

**INDEPENDENT AUDITORS' REPORT**

**To the Members of**  
**Blackwood Developers Private Limited**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of Blackwood Developers Private Limited (“the Company”), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit & 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 Standalone 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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making 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 presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

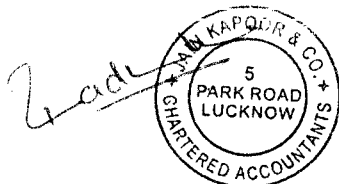
**Auditors’ Responsibility**

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

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

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

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



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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 the 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 standalone financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the 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 31<sup>st</sup> March, 2016, and its profit and its cash flows for the year ended on that date.

### **Emphasis of Matters**

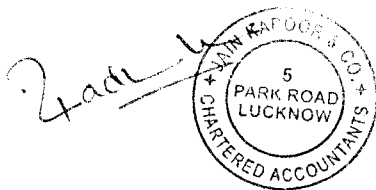
1. Attention is invited to note no. 34 of Notes to Financial Statements wherein it has been stated that sale deed of land purchased by the company in financial year 2008-09 has not yet been executed in company's favour.
2. Attention is invited to Note 30 of financial statements wherein it has been stated that the balances in parties' account are subject to confirmation, reconciliation and consequent adjustment, if any, with the respective parties.

Our opinion is not qualified/ modified in respect of these matters.

### **Report on Other Legal and Regulatory Requirements**

1. As required by Companies (Auditor's Report) order 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.

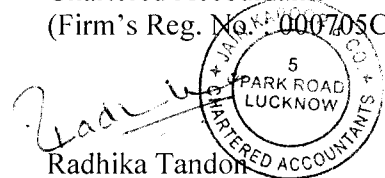


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- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operative 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 Companies (Audit and Auditor) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The company has disclosed the impact of pending litigations on its financial positions in its financial statements – Refer Note 29 of the financial statements.
  - ii. As informed to us, the Company did not enter into any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. As explained to us, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: Lucknow  
Date: 05.08.2016

For Jain Kapoor & Co.  
Chartered Accountants  
(Firm's Reg. No. 000705C)

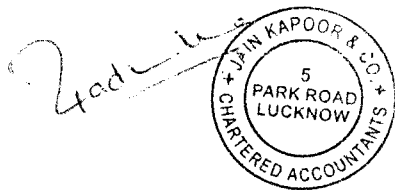


Radhika Tandon  
Partner  
Membership Number 400478

**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BLACKWOOD DEVELOPERS PRIVATE LIMITED FOR THE YEAR ENDED 31.03.2016.** (Referred to under Report on Other Legal and Regulatory Requirements in our report of even date)

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- (i) (a) The Company has maintained records showing significant particulars including quantitative details wherever practicable and situation of Fixed Assets.
- (b) As informed to us, physical verification of substantial portion of fixed assets has been carried out by the management during the year which, in our opinion is reasonable. We have been informed no material discrepancies were noticed during the course of such verification.
- (c) We have been explained that the aspect of availability of title deeds of immovable properties is applicable only in respect of land held by the company. The title deeds of land as verified from the original deeds are held in the name of the company. However, where the original title deeds of land are pledged with the bank and could not be produced before us, the verification was done from photocopies of original deeds. However, in respect of land purchased in financial year 2008-09 for Rs.31.05 lacs sale deed is pending for execution. (Refer Note 34 of financial statements)
- (ii) As informed to us, opening stock of inventory of store & spares were consumed during the year. Store & spare items were purchased during the year as per requirement and were concurrently consumed. As such, the company did not maintain any physical stock and book records of inventory during the year. Hence paragraph 3(ii) of the Order is not applicable to the company.
- (iii) As informed to us, the company has not granted any loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Hence, paragraph 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order is not applicable to the company during the year under audit.
- (iv) As informed to us, the company has not granted any loans, investments, guarantees and security, hence compliance with the provisions of Section 185 and 186 of the Act does not arise.
- (v) The company has not accepted any deposits from the public.
- (vi) We have been informed that the Central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013.
- (vii) (a) On the basis of information and explanations given to us and according to the records of the company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues applicable to the company are generally being regularly deposited by the company with the appropriate authorities. According to the information and explanations furnished to us, there are no arrears of 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 which have remained outstanding as on 31.03.2016 for a period of more than 6 months from the date they become payable.

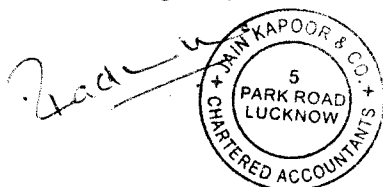


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(b) As far as we could ascertain and on the basis of representations made to us by the management there are no dues of Income tax or Sales Tax or Service Tax or Duty of customs or Duty of excise or Value added tax which has not been deposited on account of any dispute except as stated below:

Name of the Statute	Nature of the Dues	Amount (Rs. in lacs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	4.05	AY 2012-13	CIT(Appeal), New Delhi
Finance Act, 1994	Service Tax	38.73	12.08.2009 to 31.03.2011	Commissioner (Audit) Central Excise & Service Tax, Lucknow


- (viii) According to the information and explanations furnished to us, the company has not defaulted in repayment of loans or borrowings to banks. The company has not taken any loan either from financial institutions or from government and has not issued any debentures.
- (ix) According to the information and explanations furnished to us, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.
- (x) It has been represented to us by the management that no fraud by the company or any fraud on the Company by its officers/ employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid /provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act.
- (xii) As far as we could ascertain and on the basis of details furnished to us, the company is not a Nidhi Company. Hence, paragraph 3(xii) of the Order is not applicable to the company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with 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 given to us and based on our examination of the records of the Company, the company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.



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- (xv) It has been represented to us by the management that the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanations furnished to us, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

for Jain Kapoor & Co.,  
Chartered Accountants  
(Firm's Reg. No. 000705C)

  
Radhika Tandon  
Partner



Place: Lucknow  
Date: 05.08.2016

Membership No. 400478

**ANNEXURE 'B' TO INDEPENDENT AUDITORS' REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF BLACKWOOD DEVELOPERS PRIVATE LIMITED FOR THE YEAR ENDED 31.03.2016.** (Referred to in paragraph 2(f) under Report on Other Legal and Regulatory Requirements in our Independent Auditors' Report of even date)

**Report on the Internal Financial Controls under Clause (i) of Sub section 3 of Section 143 of the the Act**

We have audited the internal financial controls over financial reporting of Blackwood Developers Private Limited ("the company") as of March 31, 2016 in conjunction with our audit of the financial statements of the company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities includes the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor's Responsibility**

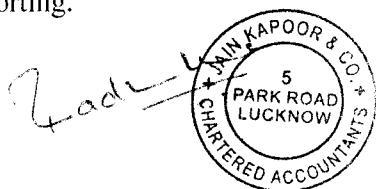
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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.

