performance including other comprehensive income, its cash flows and the changes in equity 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" statement on the matters specified in paragraph 3 and 4 of the Order.
2. As required under provisions of section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and the statement of changes in equity dealt with by this report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the accounting standards specified under section 133 of the Act, read with relevant rules issued thereunder.
 - e. On the basis of written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, 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 control 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 Rules 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations.



- 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.
- iv. The Company has provided requisite disclosures in its standalone Ind AS financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 24 to the standalone Ind AS financial statements.

For A.M. Ghelani & Company
Chartered Accountants
Registration No : 103173W


Chintan Ghelani
Partner
Membership No.: 104391



Place : Mumbai
Dated : May 5th, 2017

“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 Ind AS Financial Statements for the year ended March 31, 2017, 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. The Company does not own any immovable property.
- ii) As the company did not carry any items of raw materials, Components, stores and spare parts in the inventory during the year, clause (ii) of paragraph 3 of the aforesaid order is not applicable to the company.
- iii) The Company has not granted any loans, secured or unsecured to companies, firm 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) The Company has not granted any loans, guarantee and has not purchased security of other body corporates. Hence, the requirement of Clause (iv) of paragraph 3 of the Order not applicable to the Company.
- v) According to the information and explanations given to us, the company has not accepted any deposits within the meaning of provisions of 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) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act.
- 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. Wherever applicable, 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, 2017 for a period of more than six months from the date of becoming payable.
 - b. According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess on account of any dispute, which have not been deposited.
- viii) According to the records examined by us and the information and explanation given to us, we are of the opinion that the provisions of Clause (viii) of paragraph 3 of the Order are not applicable to the company.



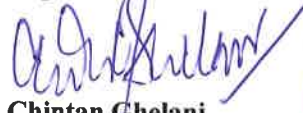
A. M. GHELANI & COMPANY
CHARTERED ACCOUNTANTS

- ix) The Company has not obtained any Term Loans during the year.
- x) In our opinion and according to the information and explanations given to us, no fraud on or by the Company 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 not been paid or provided. Therefore, the provision of clause (xi) of the Paragraph 3 of the Order Not applicable to the Company.
- 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 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.
- 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 & Company

Chartered Accountants

Registration No : 103173W



Chintan Ghelani

Partner

Membership No.: 104391



Place : Mumbai

Dated : May 5th, 2017

“Annexure B” referred to in paragraph 1 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 **Market City Management Private Limited** (“the Company”) as of March 31, 2017 in conjunction with our audit of the standalone 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 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, 2017, 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 & Company

Chartered Accountants

Registration No : 103173W


Chintan Ghelani

Partner

Membership No.: 104391



Place : Mumbai

Dated : May 5th, 2017

MARKET CITY MANAGEMENT PRIVATE LIMITED.

Notes on Financial Statements for the year ended March 31, 2017

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 Real Estate, Construction operation and management of mall.. The principle place of business is at 2nd floor, R.R. Hosiery Building, off Dr. E Moses Road, Mahalaxmi (W), Mumbai – 400011.

These financial statements were approved and adopted by the board of directors of the Company in their meeting dated 5th May, 2017.

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 Financial statements for all the periods upto and including the year ended March 31, 2016 were prepared in accordance with the accounting standards notified under the section 133 of the Companies Act, 2013 read together with the paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

These Financial Statements for the year ended March 31, 2017 are the first financial statements of the Company prepared in accordance with Ind AS. Refer Note 25 for an explanation how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance.

The Financial statements provide comparative information in respect of the previous year. In addition, the company presents Balance sheet as at beginning of the previous year, which is the transition date of Ind AS.

The significant accounting policies used in preparing financial statements are set out in Note 3 of the Notes to Financial Statements.

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.



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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.

c) 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.

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.

The expenditure incurred in connection with the Development project which is incomplete, is included in Capital Work-in- Progress and will be capitalized in the year of completion.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the Written Down Value 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.

d) 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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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.

e) **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.

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.

f) **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.

g) **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.

ii) **Subsequent recognition and measurement:**



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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 three 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 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.



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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, if any.

