**NOTICE OF THE UNSECURED CREDITORS (INCLUDING UNSECURED NON-CONVERTIBLE DEBENTURE HOLDERS) OF TATA REALTY AND INFRASTRUCTURE LIMITED (CONVENED PURSUANT TO THE DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH)**

| | |
|---|---|
| **Day** | Monday |
| **Date** | July 26, 2021 |
| **Time** | 12.00 Noon (IST) |
| **Mode of Meeting** | In view of the prevailing Covid-19 pandemic and related social distancing norms, the Hon'ble National Company Law Tribunal, Mumbai Bench has directed that the meeting of the Unsecured Creditors of Tata Realty and Infrastructure Limited be held through video conferencing or other audio-visual means. |




**TATA REALTY AND INFRASTRUCTURE LIMITED**

CIN: U70102MH2007PLC168300

E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033 India.

Tel. 91 22 6661 4444 Fax: 91 22 6661 4452 Website: www.tril.co.in

**BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH**
**CA (CAA) No. 702/MB/2019**
**FORM NO. CAA. 2**

[Pursuant to Section 230(5) of the Companies Act, 2013 and Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016]

In the matter of Companies Act, 2013;
And
In the matter of Application under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (as amended);
AND
In the matter of Scheme of Amalgamation of

1. MIA Infrastructure Private Limited
   And
2. Wellkept Facility Management Services Private Limited
   And
3. Acme Living Solutions Private Limited
   And
4. TRIF Gurgaon Housing Projects Private Limited,
   **……the Transferor Companies**

With

Tata Realty and Infrastructure Limited
**......the Transferee Company**

**Tata Realty and Infrastructure Limited** ]
A Company incorporated under the ]
Companies Act, 1956 and a public limited company
within the meaning of the Companies Act, 2013 and having its ]
Registered Office at E Block, Voltas ]
Premises, T B Kadam Marg, Chinchpokli, ]
Mumbai – 400033. ] **……. Third Applicant Company**

## TATA REALTY AND INFRASTRUCTURE LIMITED

**NOTICE OF THE UNSECURED CREDITORS (INCLUDING UNSECURED NON-CONVERTIBLE DEBENTURE HOLDERS) OF TATA REALTY AND INFRASTRUCTURE LIMITED (CONVENED PURSUANT TO THE DIRECTIONS OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH)**

To,
The Unsecured Creditors (including Unsecured Non-Convertible Debenture holders) of Tata Realty and Infrastructure Limited ("Third Applicant Company" or "the Company" or "Transferee Company")

Notice is hereby given that by order dated the 12th March, 2020 and 2nd November, 2020 ("Said Orders"), the Hon'ble National Company Law Tribunal, Mumbai Bench has directed a meeting, *inter alia,* of the Unsecured Creditors (including Unsecured Non-Convertible Debenture holders) of Tata Realty and Infrastructure Limited ("Tribunal Convened Meeting"), the Applicant Company, to be held for the purpose of considering, and if thought fit, approving, with or without modification, the proposed amended Scheme of Amalgamation proposed to be made between the Transferor Company and Transferee Company and their respective shareholders and creditors, Under Sections 230 to 232 read with other applicable provisions of the Companies Act, 2013 (as amended) ('the Act') and the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (as amended) (' the Rules').

In pursuance of the said orders and as directed therein, further notice is hereby given that a Tribunal Convened Meeting of the Unsecured Creditors (including Unsecured Non-Convertible Debenture holders) of the Transferee Company will be held through Video Conferencing or Other Audio-Visual Means ('VC or OAVM') on Monday, July 26, 2021 at 12.00 Noon, to consider, and, if thought fit, to pass the following Resolution for approval of the Scheme by requisite majority as prescribed under Section 230(1) read with Section 232(1) of the Act.

Copies of the said amended Scheme of Amalgamation, Explanatory Statement pursuant to Sections 102, 230(3) and 232(2) of the Act and Rule 6 of the Rules (as amended) in respect of business as set out below are annexed to this notice. A copy of this Notice together with the relevant documents will be made available on the website of the Company at www.tril.co.in under Investor Info and also on the website of the stock exchange, i.e., BSE Limited at www.bseindia.com, where Non-Convertible Debt Instruments of the Company are listed and also can be obtained free of charge at the registered office of the company or at the office of its advocates, Mr. Shankarlal Raheja, at D-87-88, Mulund Darshan CHS. Ltd., Near Jai Bharat High School, Mulund Colony, Mulund West, Mumbai – 400082.

