



# SHREYANS S. JAIN & ASSOCIATES

## CHARTERED ACCOUNTANTS

Tel.: 022 - 2208 0552 • Email : cashreyans@rediffmail.com

Office No.20, 1st Floor, Near Bank of Baroda, Mulji Jetha Building, 187, Princess Street, Mumbai – 400 002

### INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF  
SAVANNAH PHOENIX PRIVATE LIMITED**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of Savannah Phoenix Private Limited which comprise the Balance Sheet as at 31st March, 2016, Statement of the Profit & Loss and the cash flow statement for the year ended, and a summary of the significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 financial statements are free from material misstatement.





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

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of the Statement of Profit and loss for the year ended on that date;
- c) in the case of the Statement of Cash Flow for the year ended on that date

### Report on Other legal and Regulatory Requirements

As required by the Companies ( Auditor' Report ) Order, 2016 ("the Order") issued by the Central Governments of India in exercise of powers conferred by sub-section 11 of section 143 of the Act, we enclose in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 and Statement of Profit & Loss dealt with by this Report are in agreement with the books of account.
- d) The aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.





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- e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect of the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B': and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- The Company does not have any pending litigations which would impact its financial position.
  - Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For Shreyans S. Jain & Associates**  
**Chartered Accountant**  
**FRN - 134565W**

  
**Shreyans Jain**  
**Proprietor**  
**Membership No.: 147097**



Place: Mumbai  
Date: 13<sup>th</sup> May 2016



# SHREYANS S. JAIN & ASSOCIATES

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### ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditors Report to the members of the company on the standalone financial statements for the year ended 31<sup>st</sup> March 2016, we report that:

- 1) According to the information and explanation given to the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in regular intervals and no material discrepancies were noticed on such verification
- 2) According to the information and explanation given to us, the stock of inventory has been physically verified during the period by the management at reasonable intervals. No material discrepancies were noticed on physical verification of stocks as compared to book records.
- 3) According to the information and explanation given to us and on the basis of examination of the records of the company, The Company has not granted loans to parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- 4) In our opinion and according to the information and explanations given to us and on the basis of examination of the records of the company,, the company has complied with the provisions of Section 185 and 186 of the Act, with respect to the loans and investments made.
- 5) The company has not accepted any deposits from public.
- 6) According to the information and explanation given to us, the Central Government has prescribed the maintenance of cost records under the sub-section (1) of section 148 of the Companies Act, the same is not applicable to the company.
- 7)
  - a) According to the information and explanation given to us, and on the basis of our examination of the books of account, the company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income tax, sales tax, service tax, custom duty, excise duty, value added tax, cess and any other material statutory dues applicable to it as on March 31, 2016 for a period more than 6 months from the date they became payable.
  - b) According to information and explanation given to us and on the basis of our examination of the books of account, no disputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2016 for the period of more than 6 months from date they became payable.
  - c) According to information and explanation given to us and on the basis of our examination of the books of account, there are no dues in respect of Sales tax, Income tax, Customs duty, Wealth tax, Service tax ,Excise duty and Cess that have not been deposited with the appropriate authorities on account of any dispute.





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- 8) The company has not defaulted in repayment of loans or borrowings to financial institution, banks, or Governments, the company has obtained borrowings by way of issue of debentures and there has no defaults regarding the same.
- 9) The Company did not raise any money by way of initial public offer or further public offer and term loans, the company has raised money by issuing debentures during the year, which has been utilized for the purpose for which such loans were obtained
- 10) Accordingly to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the courses of our audit.
- 11) Accordingly to the information and explanations given to us and based on our examination of the records of the company, the company has not paid/not provided managerial remuneration. Thus, paragraph 3(xi) of the order is not applicable to the company.
- 12) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Thus, paragraph 3(xii) of the order is not applicable to the company.
- 13) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with Sections 177 & 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.
- 14) According to the information and explanations given to us and based on our examination of the records of the company, the company has made preferential allotment or private placement of fully or partly convertible debentures during the year, the requirements of section 42 of the Companies act 2013 has been complied with and the funds were utilized for the purpose which the funds were raised
- 15) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non cash transactions with directors or person connected with him.