Financial Liabilities:

i) Initial recognition and measurement:

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through



MARKET CITY MANAGEMENT PRIVATE LIMITED.

profit or loss, loans and borrowings, or payables, as appropriate.

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.

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 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.

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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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.

h) 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.

i) 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.

j) 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.

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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

interest rate, the company expects cash flows by considering all contractual terms of financial instrument but does not consider the expected credit losses.

k) 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.

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

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.

l) 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.

m) 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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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.

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.

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.

n) 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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

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

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) 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.

(d) 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 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.



MARKET CITY MANAGEMENT PRIVATE LIMITED.

(e) Impairment of financial assets:

The impairment provisions for financial assets are based on assumptions about risk of default and expected cash loss rates. The Company uses 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.

(f) 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:

- 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



MARKET CITY MANAGEMENT PRIVATE LIMITED.

- 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.



Market City Management Private Limited
Balance sheet as at March 31, 2017

(Amount in Rs.)

Particulars	Notes	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
I. ASSETS				
(1) Non-Current Assets				
(a) Property, Plant & Equipment	5	2,975	2,975	2,975
(b) Financial Asset				
(i) Investments	6	800	800	800
(c) Other Non Current Assets	7	95,000	95,000	95,000
(2) Current Assets				
(a) Financial Asset				
(i) Cash and Cash Equivalents	8	889,949	879,149	836,104
(ii) Trade Receivables	9	-	-	742,110
(b) Current Tax Assets (Net)	10	36,133	40,156	-
Total		1,024,857	1,018,080	1,676,989
II. EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share Capital	11	1,000,000	1,000,000	1,000,000
(b) Other Equity	12	9,709	(508)	10,200
LIABILITIES				
(1) Non-Current Liabilities				
(a) Deferred Tax Liability (Net)		-	-	889
(2) Current Liabilities				
(a) Financial Liability				
(i) Trade Payables	13	15,148	18,588	30,393
(b) Other Current Liabilities	14	-	-	589,463
(c) Current Tax Liabilities (Net)	15	-	-	46,044
Total		1,024,857	1,018,080	1,676,989

Significant Accounting Policies and Notes to Accounts

1 to 26

The accompanying Notes are an integral part of the financial statements

As per our Report of even date

For A. M. Ghelani & Company

Chartered Accountants

Firm Registration No.: 103173W

For and on behalf of the Board of Directors



Chintan A. Ghelani

Partner

Membership No.: 104391

Place : Mumbai

Date : May 5th, 2017





Haresh Morajkar

Director

(DIN-00074983)



Harshal Vohra

Director

(DIN- 06947197)

Market City Management Private Limited
Statement of Profit and Loss for the financial year ended March 31, 2017

(Amount in Rs.)

Particulars	Notes	For the financial year ended March 31, 2017	For the financial year ended March 31, 2016
Income:			
Other Income	16	29,094	23,247
Total Income		29,094	23,247
Expenses:			
Other Expenses	17	14,205	34,844
Total Expenses		14,205	34,844
Profit Before Tax		14,889	(11,597)
<u>Tax Expenses:</u>			
Current Tax		4,600	-
Deferred Tax		-	(889)
Income Tax for Earlier years		72	-
(A) Profit/(loss) for the period		10,217	(10,708)
(B) Other Comprehensive Income		-	-
Total Comprehensive Income for the period (A+B)		10,217	(10,708)
Earning Per Equity Share: [Refer Note "23"]			
Basic & Diluted EPS (Face Value of Rs. 10/- each)		0.10	(0.11)

Significant Accounting Policies and Notes to Accounts

1 to 26

As per our Report of even date
For **A. M. Ghelani & Company**
Chartered Accountants
Firm Registration No.: 103173W

Chintan A. Ghelani
Partner
Membership No.: 104391
Place : Mumbai
Date : May 5th, 2017



For and on behalf of the Board of Directors

Haresh Morajkar
Director
(DIN-00074983)

Harshal Vohra
Director
(DIN - 06947197)

MARKET CITY MANAGEMENT PRIVATE LIMITED
Cash Flow Statement For The Financial Year Ended March 31, 2017

(Amount in Rs.)