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### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial controls 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 expenditure 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.

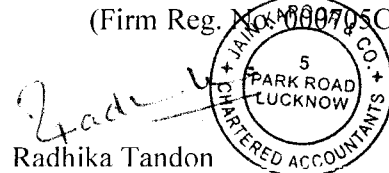
### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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 and according to the information and explanations furnished to us and representations made by the management, the company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016 based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Jain Kapoor & Co.,  
Chartered Accountants  
(Firm Reg. No. 100705C)



Radhika Tandon  
Partner

Membership No. 400478

Place: Lucknow  
Date: 05.08.2016



**BLACKWOOD DEVELOPERS PRIVATE LIMITED**

CIN No. U45400UP2007PTC070178

BALANCE SHEET AS AT 31-03-2016

(AMOUNT IN Rs.)

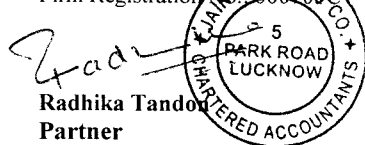
Particulars	Note No.	Amount as at 31.03.2016		Amount as at 31.03.2015	
<b>I. EQUITY AND LIABILITIES</b>					
<b>(1) Shareholders' Fund</b>					
(a) Share Capital	1	187,316,750.00		187,316,750.00	
(b) Reserves & Surplus	2	82,254,286.73	269,571,036.73	80,186,877.62	267,503,627.62
<b>(2) Non- Current Liabilities</b>					
(a) Long - Term Borrowings	3	832,463,326.00		964,695,022.00	
(b) Other Long term Liabilities	4	55,430,991.00		55,489,257.00	
(c) Long - term provisions	5	1,060,833.00	888,955,150.00	1,956,867.00	1,022,141,146.00
<b>(3) Current Liabilities</b>					
(a) Short- Term Borrowings	6	280,151,322.36		207,200,000.00	
(b) Trade Payables	7	3,934,242.00		4,518,257.83	
(c) Other current liabilities	8	136,735,170.18		87,099,977.74	
(d) Short term provisions	9	55,254.00	420,875,988.54	73,769.00	298,892,004.57
<b>TOTAL</b>			<b>1,579,402,175.27</b>		<b>1,588,536,778.19</b>
<b>II. ASSETS</b>					
<b>(1) Non - Current Assets</b>					
(a) Fixed Assets					
(i) Tangible Assets	10	1,447,798,521.35		1,464,649,486.88	
(ii) Capital Work in Progress		549,969.00		-	
(b) Long term Loans & Advances	11	1,448,348,490.35	1,499,505,757.76	1,464,649,486.88	1,519,862,082.00
		51,157,267.41		55,212,595.12	
<b>(2) Current Assets</b>					
(a) Inventories	12	-		1,985,812.87	
(b) Trade Receivables	13	66,044,289.06		56,218,587.95	
(c) Cash & Cash Equivalents	14	9,921,678.75		7,563,906.51	
(d) Short-Term Loans & Advances	15	3,930,449.70	79,896,417.51	2,906,388.86	68,674,696.19
<b>TOTAL</b>			<b>1,579,402,175.27</b>		<b>1,588,536,778.19</b>
Significant Accounting Policies & Notes to Accounts		1 to 38			

As per our report of even date

For Jain Kapoor &amp; Co

Chartered Accountants

Firm Registration No. 000708

Radhika Tandon  
Partner

Membership No 400478

Place : Lucknow

Date : 5th August, 2016

For and on behalf of the Board of Directors

Rajendra Kalkar  
Director  
DIN No. 03269314

Pradumna Kanodia  
Director  
DIN No. 01602690

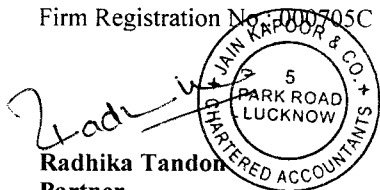
Shobhit Saxena  
Chief Financial Officer

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2016**

(AMOUNT IN Rs.)

SR. NO.	PARTICULARS	NOTE NO.	AMOUNT FOR THE FINANCIAL YEAR 2015-16		AMOUNT FOR THE FINANCIAL YEAR 2014-15	
				Amount		Amount
	<b>REVENUE FROM OPERATIONS</b>					
I	Revenue from Operations	16		299,487,411.11		278,547,367.86
II	Other Income	17		712,185.85		102,933.34
III	<b>TOTAL REVENUE(I+II)</b>			<b>300,199,596.96</b>		<b>278,650,301.20</b>
IV	<b>EXPENSES:</b>					
1	Employee Benefits Expenses	18		7,080,682.71		9,002,581.00
2	Finance Costs	19		117,125,626.00		124,079,845.00
3	Depreciation and Amortization Expense	20		50,072,178.38		49,949,415.80
4	Other Expenses	21		121,853,700.76		112,336,455.91
	<b>TOTAL EXPENSES</b>			<b>296,132,187.85</b>		<b>295,368,297.71</b>
V	<b>PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III-IV)</b>			4,067,409.11		(16,717,996.51)
VI	EXCEPTIONAL ITEMS (Refer Note 36)			2,000,000.00		-
VII	<b>PROFIT (LOSS) FOR THE PERIOD (V-VI)</b>			<b>2,067,409.11</b>		<b>(16,717,996.51)</b>
VIII	EARNING PER EQUITY SHARE BASIC & DILUTED			0.11		(0.89)
	Significant Accounting Policies & Other Notes to Accounts	1 to 38				-

As per our report of even date  
**For Jain Kapoor & Co**  
Chartered Accountants  
Firm Registration No. 000705C