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16) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934

For **Shreyans S. Jain & Associates**  
**Chartered Accountant**  
**FRN - 134565W**

**Shreyans Jain**  
**Proprietor**

**Membership No.: 147097**

Place: Mumbai

Date: 13th May, 2016





# SHREYANS S. JAIN & ASSOCIATES

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### ANNEXURE B TO AUDITOR'S REPORT

#### **Report on the Internal Financial Controls under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 ( 'the Act')**

We have audited the internal financial controls over financial reporting of Savannah Phoenix Private Limited as of 31<sup>st</sup> March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of internal financial controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI), these responsibilities include the design, implementation and maintenance and adequacy internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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' Responsibilities**

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 Guidance Note in 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 (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 were 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 Financial Controls based on the assessed risk. The procedures selected depend on the auditors' 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 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 Controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of the 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 authorization of the 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 Limitation Of Internal Financial Controls Over Financial Reporting

Because of the inherent limitation of Internal Financial Controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or frauds may occur and not be detected. Also projection of any evaluation of the Internal Financial Controls over financial reporting to future periods are subject to the risk that the Internal Financial Controls over financial reporting may become inadequacy because of changes in condition, 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 over financial reporting and such Internal Financial Controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2016, based on the Internal Controls 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 Shreyans S. Jain & Associates

Chartered Accountant

FRN - 134565W

Shreyans Jain  
Proprietor  
Membership No.: 147097



Place: Mumbai

Date: 13<sup>th</sup> May, 2016



**SAVANNAH PHOENIX PVT. LTD.**

CIN NO. U55101MH2012PTC235585

**Balance Sheet as at 31st March, 2016****(Amount in Rs.)**

Particulars	Notes	As at March 31, 2016	As at March 31, 2015
<b>I. <u>Equity and Liabilities</u></b>			
<b>Shareholders Funds</b>			
(a) Share Capital	1	83,40,000	5,00,000
(b) Reserves and Surplus	2	(3,17,44,108)	(2,23,59,344)
		<b>(2,34,04,108)</b>	<b>(2,18,59,344)</b>
<b>Non - Current Liabilities</b>			
(a) Long Term Borrowings	3	4,30,53,600	3,97,61,600
(b) Long Term Provision	4	3,30,813	-
		<b>4,33,84,413</b>	<b>3,97,61,600</b>
<b>Current Liabilities</b>			
(a) Trade Payables			
Total outstanding dues of creditors other than micro and small enterprises	5	1,40,52,844	77,02,766
(b) Other Current Liabilities	6	1,15,087	23,86,537
(c) Short Term Provisions	7	4,15,274	-
		<b>1,45,83,205</b>	<b>1,00,89,303</b>
<b>TOTAL</b>		<b>3,45,63,510</b>	<b>2,79,91,558</b>
<b><u>Assets</u></b>			
<b>Non current assets</b>			
(a) <b>Fixed Assets</b>	8		
Tangible Assets		1,76,75,321	1,51,84,583
(c) Deferred Tax Assets		1,03,41,451	80,99,383
(d) Long Term Loans & Advances	9	33,34,800	33,27,300
		<b>3,13,51,572</b>	<b>2,66,11,265</b>
<b>Current Assets</b>			
(a) Inventories	10	5,05,049	3,88,072
(b) Trade Receivables	11	2,10,095	1,066
(c) Cash And Cash Equivalents	12	16,58,206	3,82,270
(d) Short Term Loans & Advances	13	8,38,588	6,08,885
		<b>32,11,938</b>	<b>13,80,293</b>
<b>TOTAL</b>		<b>3,45,63,510</b>	<b>2,79,91,558</b>

Significant Accounting Policies and Notes to Accounts "1 to 29"

The accompanying Notes are an integral part of the financial statements

As per our Report of even date

For Shreyans S Jain &amp; Associates

Chartered Accountants

Firm Registration No.: 134565W




Shreyans S Jain

Proprietor

Membership No.: 147097

Place : Mumbai

Date : 13th May, 2016

For and on behalf of the Board of Directors



Romil Ratra

Director

Din No.06948396




Harshal Vohra

Director

Din No.06947197

## Statement of Profit &amp; Loss for the year ended 31st March, 2016

(Amount in Rs.)