The Hon'ble National Company Law Tribunal, Mumbai Bench has appointed Mr. Sanjay Dutt (DIN: 05251670), Managing Director & CEO of the Company, and failing him, Mr. Farokh Subedar (DIN: 00028428), Director, as Chairperson and Mr. D. A. Kamat, Proprietor of M/s. D. A. Kamat & Co. Practicing Company Secretary (ICSI Membership No: 3843, COP: 4965) as the Scrutinizer for the Tribunal Convened Meeting. The above-mentioned scheme of Amalgamation, if approved by the meeting, will be subject to the subsequent approval of the tribunal. The Authorised Representatives of the Company shall also attend the Tribunal Convened Meeting.

The Board of Directors of the Company, at its meeting held on 19th day of November, 2018, approved the Scheme of Amalgamation in the nature of Merger and subsequently at its meeting held on 13th January, 2021, approved the amended Scheme of Amalgamation, subject to the approval of the Equity Shareholders and Creditors of the company, as may be required, and subject to approval of the Hon'ble National Company Law Tribunal, Mumbai Bench.

TAKE NOTICE that the following Resolutions are proposed under Section 230(3) and other applicable provisions of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and the provisions of the Memorandum of Association and Articles of Association of the Company, for the purpose of considering, and, if thought ft, approving, the amended Scheme:

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 ('the Act') read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other applicable provisions, if any, of the Act, read with National Company Law Tribunal Rules, 2016, Circulars, Notifications, Clarifications, issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) as may be applicable and subject to the enabling provisions in the Memorandum and Articles of Association of the Company and subject to the approval of the Hon'ble National Company Law Tribunal ("NCLT"), Mumbai Bench and New Delhi Bench and such other approvals, permissions and sanctions of regulatory or Governmental and other authorities or Tribunal, as may be necessary, and subject to such conditions and modification(s) as may be prescribed or imposed by the Mumbai Bench and New Delhi Bench of the NCLT, or by any regulatory or other authorities or tribunal, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company, the proposed amended Scheme of Amalgamation of MIA Infrastructure Private Limited and Wellkept Facility Management Services Private Limited and Acme Living Solutions Private Limited and TRIF Gurgaon Housing Projects Private Limited with Tata Realty and Infrastructure Limited and their respective shareholders and creditors, placed before this meeting and initialed by the Chairperson of the meeting for the purpose of identification, be and is hereby approved with or without modification and for conditions, if any, which may be required and/or imposed and/or permitted by the Mumbai Bench and New Delhi Bench of the National Company Law Tribunal while sanctioning the Scheme and/or by any Governmental authority.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolutions and for removal of any difficulties or doubts, the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any committee or any person(s) which the Board may nominate or constitute or delegate) to exercise its powers, including the powers conferred under above resolutions, be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper and to settle any questions or difficulties that may arise with regard to the implementation of the above resolution, including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary to give effect to the above resolutions or to carry out such modifications / directions as may be ordered by the Mumbai Bench and New Delhi Bench of the National Company Law Tribunal to implement the aforesaid resolution."

SANJAY DUTT

Digitally signed by SANJAY DUTT
DN: c=IN, o=Personal, title=8914, pseudonym=1c0da66d42f921ebb0a7702f89820d72e2ad2309, 2.5.4.20=6caa8b9557c0492cf814ad2fe53a6d84b934062f549f367fbce62c82ab52047e, postalCode=400011, st=Maharashtra, serialNumber=ca319dc72b6207618cc9f0e335ed7d48511ccb873d4b44e60151651b5e8f8618, cn=SANJAY DUTT
Date: 2021.06.21 16:12:58 +05'30'