Sr. No.	Particulars	For the financial year ended March 31, 2017	For the financial year ended March 31, 2016
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit Before Taxes	14,889	(11,597)
	<u>Adjusted for :</u>		
	Interest Income	(29,017)	(23,247)
	Operating Profit before Working Capital Changes	(14,128)	(34,844)
	<u>Adjustment for Working Capital Changes:</u>		
	Trade & Other Payable	(3,440)	(601,269)
	Trade Receivable	-	742,110
	Cash Generated from operations Before Tax	(17,568)	105,997
	Income Tax (Paid)/refund received	(649)	(86,200)
	Net Cash generated from / (used in) Operating Activities	(18,217)	19,797
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Interest Income	29,017	23,247
	Net Cash generated from / (used in) Investing Activities	29,017	23,247
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Net Increase/ (Decrease) in Cash and Cash Equivalents	10,800	43,044
	Cash and cash equivalents at beginning of the year	879,149	836,105
	Cash and cash equivalents at the end of the year	889,949	879,149

Notes:-

- a Cash and Cash Equivalents include :
Cash and Bank Balance [As per Note "8"]

889,949

879,149

- b The figures in brackets represent Cash outflows.

As per our Separate Report of even date

For A. M. Ghelani & Company
Chartered Accountants
Firm Registration No.: 103173W

Chintan A. Ghelani
Partner

Membership No.: 104391

Place : Mumbai

Date : May 5th, 2017



For and on behalf of the Board of Directors

Haresh Morajkar
Director
(DIN-00074983)

Harshal Vohra
Director
(DIN-06947197)

Market City Management Private Limited	
Notes to Financial Statements for the Year Ended March 31, 2017	
Note 5: Property, Plant & Equipment	
Particulars	Computer
Gross Block	
As at April 1, 2015	59,490
Additions/ (Disposals)	-
As at March 31, 2016	59,490
Additions/ (Disposals)	-
As at 31st March 2017	59,490
Accumulated Depreciation	
As at April 1, 2015	56,516
Charged for the year	-
To be transfered to Retained Earnings	-
As at March 31, 2016	56,516
Charged for the year	-
As at March 31, 2017	56,516
Net Block[W.D.V.]	
As at April 1, 2015	2,975
As at March 31, 2016	2,975
As at March 31, 2017	2,975



Market City Management Private Limited
Notes to Financial Statements For The Year Ended March 31, 2017

(Amount in Rs.)

Notes	Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	
6	Non current financial assets - Investments Trade Investments (At cost unless stated otherwise) Investments in Equity Shares (Unquoted) [Equity Shares of Rs. 10/- each, fully paid up & percentage of holding] 80 - 0.8% (March 31,2016 - 80 - 0.8%, April 1,2015 -80 -0.8%) in Mugwort Land Holdings Pvt Ltd.	800 800	800 800	800 800	
7	Other Non Current Asset <u>Capital advances:</u> The Phoenix Mills Limited - Holding Company Others	50,000 45,000 95,000	50,000 45,000 95,000	50,000 45,000 95,000	
8	Cash & Cash Equivalents a. Balances with Banks: In current account In current account - Dividend b. Cash on hand	889,616 - 334 889,949	874,316 - 4,834 879,149	316,531 514,741 4,832 836,104	
9	Trade Receivables Unsecured, Considered Good	- -	- -	742,110 742,110	
10	Current Tax Assets (Net) Taxes Paid (Net of provisions)	36,133 36,133	40,156 40,156	- -	
11	Share Capital Authorised 100,000 (March 31,2016 - 100,000, April 1,2015 - 100,000) Equity Shares of Rs.10/- each	1,000,000	1,000,000	1,000,000	
	Issued, subscribed and fully paid up 100,000 (March 31,2016 - 100,000, April 1,2015 - 100,000) Equity Shares of Rs.10/- each fully paid up	1,000,000 1,000,000	1,000,000 1,000,000	1,000,000 1,000,000	
	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 the year Shares Issued during the year Shares bought back during the year Shares outstanding at the end of the year	100,000 - - 100,000	100,000 - - 100,000	100,000 100,000	
	b) Shares held by holding company/ultimate holding company and /or their subsidiaries/associates Holding Company The Phoenix Mills Limited 100,000 (March 31,2016 - 100,000, April 1,2015 - 100,000) equity shares of Rs 10 each fully paid	1,000,000	1,000,000	1,000,000	
c) Details of shareholders holding more than 5% Shares In the company		March 31, 2017	March 31, 2016	April 1, 2015	
Equity Shares of Rs. 10 each fully paid		Number of shares	% of Holdings	Number of shares	% of Holdings
		100,000	100	100,000	100
The Phoenix Mills Limited - Holding company					
d) The company has only one class of Equity shares having a face value of Rs.10/- per share. Each holder of equity share is entitled to one vote per share.					