Particulars	Notes	For the financial year ended March 31, 2016	For the financial year ended March 31, 2015
<b>I Income:</b>			
Revenue from Operations	14	2,44,98,997	32,67,427
Other Income	15	43,47,476	40,94,221
<b>TOTAL REVENUE</b>		<b>2,88,46,473</b>	<b>73,61,648</b>
<b>II Expenses:</b>			
Purchases	16	78,81,767	17,23,798
Variation in Inventories	17	(1,16,977)	(24,325)
Operating Expenses	18	1,17,17,671	53,10,891
Employee Benefit Expenses	19	1,04,39,978	17,63,346
Administration and Other Expenses	20	49,70,696	7,44,320
Depreciation and Amortisation Expenses	8	55,80,169	73,10,702
<b>TOTAL EXPENSES</b>		<b>4,04,73,304</b>	<b>1,68,28,731</b>
<b>Profit Before Tax</b>		<b>(1,16,26,831)</b>	<b>(94,67,083)</b>
<b>Tax Expenses :</b>			
Current Tax		-	-
Deferred Tax		(22,42,068)	(27,93,320)
		(93,84,764)	(66,73,764)
Tax Adjustments of Earlier years			
<b>Profit for the year</b>		<b>(93,84,764)</b>	<b>(66,73,764)</b>
<b>Earning Per Equity Share:</b>			
Basic ( Face Value of Rs. 10/- each)		(187.70)	(133.48)

## Significant Accounting Policies and Notes to Accounts "1 to 29"

As per our Report of even date

For Shreyans S Jain &amp; Associates

Chartered Accountants

Firm Registration No.: 134565W

For and on behalf of the Board of Directors



Shreyans S Jain

Proprietor

Membership No.: 147097

Place : Mumbai




Romil Ratra

Director

Din No.06948396




Harshal Vohra

Director

Din No.06947197

Place : Mumbai


Date : 13th May, 2016

Statement of Cashflow for the Year Ended 31 March 2016

	Year ended 31 March 2016	Year ended 31 March 2015
<b>A Cash Flow from Operating Activities</b>		
Profit Before Tax	(1,16,26,831)	(94,67,083)
Add: Depreciation	55,80,169	73,10,702
<u>Non-cash adjustment to reconcile profit before tax to net cash flows :</u>		
Movement/Adjustments for :		
Decrease(Increase) in Sundry Debtors	(2,09,028)	(445)
Decrease(Increase) in Inventories	(1,16,977)	(24,325)
Decrease(Increase) in Long-Term Loans & Advances	(7,500)	50,000
Decrease(Increase) in Short-Term Loans & Advances	(2,29,703)	(36,736)
Increase (Decrease) in Other Current Liabilities & trade Payable	40,78,627	(31,17,767)
Increase (Decrease) in Long & Short Term Provision	7,46,087	-
<b>Net Cash Generated from (used in) Operating Activities</b>	<b>(17,85,156)</b>	<b>(52,85,654)</b>
<b>B Cash flow from investing activities</b>		
Purchase of Fixed Assets -Capital Work In Progress	-	-
Purchase of Fixed Assets	(80,70,908)	(1,72,992)
<b>Net Cash Generated from (used in) Investing Activities</b>	<b>(80,70,908)</b>	<b>(1,72,992)</b>
<b>C Cash Flow from Financing Activities</b>		
Increase (Decrease) in Preference Share Capital	1,11,32,000	-
Increase (Decrease) in Long Term Borrowings (Debentures)	-	60,11,600
Increase (Decrease) in Short Term Borrowings	-	-
<b>Net Cash Flow from (used in) Financing Activities</b>	<b>1,11,32,000</b>	<b>60,11,600</b>
<b>Net Increase / (Decrease) in Cash and Cash equivalents (A+B+C)</b>	<b>12,75,936</b>	<b>5,52,954</b>
Cash and Cash Equivalents at the Beginning of the Year	3,82,270	(1,70,685)
Cash and Cash Equivalents at the End of the Year	<b>16,58,206</b>	<b>3,82,269</b>
<b>Components of cash and cash equivalents</b>		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)		
(a) Cash on hand	1,41,080	1,38,995
(b) Balances with banks	12,91,477	33,166
(c) Fixed Deposits with banks	2,25,649	2,10,108
	<b>16,58,206</b>	<b>3,82,269</b>