**Radhika Tandon**  
Partner  
Membership No 400478  
Place : Lucknow  
Date : 5th August, 2016

For and on behalf of the Board of Directors

*Rajendra Kalkar*

**Rajendra Kalkar**  
Director  
DIN No. 03269314

*Pradumna Kanodia*



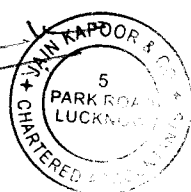
**Pradumna Kanodia**  
Director  
DIN No. 01602690

*Shobhit Saxena*

**Shobhit Saxena**  
Chief Financial Officer

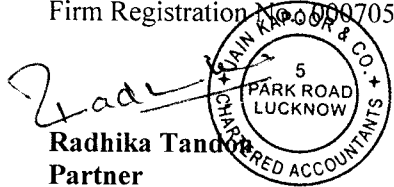
**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**Cash Flow Statement For The Year ended 31-03-2016**

Particulars		For the year 2015-16		For the year 2014-15	
<b>A.</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES :</b>				
	Net Profit/(loss) Before Tax as per Profit and Loss Account		2,067,409.11		(16,717,996.51)
	<b>Adjustment For :</b>				
	Depreciation	50,072,178.38		49,949,415.80	
	Provision for Bad & Doubtful Debts	7,714,482.00		-	
	Provision for Bad & Doubtful Deposits	2,000,000.00		-	
	Interest Expenses	117,125,626.00		124,079,845.00	
	Interest Income	(712,185.85)		(102,933.34)	
	Loss On Sale Of Fixed Asset	833,004.37	177,033,104.90	-	173,926,327.46
	<b>Operating Profit/(Loss) Before Working Capital Changes</b>		179,100,514.01		157,208,330.95
	<b>Adjustment For Working Capital Changes :</b>				
	(Increase)/Decrease in Trade Receivables	(17,540,183.11)		(22,503,577.28)	
	(Increase)/Decrease in Loans & Advances	4,535,939.16		(3,573,083.05)	
	(Increase)/Decrease in Inventories	1,985,812.87		308,400.47	
	Increase/(Decrease) in Liabilities	5,437,642.61		(4,252,262.93)	
	Increase/(Decrease) in Provisions	(914,549.00)	(6,495,337.47)	745,772.00	(29,274,750.79)
	<b>Cash generated from Operation</b>		172,605,176.54		127,933,580.16
	Direct Tax Paid/ Tax Deducted at Source		(3,504,672.29)		(15,885,487.44)
	<b>Net cash generated from / (used in) Operating Activities</b>		169,100,504.25		112,048,092.72

<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>				
Purchase of Fixed Assets	(34,454,217.22)		(313,714.00)	
(Increase)/ Decrease in Capital Work in progress	(549,969.00)		-	
Proceeds from sale of Fixed Assets	400,000.00		-	
Interest Received	712,185.85		102,933.34	
<b>Net cash generated from / (used in) Investing Activities</b>		(33,892,000.37)		(210,780.66)
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>				
Short Term Borrowings	72,951,322.36		65,700,000.00	
Long Term Borrowings	(88,676,428.00)		(53,781,944.00)	
Interest Paid	(117,125,626.00)		(124,079,845.00)	
<b>Net cash generated from / (used in) financing Activities</b>		(132,850,731.64)		(112,161,789.00)
<b>Net Increase/(decrease) in cash &amp; cash equivalent</b>		2,357,772.24		(324,476.94)
<b>Opening Balance of cash &amp; cash equivalent</b>		7,563,906.51		7,888,383.45
<b>Closing Balance of cash &amp; cash equivalent</b>		9,921,678.75		7,563,906.51

As per our report of even date  
for Jain Kapoor & Co.  
Chartered Accountants  
Firm Registration No. 000705C



**Radhika Tandon**  
Partner  
M No 400478  
Place : Lucknow  
Date : 5th August, 2016

For and on behalf of the Board of Directors

**Rajendra Kalkar**  
Director  
DIN No. 03269314

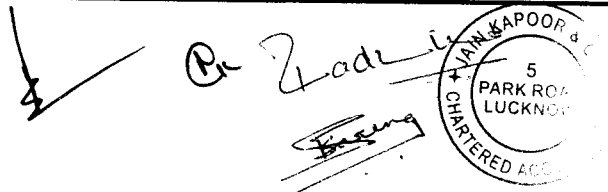
**Pradumna Kanodia**  
Director  
DIN No. 01602690

**Shobhit Saxena**  
Chief Financial Officer

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b>SHARE CAPITAL:</b>	1				
<b>(i) AUTHORISED</b>					
3,00,00,000 ( Previous Year 3,00,00,000)			300,000,000.00		300,000,000.00
Equity Shares of Rs.10/- each			<b>300,000,000.00</b>		<b>300,000,000.00</b>
<b>(ii) ISSUED, SUBSCRIBED &amp; PAID UP</b>					
Shares at the end of the financial year			187,316,750.00		187,316,750.00
1,87,31,675 (P.Y.1,87,31,675)					
Equity Shares of Rs.10/- each					
<b>Total</b>			<b>187,316,750.00</b>		<b>187,316,750.00</b>
<b>Reconciliation of Shares</b>					
<b>Equity Shares</b>					
Shares outstanding at the beginning of the year		18,731,675.00		18,731,675.00	
Shares issued during the year		-		-	
Shares outstanding at the end of the year		18,731,675.00	18,731,675.00	18,731,675.00	
<b>Shares in the Company held by each shareholder holding more than 5% shares.( Equity Shares in nos. of Rs. 10 each)</b>		Number of shares	% of Holdings	Number of shares	% of Holdings
Big Apple Real Estate Private Limited		18,731,665	99.9999	18,731,675	100.0000
<b>Total</b>		<b>18,731,665</b>	<b>99.9999</b>	<b>18,731,675</b>	<b>100.0000</b>
<b>RESERVES &amp; SURPLUS:</b>	2				
<b>a. Securities Premium Account</b>					
Opening Balance			185,600,344.00		185,600,344.00
Closing Balance				185,600,344.00	185,600,344.00
<b>b. Surplus</b>					
Opening balance			(105,413,466.38)		(88,605,391.70)
Adjustment of depreciation due to transitional provision of Schedule II of Companies Act, 2013 (Refer Note 10)			-		(90,078.17)
(+) Net Profit/(Net Loss) For the current year		(105,413,466.38)		(88,695,469.87)	
Closing Balance		2,067,409.11		(16,717,996.51)	
			(103,346,057.27)		
<b>Total</b>			<b>82,254,286.73</b>		<b>80,186,877.62</b>