Market City Management Private Limited
Notes to Financial Statements For The Year Ended March 31, 2017

(Amount in Rs.)

Notes	Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
12 Other Equity				
	Surplus/(Deficit) in the Statement of Profit and Loss			
	As at the Beginning of the year	(508)	10,200	2,311,635
	(+) Net Profit/(Net Loss) For the year	10,217	(10,708)	698,993
	Less: Adjustment of depreciation as per transitional provision of part C, note 7 (b) of Schedule II of the Companies Act, 2013.	-	-	(575)
	<u>Less Appropriation</u>			
	Proposed dividend (Dividend per share Rs 25/-)	-	-	(2,500,000)
	Tax on proposed dividend	-	-	(499,853)
	As at the end of the year	9,709	(508)	10,200
13 Trade Payables				
	Micro and Small Enterprises	-	-	-
	Total outstanding dues of creditors other than micro and small enterprises	15,148	18,588	30,393
		15,148	18,588	30,393
14 Other Current Liabilities				
	Statutory Dues	-	-	589,463
		-	-	589,463
15 Current Tax Liabilities (Net)				
	Income Tax Provisions (Net of Taxes paid)	-	-	46,044
		-	-	46,044



Market City Management Private Limited

Notes to Financial Statements For The Year Ended March 31, 2017

(Amount in Rs.)

Notes	Particulars	For the financial year ended March 31, 2017	For the financial year ended March 31, 2016
16	Other Income		
	Interest on Fixed Deposit	29,017	23,247
	Interest on Income Tax Refund	77	-
		29,094	23,247
17	Other Expenses		
	Filing fees	-	4,860
	Legal and Professional Expenses	-	3,500
	<u>Payment to the Auditors</u>		
	Audit Fees	13,860	13,908
	Bank charges	345	679
	Interest On Delayed Payment	-	11,897
		14,205	34,844



Market City Management Private Limited
Statement of changes in equity for the Year ended March 31, 2017

A. Equity share capital

	Opening balance as at April 1, 2015	Changes in equity share capital during the year	Closing balance as at March 31, 2016	Changes in equity share capital during the year	Closing balance as at March 31, 2017
10,000 Equity Shares of Rs.10/- each	100,000	-	100,000	-	100,000
	100,000	-	100,000	-	100,000

B. Other Equity

	Reserves & Surplus	Total
	Retained Earnings	
Balances at April 1, 2015	10,200	10,200
Profit for the year	(10,708)	(10,708)
Re-measurement of the net defined benefit Plans	-	-
Balances at March 31, 2016	(508)	(508)
Profit for the year	11,917	11,917
Balances at March 31, 2017	11,409	11,409

As per our Report of even date
For A. M. Ghelani & Company
Chartered Accountants
Firm Registration No.: 103173W



Chintan A. Ghelani
Chintan A. Ghelani
Partner
Membership No.: 104391
Place : Mumbai
Date : May 5th, 2017

For and on behalf of the Board of Directors

Harsh Mohar
Harsh Mohar
Director
(DIN-00074983)

Harshal Vohra
Harshal Vohra
Director
(DIN- 06947197)

MARKET CITY MANAGEMENT PRIVATE LIMITED.