Significant Accounting Policies and Notes to Accounts "1 to 29"

As per our Report of even date  
For **Shreyans S Jain & Associates**  
Chartered Accountants  
Firm Registration No.: 134565W

  
**Shreyans S Jain**  
Proprietor  
Membership No.: 147097  
Place : Mumbai




Place : Mumbai  
Date : 13th May, 2016

For and on behalf of the Board of Directors

  
**Romil Ratra**  
Director  
Din No.06948396



  
**Harshal Vohra**  
Director  
Din No.06947197

**SAVANNAH PHOENIX PVT. LTD.**  
CIN NO. U55101MH2012PTC235585

**Notes to Financial Statements for the Financial Year ended 31st March, 2016**

Notes	Particulars	As at March 31, 2016	As at March 31, 2015
1	<b>Share Capital</b>		
	<b>Authorised</b>		
	<b>Equity Share</b>		
	50,000 (P.Y. 50,000) Equity Shares of Rs.10/- each	5,00,000	5,00,000
	<b>Preference Share</b>		
	8,00,000 (P.Y. NIL) Equity Shares of Rs.10/- each	80,00,000	-
		<b>85,00,000</b>	<b>5,00,000</b>
	<b>Issued, subscribed and fully paid up</b>		
	50,000 (P.Y. 50,000) Equity Shares of Rs.10/- each fully paid up	5,00,000	5,00,000
	0.0001% 7,84,000 Redeemable Preference Share of Rs. 10/- each fully paid up	78,40,000	-
		<b>83,40,000</b>	<b>5,00,000</b>
	<b>a) Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period</b>		
	<u>Equity Shares</u>		
	Shares outstanding at the beginning the year	50,000	50,000
	Shares Issued during the year	-	-
Shares bought back during the year	-	-	
Shares outstanding at the end of the year	<b>50,000</b>	<b>50,000</b>	
<u>Preference Shares</u>			
Shares outstanding at the beginning the year	-	-	
Shares Issued during the year	7,84,000	-	
Shares bought back during the year	-	-	
Shares outstanding at the end of the year	<b>7,84,000</b>	<b>-</b>	
<b>b) Shares held by holding company/ultimate holding company and /or their subsidiaries/associates</b>			
<b>Holding Company</b>			
The Phoenix Mills Limited	50,000	25,000	
<b>c) Details of shareholders holding more than 5% Shares in the company (Equity Shares of Rs. 10 each fully paid)</b>	<b>March 31, 2016</b>	<b>March 31, 2015</b>	
	Number of shares	% of Holdings	Number of shares
			% of Holdings
The Phoenix Mills Ltd	50,000	100	25,000
Mr. Basab Paul	-	-	12,500
Ms. Smruti Shinde	-	-	12,500
	<b>50,000</b>	<b>100</b>	<b>50,000</b>
			<b>100</b>
<b>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.</b>			
2	<b>Reserves and Surplus</b>		
	<b>Surplus/(deficit) in the statement of Profit and Loss</b>		
	As at the Beginning of the year	(2,23,59,344)	(1,56,85,581)
	(+) Net Profit/(Net Loss) For the year	(93,84,764)	(66,73,764)
	As at the end of the year	<b>(3,17,44,108)</b>	<b>(2,23,59,344)</b>
3	<b>Long Terms Borrowings</b>		
	<b>CCD :</b>		
	1) The Phoenix Mills Limited - Holding Company	3,97,61,600	2,24,00,000
	2) Savannah Leisure Pvt Ltd	-	92,00,000
	3) Basab Paul	-	2,86,600
	4) Smruti Shinde	-	78,75,000
	<b>OFCD (Unsecured) :</b>		
	The Phoenix Mills Limited	32,92,000	-
	(20,82,500 Optionable Fully convertible debenture (OFCD) of Rs. 100 each)	<b>4,30,53,600</b>	<b>3,97,61,600</b>