  
 Chartered Accountant
   
 5 PARK ROAD LUCKNOW

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b><u>LONG TERM BORROWINGS:</u></b>					
<b><u>Secured</u></b>					
<b>Term loans</b>					
(a) From banks					
(i) Bank of Baroda					
(Secured by Equitable Mortgage of Shopping Mall and Multiplex known as Phoenix United Mall, Bareilly and assignment of future rent receivable and personal guarantee of Mr. Amitabh Tayal & Mr. Priyank Tayal (Erstwhile Directors of the Company)					
(Terms of Repayment : Loan of Rs. 102 crores carries interest @ 1.50% above Base Rate (Presently 11.75% p.a.), Repayable in 120 accelerated equated monthly instalments from April, 2012 to March, 2022 and loan of Rs. 8 Crores carries interest @ 1.50% above Base Rate (Presently 11.75% p.a.), Repayable in 120 accelerated equated monthly instalments from July, 2013 to June, 2023)					
<b>Total</b>	<b>3</b>		832,463,326.00		964,695,022.00
			<b>832,463,326.00</b>		<b>964,695,022.00</b>

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**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b><u>OTHER LONG-TERM LIABILITIES:</u></b>	4				
Security Deposit from Licencees			55,430,991.00		55,489,257.00
<b>Total</b>			<b>55,430,991.00</b>		<b>55,489,257.00</b>
<b><u>LONG-TERM PROVISIONS:</u></b>	5				
<b>Provision for employee benefits</b>					
(i) Gratuity			649,984.00		1,044,997.00
(ii) Leave Encashment			410,849.00		911,870.00
<b>Total</b>			<b>1,060,833.00</b>		<b>1,956,867.00</b>
<b><u>SHORT-TERM BORROWINGS:</u></b>	6				
<b><u>Unsecured</u></b>					
<b>Loans and advances from related parties</b>					
Loan from Big Apple Real Estate Private Limited (Holding Company) repayable on demand			195,019,715.36		207,200,000.00
Loan from Phoenix Mills Limited <sup>Ultimate</sup> (Holding Company) repayable on demand			85,131,607.00		
In case of continuing default as on the balance sheet date in repayment of loans and interest					
1. Period of default : Nil					
2. Amount : Nil					
<b>Total</b>			<b>280,151,322.36</b>		<b>207,200,000.00</b>
<b><u>TRADE PAYABLES:</u></b>	7				
Sundry Creditors			3,934,242.00		4,518,257.83
<b>Total</b>			<b>3,934,242.00</b>		<b>4,518,257.83</b>

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**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b><u>OTHER CURRENT LIABILITIES:</u></b>	8				
(a) Current maturities of long-term debt -Bank Of Baroda (Refer Note 3)			103,698,209.00		60,142,941.00
(b) Interest accrued and due on borrowings -Term Loan			285,978.00		334,324.00
(c) Other payables-Statutory Dues & Others					
(i) Statutory Dues		1,502,637.00		3,335,466.00	
(ii) Credit balance of Debtors		1,090,638.18		1,876,762.74	
(iii) Security Deposits from Licencees		3,145,084.00		1,288,972.00	
(iv) Retention Money		394,226.00		1,020,637.00	
(v) Creditors for Capital Expenditure	910,658.00		3,300,861.00		
(vi) Advance against sale of Land (Refer Note 35)	20,200,000.00				
(vi) Others	5,507,740.00	32,750,983.18	15,800,014.00	26,622,712.74	
<b>Total</b>			<b>136,735,170.18</b>		<b>87,099,977.74</b>
<b><u>SHORT-TERM PROVISIONS:</u></b>	9				
<b>Provision for employee benefits</b>					
(i) Gratuity			31,457.00		27,625.00
(ii) Leave Encashment			23,797.00		46,144.00
<b>Total</b>			<b>55,254.00</b>		<b>73,769.00</b>

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*Dr. Gade*





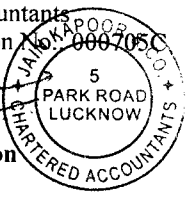
**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
CIN No. U45400UP2007PTC070178  
Statement of Fixed Assets as on 31.03.2016

Note No. "10"

Sr. No.	Fixed Assets	Gross Block			Accumulated Depreciation				Net Block		
		Balance as at 1 April 2015	Additions/ (Disposals)	Balance as at 31 March 2016	Balance as at 1 April 2015	Depreciation charge for the year	Adjustment	On disposals	Balance as at 31 March 2016	Balance as at 31 March 2016	Balance as at 31 March 2015
a	<b>Tangible Assets</b>										
	Land	240,868,116.00	28,366,020.00	269,234,136.00	-	-	-	-	-	269,234,136.00	240,868,116.00
	Buildings	945,503,652.23	1,985,479.00	947,489,131.23	40,860,639.10	15,642,018.22	-	-	56,502,657.32	890,986,473.91	904,643,013.13
	Plant and Machinery	208,506,665.05	1,968,471.22	210,475,136.27	31,260,031.62	14,112,412.58	-	318,515.63	45,053,928.57	165,421,207.70	177,246,633.44
	Furniture and Fittings	9,232,352.05	-	9,232,352.05	2,048,322.37	957,865.66	-	-	3,006,188.04	6,226,164.01	7,184,029.68
	Motor Vehicles	1,946,309.00	-	1,946,309.00	728,710.62	263,167.42	-	-	991,878.04	954,430.96	1,217,598.38
	Office equipment	7,516,011.00	171,749.00	7,687,760.00	2,798,063.80	1,928,700.58	-	-	4,726,764.38	2,960,995.62	4,717,947.20
	Computers & Data Processing Units	1,017,090.00	96,962.00	1,114,052.00	638,725.81	111,461.32	-	-	750,187.13	363,864.87	378,364.19
	Electrical Installations & Equipment	157,980,596.11	314,016.00	158,294,612.11	29,586,811.25	17,056,552.60	-	-	46,643,363.85	111,651,248.26	128,393,784.86
	<b>Total</b>	<b>1,572,570,791.44</b>	<b>32,902,697.22</b>	<b>1,605,473,488.66</b>	<b>107,921,304.56</b>	<b>50,072,178.38</b>	<b>-</b>	<b>318,515.63</b>	<b>157,674,967.31</b>	<b>1,447,798,521.35</b>	<b>1,464,649,486.88</b>
b	<b>Capital Work In Progress</b>	-	549,969.00	549,969.00	-	-	-	-	-	549,969.00	-
	<b>Total</b>	<b>-</b>	<b>549,969.00</b>	<b>549,969.00</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>549,969.00</b>	<b>-</b>
	<b>Total (a+b)</b>	<b>1,572,570,791.44</b>	<b>33,452,666.22</b>	<b>1,606,023,457.66</b>	<b>107,921,304.56</b>	<b>50,072,178.38</b>	<b>-</b>	<b>318,515.63</b>	<b>157,674,967.31</b>	<b>1,448,348,490.35</b>	<b>1,464,649,486.88</b>
	Previous year	1,572,257,077.44	313,714.00	1,572,570,791.44	57,881,810.59	49,949,415.80	90,078.17	-	107,921,304.56	1,464,649,486.88	1,514,375,266.85