Notes on Financial Statements for year ended March 31, 2017

18 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	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Carrying Value	Fair Value	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial assets designated at amortised cost						
Cash and Cash Equivalents	889,949	889,949	879,149	879,149	836,104	836,104
Trade Receivable					742,110	742,110
Total	889,949	889,949	879,149	879,149	1,578,214	1,578,214
Financial liabilities designated at amortised cost						
Trade payables	15,148	15,148	18,588	18,588	30,393	30,393
Total	15,148	15,148	18,588	18,588	30,393	30,393

19 Financial risk Management:

The Company's financial liabilities comprise , trade payables and other payables. The main purpose of managing financial liabilities is to manage finances for the Company's operations. The Company has loan and other receivables, that arise directly from its operations.

The Company is exposed to , credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management has established a risk management policy to identify and analyse the risks, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policy is reviewed periodically to reflect changes in market conditions and the Company's activities. The Company's senior management reviews and agrees policies for managing each of these risks, which are summarised below.

- 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.

- 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. The Company is not exposed to interest rate risk as the Company does not have borrowings as at the respective reporting dates.

- 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, mutual funds and financial institutions and other financial instruments.

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.

The Company is not exposed to credit risk as the Company does not have Trade & other Receivables as at the respective reporting dates.

Cash and cash equivalents and other investments

The Company is exposed to counter party risk relating to medium term deposits with banks and investment in mutual funds.

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, 2017 and March 31, 2016 is as follows:

	As at 31/03/2017	As at 31/03/2016
<u>Financial assets for which loss allowances is measured using 12 months Expected Credit Losses (ECL):</u>		
Other Investments	800	800
Cash and cash equivalents	889,949	879,149



MARKET CITY MANAGEMENT PRIVATE LIMITED.

Notes on Financial Statements for year ended March 31, 2017

● **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. The Company is required to maintain ratios (such as debt service coverage ratio and secured coverage ratio) as mentioned in the loan agreements at specified levels. In the event of failure to meet any of these ratios these loans become callable to the extent of failure at the option of lenders, except where exemption is provided by lender.

Particulars	As at March 31, 2017					Total
	Carrying Amount	On Demand	Less than 6 months	6- 12 months	>1 years	
Trade and other payables	15,148	15,148	-	-	-	15,148

Particulars	As at March 31, 2016					Total
	Carrying Amount	On Demand	Less than 6 months	6- 12 months	>1 years	
Trade and other payables	18,588	18,588	-	-	-	18,588

Particulars	As at April 1, 2015					Total
	Carrying Amount	On Demand	Less than 6 months	6- 12 months	>1 years	
Trade and other payables	30,393	30,393	-	-	-	30,393

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, 2017 and March 31, 2016.

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, less cash and short term deposits.

Particulars	As At 31-03-2017	As At 31-03-2016
Loans and Borrowings	-	-
Less: Cash and cash equivalents + Bank Deposits	889,949	879,149
Net Debt	(889,949)	(879,149)
Total Capital	1,009,709	999,492
Capital+Net Debt	119,760	120,343
Gearing Ratio	-	-



MARKET CITY MANAGEMENT PVT LTD.
Notes on Financial Statements for year ended March 31, 2017

Particulars		(Amount in Rs.)	
		2016-17	2015-16
20 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	4,600	-
		4,600	-
2	Deferred Tax expenses/ (benefits): Relating to origination and reversal of temporary differences	-	(889)
		-	(889)
3	Adjustments in respect of Income Tax of previous year		
	Current Income Tax	4,528	(889)
	Deferred Tax	-	-
		4,528	(889)
	Total Income tax Expenses (1 to 3)	9,128	(1,778)
B Reconciliation of Current Tax expenses:			
	Profit /(Loss) from Continuing operations	14,889	(11,597)
	Applicable Tax Rate	30.90%	0.00%
	Computed tax expenses	4,601	-
	Additional allowances for tax purpose	(18)	-
	Additional allowances for capital gain	-	-
	Income not allowed/exempt for tax purposes	17	-
		4,600	-

21 Related party Disclosure:

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

a) Related Party with whom transactions have been taken place and relationships:

	Name of the party	Relationship
1	The Phoenix Mills Limited	Holding Company

b) Transaction with the related party during the year-NIL

c) Closing Balance as on March 31, 2017:

Particulars		(Amt in Rs.)
		Capital Advances
1	The Phoenix Mills Ltd.	50,000 (50,000) (50,000)

Note : - Figures in brackets represents previous year's figures.