*Handwritten signature*

4	<b>Long Term Provision</b> Provision for Gratuity Provision for Leave Encashments	1,48,636	-
		1,82,177	-
		<b>3,30,813</b>	-
5	<b>Trade Payables</b> Micro & Small Enterprises Total outstanding dues of creditors other than micro and small enterprises	-	-
		1,40,52,844	77,02,766
		<b>1,40,52,844</b>	<b>77,02,766</b>
6	<b>Other Current Liabilities</b> Statutory Dues Dues to Employees Other Payables	1,11,061	23,86,537
		-	-
		4,026	-
		<b>1,15,087</b>	<b>23,86,537</b>
7	<b>Short Term Provisions</b> Provision for Expenses	4,15,274	-
		<b>4,15,274</b>	-
9	<b>Long Term Loans &amp; Advances</b> (Unsecured, considered good by the Management, unless otherwise stated) Deposits: Security Deposit with BMC Security Deposit with Offbeat Other	9,800	2,300
		33,00,000	33,00,000
		25,000	25,000
		<b>33,34,800</b>	<b>33,27,300</b>
10	<b>Inventories</b> (As taken, valued & certified by the Management) (At Lower of Cost or Net Realisable Value) Food & Beverages	5,05,049	3,88,072
		<b>5,05,049</b>	<b>3,88,072</b>
11	<b>Trade Receivables</b> [Unsecured, considered good unless otherwise stated] Debts outstanding for a period exceeding six months from the date these are due for payment  Others	-	-
		2,10,095	1,066
		<b>2,10,095</b>	<b>1,066</b>
12	<b>Cash and Cash Equivalents</b> Balances with Banks In Current Accounts Cash on hand  Fixed Deposits For less than 12 Months	12,91,477	33,166
		1,41,081	1,38,995
		2,25,649	2,10,108
		<b>16,58,207</b>	<b>3,82,270</b>
13	<b>Short Term Loans &amp; Advances</b> (Unsecured, considered good, unless otherwise stated) Advances recoverable in cash or kind or for value to be received Balances with Government Authorities Prepaid Expenses Preliminary Expenses	20,873	-
		37,185	9,394
		6,08,419	5,87,463
		1,72,111	12,027
		<b>8,38,588</b>	<b>6,08,885</b>



Savannah Phoenix Private Limited

CIN NO. U55101MH2012PTC235585

Notes to Financial Statements as on 31st March, 2016

Note No:- 8 Fixed Assets

Nomenclature	GROSS BLOCK (at cost)			DEPRECIATION			NET BLOCK (WDV)	
	As at 1st April 2015	Additions	Deductions / Transfers	As at 31st March 2016	For the year	Deductions / Transfers	As at 31st March 2016	As at 31st March 2015
<u>Tangible Assets:</u>								
Furniture & Fixtures (Including Electrical Installation)	1,90,34,197	56,65,386		2,46,99,583	38,06,228		1,28,19,743	1,00,20,681
Plant & Machinery (Including High End Operating Supplies)	86,31,119	16,33,886		1,02,65,005	13,82,016		48,60,490	51,52,646
Computers & Networking	3,71,465	7,71,636		11,43,101	3,91,925		7,52,135	11,256
<b>Tangible Assets (A)</b>	<b>2,80,36,781</b>	<b>80,70,908</b>	<b>-</b>	<b>3,61,07,689</b>	<b>55,80,170</b>	<b>-</b>	<b>1,84,32,368</b>	<b>1,51,84,583</b>
<u>Intangible Assets: (B)</u>								
<b>Total (A)+(B)</b>	<b>2,80,36,781</b>	<b>80,70,908</b>	<b>-</b>	<b>3,61,07,689</b>	<b>55,80,170</b>	<b>-</b>	<b>1,84,32,368</b>	<b>1,51,84,583</b>
<b>Previous Year</b>	<b>2,78,63,789</b>	<b>1,72,992</b>	<b>-</b>	<b>2,80,36,781</b>	<b>73,10,702</b>	<b>-</b>	<b>1,28,52,198</b>	<b>2,23,22,293</b>

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## SAVANNAH PHOENIX PVT. LTD.

CIN NO. U55101MH2012PTC235585

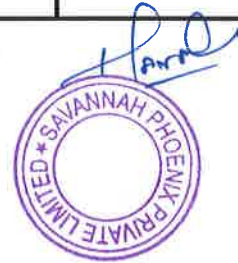
## Notes to Financial Statements for the Financial Year ended 31st March, 2016

(Amount in Rs.)