As per our report of even date  
for Jain Kapoor & Co.  
Chartered Accountants  
Firm Registration No. 000705C

*Radhika Tandon*  
Radhika Tandon  
Partner  
M No 400478  
Place : Lucknow  
Date : 5th August, 2016



For and on behalf of the Board of Directors

*Rajendra Kalkar*

Rajendra Kalkar  
Director  
DIN No. 03269314

*Pradumna Kanodia*

Pradumna Kanodia  
Director  
DIN No. 01602690

*Shobhit Saxena*

Shobhit Saxena  
Chief Financial Officer

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

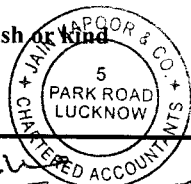
PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b><u>LONG TERM LOANS AND ADVANCES:</u></b>					
<b>a. Capital Advances</b>					
Unsecured, considered good	11		-		5,560,000.00
<b>b. Security Deposits</b>					
Unsecured, considered good			4,807,530.00		4,807,530.00
<b>c. Other loans and advances</b>					
Unsecured, considered good					
(i) Inter Corporate Deposits		2,000,000.00		2,000,000.00	
Less: Provision for Bad & Doubtful Deposits		2,000,000.00	-	-	2,000,000.00
(ii) Other advances recoverable in cash or in kind or value to be received					
Deposit with Commercial Tax Department against penalty		1,426,000.00		1,426,000.00	
Income Tax Refundable		44,923,737.41		41,419,065.12	
<b>Total</b>			46,349,737.41		42,845,065.12
			<b>51,157,267.41</b>		<b>55,212,595.12</b>
<b><u>INVENTORIES:</u></b>					
Stores and Spares (Valued at Cost)	12		-		1,985,812.87
			-		1,985,812.87

Dr. Gade

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**  
**CIN No. U45400UP2007PTC070178**  
**NOTES TO AND FORMING PART OF BALANCE SHEET AS AT 31.03.2016**

(AMOUNT IN Rs.)

PARTICULARS	NOTE NO.	AMOUNT AS AT 31.03.2016		AMOUNT AS AT 31.03.2015	
			Total		Total
<b>TRADE RECEIVABLES:</b>					
(a) Trade receivables outstanding for a period less than six months from the date they are due for payment	13				
Secured, considered good		17,251,832.10		16,953,157.52	
Unsecured, considered good		17,460,669.14		25,527,499.11	
Unsecured, considered doubtful		1,344,410.00		-	
Less: Provision for doubtful debts		36,056,911.24		42,480,656.63	
		1,344,410.00	34,712,501.24	-	42,480,656.63
(b) Trade receivables outstanding for a period exceeding six months from the date they are due for payment	13				
Secured, considered good		13,998,790.46		7,940,525.81	
Unsecured, considered good		17,332,997.36		5,797,405.51	
Unsecured, considered doubtful		6,370,072.00		-	
Less: Provision for doubtful debts		37,701,859.82		13,737,931.32	
		6,370,072.00	31,331,787.82	-	13,737,931.32
<b>Total</b>			<b>66,044,289.06</b>		<b>56,218,587.95</b>
<b>CASH &amp; CASH EQUIVALENTS :</b>					
a. Balances with banks in Current Account	14		8,635,330.67		5,160,089.03
b. Balance with Bank in Deposit Account					
Guarantees (includes interest accrued on deposits)		770,671.08		711,221.23	
Others	515,393.00	1,286,064.08	477,971.00	1,189,192.23	
c. Cash on hand			284.00		1,214,625.25
<b>Total</b>			<b>9,921,678.75</b>		<b>7,563,906.51</b>
<b>SHORT TERM LOANS &amp; ADVANCES:</b>					
a. Balance with Revenue Authorities	15		362,619.45		752,792.00
Unsecured, considered good					
b. Advances to Suppliers				1,155,665.00	
Unsecured, Considered Good					
c. Other Loans & Advances recoverable in cash or kind or for value to be received			2,412,165.25		1,148,659.50
Unsecured, Considered Good					
<b>Total</b>			<b>3,930,449.70</b>		<b>2,906,388.86</b>



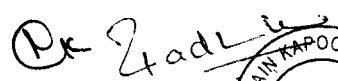

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**

**CIN No. U45400UP2007PTC070178**

**NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2016**

(AMOUNT IN Rs.)

SR. NO.	PARTICULARS	NOTE NO.	AMOUNT FOR THE FINANCIAL YEAR 2015-16		AMOUNT FOR THE FINANCIAL YEAR 2014-15	
			Amount	Amount	Amount	Amount
I	<b><u>REVENUE FROM OPERATIONS</u></b>	16				
1	Sale of Services					
	License Fee/ Rental Income		157,918,179.00		143,357,519.00	
	Other Service Charges		141,199,898.61	299,118,077.61	135,155,497.86	278,513,016.86
2	Other Operating Revenues			369,333.50		34,351.00
	Net Revenue from Operations			<b>299,487,411.11</b>		<b>278,547,367.86</b>
II	<b><u>OTHER INCOME:</u></b>	17				
1	Interest Income			712,185.85		102,933.34
				<b>712,185.85</b>		<b>102,933.34</b>
III	<b><u>EMPLOYEE BENEFITS EXPENSE</u></b>	18				
	<b><u>SALARIES AND WAGES</u></b>					
1	Salaries & Wages		8,513,217.00		7,926,188.00	
2	Gratuity & Leave Encashment		(1,646,426.64)	6,866,790.36	922,873.00	8,849,061.00
3	Staff Welfare			213,892.35		153,520.00
				<b>7,080,682.71</b>		<b>9,002,581.00</b>
IV	<b><u>FINANCIAL COSTS:</u></b>	19				
	<b><u>INTEREST EXPENSE</u></b>					
	Interest on loans			117,125,626.00		124,079,845.00
				<b>117,125,626.00</b>		<b>124,079,845.00</b>

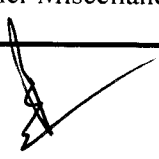
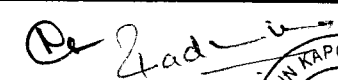

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**

**CIN No. U45400UP2007PTC070178**

**NOTES TO AND FORMING PART OF STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31-03-2016**

(AMOUNT IN Rs.)