22 Segment reporting:

The Company is mainly engaged in Real Estate, Construction Operation and Management of mall. Considering the nature of the company's business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Indian Accounting Standard (IND AS)108 - 'Segment Reporting'.

23 Earning per share:

Particulars		2016-17	2015-16
i)	Net profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	10,217	(10,708)
ii)	Weighted Average number of equity shares used as denominator for calculating EPS	100,000	100,000
iii)	Basic and Diluted Earnings per share (Rs.)	0.10	(0.11)
iv)	Face value per equity share (Rs.)	10	10

24 Details of Specified Bank Notes (SBN) held and transacted during the period 8/11/2016 to 30/12/2016:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	4,500	333	4,833
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	-	-
(-) Amount deposited in Banks	4,500	-	4,500
Closing balance 30.12.2016	-	333	333



MARKET CITY MANAGEMENT PRIVATE LIMITED.

Notes on Financial Statements for year ended March 31, 2017

25 First Time Adoption:

Basis of preparation:

For all period up to and including the year ended March 31, 2016, the Company has prepared its financial statements in accordance with generally accepted accounting principles in India (Indian GAAP). These financial statements for the year ended March 31, 2017 are the Company's first annual IND AS financial statements and have been prepared in accordance with IND AS.

Accordingly, the Company has prepared financial statements which comply with IND AS applicable for periods beginning on or after April 1, 2015 as described in the accounting policies. In preparing these financial statements, the Company's opening Balance Sheet was prepared as at April 1, 2015 the Company's date of transition to IND AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP Balance Sheet as at April 1, 2015 and its previously published Indian GAAP financial statements for the year ended March 31, 2016.

Exemptions Applied:

IND AS 101 First-time adoption of Indian Accounting Standards allows first time adopters certain exemptions from the retrospective application of certain IND AS, effective for April 1, 2015 opening balance sheet.

Following exceptions to the retrospective application of other IND AS as per Appendix D of IND AS 101.

Deemed cost of Property, Plant and Equipment:

The Company has elected to continue with the carrying value for all of its PPE as recognised in the financial statements as at the date of transition to IND AS and measured as per previous GAAP as used that as its deemed cost as at the date of transition to IND AS.

The Company has decided to disclose prospectively from the date of transition the following as required by IND AS 19

The present value of the defined benefit obligation, the fair value of the plan assets and the surplus or deficit in the plan, and

The experience adjustments arising on;

a) The plan liabilities expressed as either an amount or a percentage of the plan liabilities at the end of the reporting period; and

b) The plan assets expressed as either an amount or a percentage of the plan liabilities at the end of the reporting period.

Financial assets and liabilities:

The Company has financial receivables and payables that are non-derivative financial instruments. Under previous GAAP, these were carried at transactions cost less allowances for impairment, if any. Under IND AS, these are financial assets and liabilities are initially recognised at fair value and subsequently measured at amortised cost, less allowance for impairment, if any. For transactions entered into on or after the date of transition to IND AS, the requirement of initial recognition at fair

Impact of transition to IND AS

The following is a summary of the effects of the differences between IND AS and Indian GAAP on the Company's total equity shareholders' funds and profit and loss for the financial periods previously reported under Indian GAAP following the date of transition to IND AS.



MARKET CITY MANAGEMENT PRIVATE LIMITED.
Notes on Financial Statements for year ended March 31,2017

Reconciliation of Balance Sheet as at April 1, 2015

(Amount in Rs.)