Notes	Particulars	As at March 31, 2016	As at March 31, 2015
14	<b>Revenue from Operations</b>		
	<b>Sales:</b>		
	Food & Beverages	2,44,98,997	32,67,427
		<b>2,44,98,997</b>	<b>32,67,427</b>
15	<b>Other Income</b>		
	Discount Received	62,832	47
	Other Income	2,17,405	40,94,174
	Prior Period Expenses written Back	40,67,239	-
		<b>43,47,476</b>	<b>40,94,221</b>
16	<b>Purchase</b>		
	Food & Beverages	78,81,767	17,23,798
		<b>78,81,767</b>	<b>17,23,798</b>
17	<b>Variation in Inventories</b>		
	<b>Food &amp; Beverages</b>		
	As at the beginning of the year	3,88,072	3,63,747
	As at the end of the year	5,05,049	3,88,072
		<b>(1,16,977)</b>	<b>(24,325)</b>
18	<b>Operating Expenses</b>		
	CAM & Rent Charges	71,70,377	39,46,739
	Cleaning & House Keeping Charges	15,02,631	-
	Crockery & Kitchen Consumables	2,21,503	-
	Power & Fuel Expenses	21,51,232	8,07,640
	License Fees & Stamp Duty	6,71,927	5,56,512
		<b>1,17,17,671</b>	<b>53,10,891</b>
19	<b>Employee Benefit Expenses</b>		
	Salaries, wages, bonus etc.	80,64,222	17,54,897
	Medical Expenses	-	-
	Uniform Expenses	89,739	8,449
	Staff welfare Expenses	14,71,748	-
	Employer Contribution to PF	5,99,872	-
	Employer Contribution to ESIC	2,14,397	-
		<b>1,04,39,978</b>	<b>17,63,346</b>



<b>20 Administration and Other Expenses</b>		
Advertising & Business Promotion Charges	13,87,940	25,820
Bank Charges	9,661	-
General & Miscellaneous Expenses	8,13,532	4,19,641
Legal & Professional Fees	12,97,030	1,05,000
<b><u>Payment to the Auditors</u></b>		
Audit Fees	1,15,000	65,000
Printing & Stationery Expenses	1,40,602	4,807
Rent, Rates & Taxes	3,87,719	15,169
Repairs & Maintenance Expenses	3,83,534	56,052
Security Charges	3,35,670	-
Telephone & Internet Expenses	64,874	39,168
Travelling & Conveyance Expenses	35,134	13,664
	<b>49,70,696</b>	<b>7,44,320</b>





## Note "21"

### A. SIGNIFICANT ACCOUNTING POLICIES:

#### a) BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles ("GAAP") under the historical cost convention on accrual basis. GAAP comprises of mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006 prescribed by the Central Government and the relevant provisions of the Companies Act, 2013.

#### b) INFLATION

The financial statements are based on historical costs. These costs are not adjusted to reflect the impact of the changing value of the purchasing power of money.

#### c) USE OF ESTIMATES

The preparation of Financial Statements in conformity with GAAP requires Management to make estimate and assumption that affect the reported amount of assets and liabilities and disclosure of contingent liabilities on the date of financial statements and reported amount of revenue and expenses for the year. Actual result could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized. Any revision to an accounting estimate is recognized prospectively in the year of revision

#### d) Fixed Assets

- i. Tangible assets:- Tangible assets are stated at cost of acquisition less accumulated depreciation / amortization and accumulated impairment losses, if any.
- ii. Cost of fixed assets includes non-refundable taxes and duties, borrowing cost directly attributable to the qualifying asset and any directly attributable costs of bringing the asset to its working condition for its intended use.

#### e) DEPRECIATION / AMORTIZATION

- i. Depreciation on fixed assets is provided on Written down Value method at the rate and in the manner Prescribed in Schedule II of the Companies Act, 2013.
- ii. Goodwill arising on acquisition is been amortised over a period of five years.
- iii. High end operating supplies forming part of restaurant operating supplies are depreciated over a period of three years on straight line method.

#### f) IMPAIRMENT

In accordance with AS-28 on "Impairment of Assets" issued by the Institute of Chartered Accountants of India, 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 and its value in use. An impairment loss is recognized whenever the carrying amount of such assets exceeds its recoverable amount. Impairment loss, if any, is recognized in the Profit & Loss account.