SR. NO.	PARTICULARS	NOTE NO.	AMOUNT FOR THE FINANCIAL YEAR 2015-16		AMOUNT FOR THE FINANCIAL YEAR 2014-15	
			Amount	Amount	Amount	Amount
V	<b>DEPRECIATION AND AMORTIZATION EXPENSE</b> Depreciation	20				
				50,072,178.38		49,949,415.80
				<b>50,072,178.38</b>		<b>49,949,415.80</b>
VI	<b>OPERATION AND OTHER EXPENSES</b>	21				
1	Power & Fuel Expenses			67,074,191.00		68,195,613.00
2	Repair and Maintenance:					
	Building		10,011,274.04		8,579,844.54	
	Machinery & Others		9,587,973.74		7,689,524.36	
3	Insurance			19,599,247.78		16,269,368.90
4	Rates & Taxes			884,067.50		955,196.50
5	Legal and Professional Expenses			4,537,972.00		3,618,205.00
6	Security Charges			1,440,050.00		929,034.00
7	Advertisement and Sales Promotion Expenses			4,028,532.68		4,165,406.70
8	Travelling & Coveyance Expenses			4,406,891.49		4,993,324.38
9	Guarantee Commission			2,104,913.00		1,123,914.00
10	Parking Expenses			-		5,278,716.00
11	Bank / Financial Charges			3,617,672.17		3,294,585.47
12	Loss on sale of fixed assets			613,288.00		1,550,904.00
12	Commission & Brokerage			833,004.37		-
13	Prior Period Expenses/ (Income) (Net)			97,740.00		-
14	Provision for Bad & Doubtful Debts			44,942.00		288,646.00
15	Other Miscellaneous Expenses			7,714,482.00		-
				4,856,706.77		1,673,541.96
				<b>121,853,700.76</b>		<b>112,336,455.91</b>

**BLACKWOOD DEVELOPERS PRIVATE LIMITED**

**CIN No. U45400UP2007PTC070178**

**(NOTES TO AND FORMING PART OF THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2015-16)**

**22. Significant Accounting Policies**

**(a) Basis of Preparation of Financial Statements**

The financial statements are prepared under historical cost convention and in accordance with the generally accepted accounting principles in India, accounting standards (AS) as prescribed under section 133 of the Companies Act, 2013 (“the Act”) read with Rule 7 of Companies (Accounts) Rules, 2014 and provisions of the Act.

**(b) 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 revenues and expenses for the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

**(c) Fixed Assets**

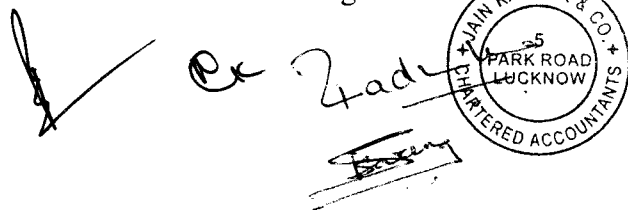
Fixed assets are stated at cost, less accumulated depreciation. Cost is inclusive of non-refundable taxes or levies, incidental expenses and net of rebates.

**(d) Depreciation**

Depreciation on fixed assets has been provided on straight line method at the rates and in the manner specified in schedule II of the Act.

The useful lives of Fixed Assets is taken as per Schedule II of the Companies Act, 2013 which are as follows

- |                         |          |
|-------------------------|----------|
| 1. Building             | 60 years |
| 2. Plant & Machinery    | 15 years |
| 3. Furniture & Fittings | 10 years |

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- |                                     |           |
|-------------------------------------|-----------|
| 4. Motor Vehicle                    | 8 years   |
| 5. Office Equipments                | 5 years   |
| 6. Computer & Data Processing units | 3/6 years |
| 7. Electrical Installations         | 10 years  |

(e) **Inventories**

Inventories are valued at lower of cost or net realizable value. Cost is determined on FIFO basis.

(f) **Borrowing Costs**

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognized as an expense in the period in which they are incurred.

(g) **Revenue Recognition**

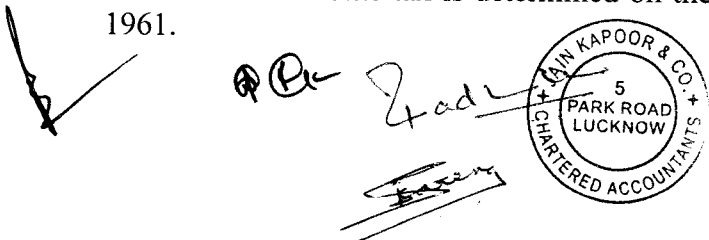
Revenue is being recognized when it is earned and no significant uncertainty exists as to its realization or collection. License fees, rental income and service charges are recognized based on contractual rights.

(h) **Employee Benefits**

1. Short Term Employee Benefits are recognized in the financial statements at the undiscounted amounts in the year in which the related service is rendered.
2. Post Employment and other long term employee benefits being Leave Encashment & Gratuity are recognized in the financial statements based on actuarial valuation using Projected Unit Credit Method.

(i) **Taxes on Income**

1. Provision for income tax is determined on the basis of the taxable income of the current year in accordance with the Income Tax Act, 1961.


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2. Deferred Tax is recognized in respect of deferred tax assets (subject to the consideration of prudence) and deferred tax liabilities on timing differences, being the difference between the taxable income and accounting income that originate in one year and are capable of reversal in one or subsequent years.