Particulars	As per Indian GAAP As at March 31, 2015	Adjustment	As per IND AS As At April 1, 2015
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipment	2,975	-	2,975
(b) Financial Asset			
(i) Investments	800		800
(ii) Other Non Current Assets	95,000		95,000
(2) Current Assets			
(a) Financial Asset			
(i) Cash and Cash Equivalents	836,104		836,104
(ii) Trade Receivables	742,110		742,110
(b) Current Tax Assets (Net)	-		-
TOTAL	1,676,989	-	1,676,989
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	1,000,000		1,000,000
(b) Other Equity	10,200		10,200
LIABILITIES			
(1) Non-Current Liabilities			
(a) Deferred Tax Liability (Net)	889		889
(2) Current Liabilities			
(a) Financial Liability			
(i) Trade Payables	30,393		30,393
(b) Other Current Liabilities	589,463		589,463
(c) Current Tax Liabilities (Net)	46,044		46,044
TOTAL	1,676,989	-	1,676,989
Reconciliation of Other Equity as at April 1, 2015			
Particulars	Securities Premium	Retained Earning	Total
As at April 1, 2015 (IGAAP)	-	10,200	10,200
Less:			
Expected credit loss provision as per IND AS	-	-	-
As at April 1, 2015 (IND AS)	-	10,200	10,200



26 Reconciliation of Balance Sheet as at March 31, 2016

(Amount in Rs.)

Particulars	As per IGAAP As at March 31, 2016	Adjustments	As per IND AS As at March 31, 2016
I. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipment	2,975	-	2,975
(b) Financial Asset		-	-
(i) Investments	800	-	800
(ii) Other Non Current Assets	95,000	-	-
(2) Current Assets			
(a) Financial Asset		-	-
(i) Cash and Cash Equivalents	879,149	-	879,149
(ii) Trade Receivables	-	-	-
(b) Current Tax Assets (Net)	40,156	-	40,156
TOTAL	1,018,080	-	923,080
II. EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	1,000,000		1,000,000
(b) Other Equity	-508	-	-508
LIABILITIES			
(1) Non-Current Liabilities			
(a) Deferred Tax Liability (Net)	-	-	-
(2) Current Liabilities			
(a) Financial Liability		-	-
(i) Trade Payables	18,588	-	18,588
TOTAL	1,018,080	-	1,018,080
Reconciliation of Other Equity as at 31, March 2016			
Particulars	Securities Premium	Retained Earnings	Total
As at March 31, 2016 (IGAAP)	-	(508)	(508)
Less:			
Expected credit loss provision as per IND AS	-	-	-
Remeasurement gain/ (loss) on defined benefit plans classified in Other Comprehensive Income	-	-	-
Effect of measuring investments at fair value through Profit and Loss account	-	-	-
Deferred Tax	-	-	-
Other Comprehensive income, net of income tax	-	-	-
As at March 31, 2016 (IND AS)	-	(508)	(508)



MARKET CITY MANAGEMENT PRIVATE LIMITED.
Notes on Financial Statements for year ended March 31, 2017

Reconciliation of statement of Profit and Loss for the year ended March 31, 2016.

(Amount in Rs.)

Particulars	2015-16	Adjustment	2015-16
Income:			
Other Income	23,247	-	23,247
Total Revenue	23,247	-	23,247
Expenditure :			
Other Expenses	34,844	-	34,844
Total Expenses	34,844	-	34,844
Profit Before Tax	(11,597)	-	(11,597)
Less : Tax expenses	-	-	-
Current Tax	-	-	-
Deferred Tax	(889)	-	(889)
Excess Provision Written Back	-	-	-
Profit for the year	(10,708)	-	(10,708)
Other Comprehensive Income			
Items that will be reclassified to Profit & Loss	-	-	-
Income tax relating to items that will be reclassified to Profit & Loss	-	-	-
Other Comprehensive Income for the period (B)	-	-	-
Total Comprehensive Income for the period (A+B)	(10,708)	-	(10,708)

27 Segment reporting:

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

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

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.

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.

For A. M. Ghelani & Company

Chartered Accountants

Firm Registration No.: 103173W

Chintan A. Ghelani

Partner

Membership No.: 104391

Place : Mumbai

Date : May 5th, 2017

For and on behalf of the Board of Directors

Haresh Morajkar

Director

(DIN-00074983)

Harshal Vohra

Director

(DIN - 06947197)