**g) REVENUE RECOGNITION**

- i. Revenue from the Project would be recognized as per the conditions specified In the Guidance Note on Accounting for Real Estate Transactions [Revised 2012] issued by the ICAI.

Revenue comprises of, sale of food & beverages and allied services relating to restaurant services. Revenue is recognized upon rendering of service

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

**h) Inventories**

- i. Inventories comprise of food, beverages, perishables & non perishables, liquor and operating supplies.
- ii. Inventories are valued at lower of cost or net realizable value.
- iii. The Cost comprises of cost of purchases, duties and taxes (other than those subsequently recoverable) and other costs incurred in bringing them to their present location and condition. Cost of inventories is arrived at after providing for cost of obsolescence.

**i) EMPLOYEE BENEFITS**

Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.

Post employment and other long term employee benefits are charged off in the year in which employee has rendered services. The amount charged off is recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gain and losses in respect of post employment and other long term benefits are charged to Statement of Profit and Loss

**j) TAXES ON INCOME**

Provision for current tax, if any, is made after taking into consideration benefits admissible under the provisions of the Income-tax Act, 1961.

Deferred tax, if any, resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. The deferred tax asset, if any, is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be realized in future.

**k) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the Notes to Accounts. Contingent Assets are neither recognized nor disclosed in the financial statements.



**B. OTHER NOTES:**

22. In the opinion of the Management, the Current Assets, Loans and advances are approximately of the value stated in the balance sheet if realized in the ordinary course of the business and the provision for all known liabilities is adequate and not in excess of amount considered reasonably necessary.

The said balances are, however, subject to confirmations from the respective parties and the reconciliations / adjustments arising there from, if any.

23. There are no Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at March 31, 2016. The above information, regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors.
24. Considering the nature of the operations of the company, in the opinion of the management there are no separate reportable segments in accordance with the requirement of the Accounting Standard 17 (AS - 17) "Segment Reporting", issued by The Institute of Chartered Accountants of India.

**25. RELATED PARTY DISCLOSURES:**

As Per Accounting Standard 18 (AS- 18) "Related Party Disclosures", issued by The Institute of Chartered Accountants of India, the disclosures of transactions with the related parties (as identified by the management) as defined in the Accounting Standard are given below:

- a) Related Parties with whom transactions have taken place and relationships:

Sr. No	Name of the Related Party	Relationship
1.	The Phoenix Mills Limited	Holding Company
2.	Offbeat Developers Private Limited	Fellow Subsidiary
3.	Bellona Hospitality Services Ltd	Fellow Subsidiary

- b) The following transactions were carried out with the Related Parties in the ordinary course of business in the financial year under report:

Sr. No.	Nature of Transactions	Amount (Rs.) 2015-16	Amount (Rs.) 2014-15
<b>With Holding Company :</b>			
1	Loan Taken	1,26,83,121	-
2	Repayment of Loan	1,26,83,121	-
<b>With Fellow Subsidiary:</b>			
1.	CAM & Rent Share	72,37,817	-
5.	Reimbursement of Expenses	60,04,032	-



c) The following Balances were due from / to the related parties as on 31<sup>st</sup> March, 2016:

Sr. No.	Nature of Balances	Amount (Rs.) 2015-16	Amount (Rs.) 2014-15
1	<b>Of Fellow Subsidiary:</b> Sundry Creditors	60,06,790	-

**26. EARNING PER SHARE (EPS):**

Basic as well as Diluted - EPS	Amount (Rs.) 2015-16	Amount (Rs.) 2014-15
Nominal Value of Equity Shares	10/-	10/-
Profit (Loss) after Tax	(93,84,764)	(66,73,764)
Profit (Loss) attributable to Equity Shareholders	(93,84,764)	(66,73,764)
Weighted average number of equity shares	50,000	50,000
Basic and Diluted EPS (Rupees)	<b>(187.70)</b>	<b>(1.92)</b>

**27. DEFERRED TAX :**

In accordance with the Accounting Standard (AS) 22 "Accounting for Taxes on Income", the break up of the Net Deferred Tax Assets as on March 31, 2016 is as under:-