(j) **Impairment of Assets**

In accordance with AS-28 on Impairment of Assets, where there is any indication of impairment of the company's assets related to cash generating units, the carrying amounts of such assets are reviewed at each balance sheet date to determine whether there is any impairment. The recoverable amount of such assets is estimated as the higher of its net selling price or its value in use. An impairment loss is recognized whenever the carrying amount of such assets exceeds the recoverable amount. Impairment loss, if any, is recognized in the Statement of Profit & Loss Account.

(k) **Contingent Liabilities and Contingent Assets**

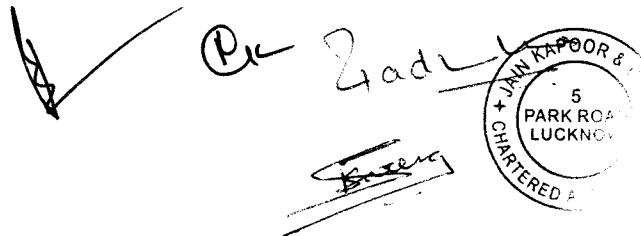
Contingent Liabilities are not recognized but are disclosed in the Notes on Accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.

23. The company has adopted AS-15 on "Employee Benefits" in respect of post employment benefits being gratuity & leave encashment benefits on the basis of actuarial valuation using the Projected Unit Credit Method as on 31.03.2016. Disclosures as required by AS-15 are as under:

Particulars	Gratuity (Unfunded)	
	Rs.	
	2015-16	2014-15

a) **Change in Present Value of Obligation**

Present Value of obligation as at 01 <sup>st</sup> April 2015	10,72,622	6,38,211
Service Cost	1,99,244	2,80,078
Interest Cost	98,128	57,439
Past Service Cost-Non Vested Benefits	-	-
Actual Benefits Payments	(1,65,577)	-
Actuarial (Gain)/ Loss	(5,22,976)	96,894
<b>Present Value of obligation as at 31<sup>st</sup> March 2016</b>	<b>6,81,441</b>	<b>10,72,622</b>


  
 A handwritten signature is present above a circular stamp. The stamp contains the text: "JAIN KAPOOR & CO.", "5 PARK ROAD LUCKNOW", and "CHARTERED ACCOUNTANTS".



**b) Amount Recognized in Balance Sheet**

Present Value of Benefit Obligation as at 31 <sup>st</sup> March 2016	6,81,441	10,72,622
Fair Value of plan assets as at 31 <sup>st</sup> March 2016	-	-
Funded Status- Surplus/ (Deficit)	(6,81,441)	(10,72,622)
Unrecognized Past Service Cost	-	-
<b>Net Assets/( Liability) recognized in the balance sheet</b>	<b>(6,81,441)</b>	<b>(10,72,622)</b>

**c) Amount Recognized in Statement of Profit & Loss**

Service Cost	1,99,244	2,80,078
Interest Cost	98,128	57,439
Expected return on plan assets	-	-
Transitional obligation	-	-
Past Service Cost-Non Vested Benefits	-	-
(Gain)/ Loss due to Settlement/ Curtailments/ Termination/ Divestitures	(7,41,439)	-
Net Actuarial Losses/(Gain)	(5,22,976)	96,894
<b>Total Employer Expenses</b>	<b>(9,67,043)</b>	<b>(4,34,411)</b>



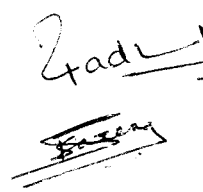

**d) Actuarial Assumptions**

Discount Rate	7.70%	7.80%
Expected return on assets	N/A	N/A
Salary escalation rate	7.50%	10%
Withdrawal Rate	5%	5%

Particulars	Leave Encashment (Unfunded)	
	Rs.	
	2015-16	2014-15

**a) Change in Present Value of Obligation**

Present Value of obligation as at 01 <sup>st</sup> April 2015	9,58,014	6,46,653
Service Cost	1,78,570	1,90,891
Interest Cost	86,854	50,427
Actual Benefits Payments	(2,82,830)	(1,76,501)
Actuarial (Gain)/ Loss	(5,05,962)	2,46,544
<b>Present Value of obligation as at 31<sup>st</sup> March 2016</b>	<b>4,34,646</b>	<b>9,58,014</b>

**b) Amount Recognized in Balance Sheet**

Present Value of Benefit Obligation as at 31 <sup>st</sup> March 2016	4,34,646	9,58,014
Fair Value of plan assets as at 31 <sup>st</sup> March 2016	-	-
Funded Status- Surplus/ (Deficit)	(4,34,646)	(9,58,014)
<b>Net Assets/( Liability) recognized in the balance sheet</b>	<b>(4,34,646)</b>	<b>(9,58,014)</b>

**c) Amount Recognized in Statement of Profit and Loss**

Service Cost	1,78,570	1,90,891
Interest Cost	86,854	50,427
Expected return on plan assets	-	-
Transitional obligation	-	-
Net Actuarial Losses/(Gain)	(5,05,962)	2,46,544
(Gain)/ Loss due to Settlement/ Curtailments/ Termination/ Divestitures	(4,38,846)	-
<b>Total Employer Expenses</b>	<b>(6,79,384)</b>	<b>4,87,862</b>

**d) Actuarial Assumptions**

Discount Rate	7.70%	7.80%
Expected return on assets	N/A	N/A
Salary escalation rate	7.50%	10%
Withdrawal Rate	5%	5%

24. As per Accounting Standard 18 (AS-18) Related Party Disclosures, the disclosures with the related parties as defined in AS-18 are given below:

(i) List of related party and relationships

Category I:

(a) Covered by Control Criteria

Big Apple Real Estate Private Limited (Holding Company)

The Phoenix Mills Limited (Holding Company of Big Apple Real Estate (P) Ltd)

(b) Enterprises under control/significant influence of holding company & ultimate holding company of the company with whom transactions have taken place

NIL

Dr. Zaid



Category II : Enterprises significantly influenced by Key Management Personnel of the company with whom transaction have taken place

NIL

Category III : Key Management Personnel

Mr. Pradumna Kanodia - Director  
Mr. Shishir Ashok Srivastava - Director  
Mr. Amit Kumar Dabriwala - Director  
Mr. Swapnil Subhash Kothari - Director  
Mr. Priyank Tayal - Director (Resigned during the year)  
Mr. Amitabh Tayal - Director (Resigned during the year)  
Mr. Shobhit Saxena - Chief Financial Officer (CFO)  
Mr. Rohit Mishra - Manager


Note: Related party relationship is identified by the company and relied upon by the Auditors

(ii) Transactions with related parties in the ordinary course of business during the financial year (Excluding Reimbursements)

(Amount in Rs.)