*(Amount in Rs.)*

Particulars	Deferred tax Asset/(Liability) as at April 1, 2015	Current Year (Charge)/ credit	Deferred tax Asset/(Liability) as at March 31, 2016
<u>Losses as per the Income Tax Act, 1961:</u>			
Business Loss	61,06,228	14,82,676	75,88,904
Depreciation	19,93,155	7,59,392	27,52,547
<b>Deferred Tax Assets [Net]</b>	<b>80,99,383</b>	<b>22,42,068</b>	<b>1,03,41,451</b>

**28. EMPLOYEE BENEFIT:**

a. Brief description of the defined benefit plans:

The Company provides gratuity benefit to its employees, which is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for leave encashment is recognized in the same manner as gratuity.

Leave encashment is payable to eligible employees who have earned leaves, during the employment and / or on separation as per the Company's policy.



b. Assumptions used by actuary for arriving at the value of benefits of leave encashments :

Particulars	2015-16	2014-15
Discount rate	7.90% pa	NA
Expected rate of salary increase	7.50% pa	NA
Withdrawal Rate	1.00% at all ages	NA
Mortality Pre-retirement	Indian Assured Lives (2006-08). Ult. Mortality Rates	NA
Retirement Age	60 years.	NA

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other supply and demand factors in the employment market.

c. The other disclosures are tabulated below:

Particulars	2015-16		2014-15	
	Gratuity (funded)	Leave Encashment (Unfunded)	Gratuity (funded)	Leave Encashment (Unfunded)
<b>Reconciliation of opening and closing balances of the defined benefit obligation:</b>				
Defined Benefit Obligation at the beginning of the year	NIL	NIL	NIL	NIL
Interest Cost	NIL	NIL	NIL	NIL
Current Service Cost	1,48,898	2,04,283	NIL	NIL
Benefits paid during the year	NIL	NIL	NIL	NIL
Actuarial (gain)/loss on Defined Benefit Obligation	NIL	NIL	NIL	NIL
Defined Benefit Obligation at the end of the year	1,48,898	2,04,283	NIL	NIL

Particulars	Gratuity (funded) 2015-16	Gratuity (funded) 2014-15
<b>Reconciliation of opening and closing balances of Plan Assets:</b>		
Plan Assets at the beginning of the year	NIL	NIL
Expected Return on plan assets	NIL	NIL
Contribution	NIL	NIL
Benefits paid during the year	NIL	NIL
Actuarial (gain)/loss on Plan Asset	NIL	NIL
Plan Assets at the end of the year	NIL	NIL



Amount to be recognized in Balance sheet:	2015-16		2014-15	
	Gratuity (funded)	Leave Encashment (Unfunded)	Gratuity (funded)	Leave Encashment (Unfunded)
Present value of Defined Benefit Obligation	1,48,898	2,04,283	NIL	NIL
Fair Value of plan assets at the end of the year	NIL	NIL	NIL	NIL
Amount recognized in Balance sheet	1,48,898	2,04,283	NIL	NIL

Amount to be recognized in Statement of Profit & Loss:	2015-16		2014-15	
	Gratuity (funded)	Leave Encashment (Unfunded)	Gratuity (funded)	Leave Encashment (Unfunded)
Current Service Cost	1,48,898	2,04,283	NIL	NIL
Interest cost on obligation	NIL	NIL	NIL	NIL
Expected Return on plan assets	NIL			NIL
Net Actuarial (gain)/loss recognized for the year	NIL	NIL	NIL	NIL
Expense recognized in the statement of Profit & Loss	1,48,898	2,04,283	NIL	NIL

Actual return on plan assets for the year:	Gratuity (funded) 2015-16	Gratuity (funded) 2014-15
Expected return on Plan Assets	-	-
Actuarial (gain)/loss on Plan Asset	-	-
Actual return on plan assets	-	-



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29. Figures of the previous year have been regrouped and/or recast wherever necessary to conform to this year's classification.

As per our Report of even date  
**For Shreyans S Jain & Associates**  
Chartered Accountants  
Firm Registration No:- 134565W

  
Shreyans S. Jain

Partner  
Membership No. 147097



Place: Mumbai  
Date : 13<sup>th</sup> May 2016

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


**Romil Ratra**  
Director  
Din No.06948396

**Harshal Vohra**  
Director  
Din No.06947197