Sl.No.	Particulars	Category I	Category II	Category III
1.	Unsecured Loan received(including interest accrued converted into loan)	9,41,31,607 (6,57,00,000)		Nil (Nil)
2.	Unsecured Loan refunded	2,11,80,284.64 (Nil)		Nil (Nil)
3.	Interest on Unsecured Loan	43,68,452 (Nil)		
4.	Remuneration Paid			16,28,740 (Nil)
5.	Guarantee Commission			Nil (52,78,716)

Figures in brackets denotes previous years transactions

*(Signature)*  
*(Signature)*  


(iii) Following balances were due from (Dr)/ to(Cr) the related parties as on 31.03.2016 (Excluding Reimbursements)

Sl.No.	Particulars	Category I	Category III
1.	Unsecured Loan (Cr)	28,01,51,322.36 (20,72,00,000)	
2.	Other Current Liabilities (Cr)		Nil (1,28,65,906)

- Figures in brackets denotes previous years transactions

25. The company is in the business of setting up and operation of Mall and Multiplex. The company's leasing agreements is in respect of granting operating leases in its Mall and Multiplex. The leasing agreements generally range between three years and nine years and generally provide for a minimum lock-in period of three years and are usually renewable by mutual consent on agreed terms. The company treats such leases non-cancellable for the purpose of Accounting Standard (AS) -19. The aggregate of future minimum lease payments (License Fee) in respect of Mall Area required to be disclosed as per AS-19 are as under:

	As at 31-03-2016	As at 31-03-2015
(i) Not later than one year	1,718.93 lacs	1,539.59 lacs
(ii) Later than one year and not later than five years	2,566.51 lacs	3,867.62 lacs
(iii) Later than five years	636.95 lacs	1,210.38 lacs

26. **Earning Per Share (EPS)**

	2015-16	2014-15
Net Profit/ (Loss) after tax	20,67,409.11	(1,67,17,996.51)
Weighted Average number of equity shares	1,87,31,675	1,87,31,675
Nominal Value of Equity Shares	10/-	10/-
Basic Earnings Per Share	0.11	(0.89)

27. In view of carried forward losses, the company has Deferred Tax Assets; however, as a matter of prudence and in view of the absence of virtual certainty of future taxable income, the same has not been recognized in the financial statements.

28. The management is of the opinion that the value in use of its fixed assets exceeds the asset's carrying amount. As such assets of the company are not impaired in terms of accounting standard (AS)-28.

*[Handwritten signature]*

*[Handwritten initials]*

*[Handwritten signature]*



29. Contingent Liabilities:

- Outstanding Guarantees given by bank: Rs. 5,00,000/- (P.Y. Rs. 5,00,000/-)
- Liabilities against the company due to Pending Litigations: Rs. 4,04,590/- (P.Y. Rs. 4,04,590/-)
- Liabilities against the company due to demand cum show cause notice issued by Central Excise & Service Tax Audit Commissionerate- Rs. 38,73,372/- (P.Y. Rs. Nil)

30. The balances in parties' accounts in respect of Sundry Debtors and Sundry Creditors, either debit or credit, and balances with Bank of India and United Bank of India are subject to confirmation, reconciliation and consequent adjustment, if any, with the respective parties.

31. Payment to Auditors

	For the year 2015-16	For the year 2014-15
Statutory Audit Fees	3,43,500	1,40,450
Income Tax Matters	68,901	49,438
Other Matters	1,16,548	83,147
<b>TOTAL</b>	<b>5,28,949</b>	<b>2,73,035</b>

32. Capital Commitments\*

As at 31.03.2016

As at 31.03.2015

Estimated amount of contracts remaining to be executed on capital account (net of advances) and not provided for

Nil

208.90 lacs

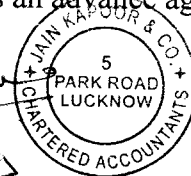
\*Capital Commitments are as determined by the management and relied upon by the auditors.

33. There are no Micro, Small and medium Enterprises, to whom the company owes dues, which are outstanding for more than 45 days as at 31-03-2016. This information as required to be disclosed under the Micro, Small and Medium Enterprise Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the Auditors.

34. In respect of Land purchased in 2008-09 for Rs. 31.05 lacs sale deed is pending for execution. However, pursuant to an 'Agreement for sale with possession' the land is in company's possession.

35. The company is in negotiations with M/s Horizon Dwellings (P) Limited for sale of a portion of land of the company. An amount of Rs. 202 lacs has been received from the party as an advance against the proposed sale of land.

Per 2 ad...



36. Details of Exceptional item debited in the statement of Profit & Loss are as under:-

During the year the company has made a provision of Rs. 20 Lacs in respect of Advance of Rs. 20 Lacs given to M/s Treasure Showcase Pvt. Ltd. shown under the head 'Other Loans & Advances' in the Balance Sheet. Provision made of Rs. 20 Lacs is included in Exceptional Items in the Statement of Profit & Loss.

37. The company has adequate internal financial controls over financial reporting for ensuring the orderly and efficient conduct of its business including adherence to company's policies, 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 by the Companies Act, 2013 and such internal financial controls over financial reporting were operating effectively as at March 31, 2016.

38. Previous period's figures have been regrouped, reworked or reclassified wherever required to make it comparable with current year's figures.

As per our report of even date

**For Jain Kapoor & Co**

Chartered Accountants

Firm Registration No.: 000705C

**For and on behalf of the Board of Directors**


**Radhika Tandon**

**Partner**

Membership No 400478

Place: Lucknow

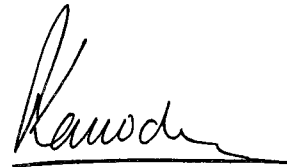
Date: 5<sup>th</sup> August, 2016



**Rajendra Kalkar**

**Director**

DIN No. 03269314



**Pradumna Kanodia**

**Director**

DIN No. 01602690



**Shobhit Saxena**

**Chief Financial Officer**