**Sanjay Dutt**
DIN: 05251670
Chairman appointed for the aforesaid Tribunal Convened Meeting

Date: June 21, 2021
Place: Mumbai

**Notes:**

1. In view of the global outbreak of the Covid-19 pandemic and related social distancing norms, to be followed and pursuant to the orders dated March 12, 2020 and November 2, 2020, in Company Application No. CA (CAA) No. 702/MB/2019 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), the meeting of the Unsecured Creditors (including unsecured debenture holders) of Tata Realty and Infrastructure Limited ("Tribunal Convened Meeting") is being convened on Monday, July 26, 2021 at 12:00 Noon (IST) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the Unsecured Creditors (including unsecured debenture holders) at a common venue, as per applicable procedure mentioned in the General Circular No. 14/ 2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, (collectively referred to as "MCA Circulars"), for the purpose of considering, and if thought fit, approving, with or without modification(s), the Scheme of Amalgamation between MIA Infrastructure Private Limited, Wellkept Facility Management Services Private Limited, Acme Living Solutions Private Limited and TRIF Gurgaon Housing Projects Private Limited ("Transferors Company") and Tata Realty and Infrastructure Limited ("Transferee Company") and their respective shareholders and creditors on a going concern basis, under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and rules framed thereunder ("Scheme").

2. The Explanatory Statement, in terms of requirement of provisions of under Sections 230, 232 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (as amended) to the Tribunal Convened Meeting, is annexed with the Notice.

3. The voting rights of Unsecured Creditors (including unsecured debenture holders) shall be in proportion to their outstanding amount as per the books of accounts of the Transferee Company as on February 28, 2021, being the cut-off date ("Cut-off Date").

4. Since this Tribunal Convened Meeting is being held in compliance with the MCA Circulars through VC or OAVM, therefore the requirement of physical attendance of the Unsecured Creditors (including unsecured debenture holders) has been dispensed with. Accordingly, in terms of MCA Circulars, the facility for appointment of proxies by the Unsecured Creditors (including unsecured debenture holder) under Sections 113 and 230 and any other applicable sections of the Act, will not be available for this Tribunal Convened Meeting and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.

   However, the authorised representatives of the Unsecured Creditors (including unsecured debenture holders) may be appointed to attend the Tribunal Convened Meeting and may cast their votes during the Tribunal Convened Meeting, are required to send a scanned copy (PDF / JPG format) of the certified copy of Board or governing body Resolution / Authorization Letter / Power of Attorney issued by the Board of Directors along with a specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Company at trilsec@tatarealty.in, authorising them to attend and vote through VC or OAVM on their behalf at the Tribunal Convened Meeting.

5. The Tribunal has appointed Mr. Sanjay Dutt (DIN: 05251670), Managing Director & CEO of the Transferee Company and failing him, Mr. Farokh Subedar (DIN: 00028428), Director to act as the Chairman of the Tribunal Convened Meeting including any adjournment(s) thereof.

6. The Unsecured Creditors (including unsecured debenture holders) can join this Tribunal Convened Meeting through VC or OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned hereinbelow.

7. Necessary link to attend the Tribunal Convened Meeting of the Company shall be provided through e-mail at the registered e-mail address of the Unsecured Creditors (including unsecured debenture holders) / at the e-mail address of the Authorized Representative updated with the Company, as the case may be. The said link would facilitate them to attend the Tribunal Convened Meeting through VC or OAVM. The Unsecured Creditors (including unsecured debenture holders) will be required to use Internet with a good speed to avoid any disturbance during the Tribunal Convened Meeting.

8. In terms of the directions contained in the Order dated March 12, 2020, the quorum for the Tribunal Convened Meeting shall be in terms of Section 103 of the Act. Accordingly, the attendance of the Unsecured Creditors (including unsecured debenture holders) attending the Tribunal Convened Meeting through VC or OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   The Chairman may decide to conduct vote on proposed Resolution by show of hands, unless demand for a poll is made by any Unsecured Creditors (including unsecured debenture holders) in accordance with Section 109 of the Act.

9. In terms of Sections 230 to 232 of the Act, the Scheme shall be considered approved by the unsecured creditors of the Company, if the resolution mentioned above in the Notice has been approved at the Meeting by a majority of unsecured creditors with three fourth of the value in rupees.

10. In line with the MCA Circulars, the Notice of the Tribunal Convened Meeting together with relevant documents are being sent only through electronic mode to those Unsecured Creditors (including unsecured debenture holders), whose name is appearing in the list of Creditors of the Company as on February 28, 2021 and whose e-mail addresses are also registered with the Company or Depository Participants (DPs).

    Any person / entity who is not an Unsecured Creditors (including unsecured debenture holders) as on the date referred above, should treat this notice for information purposes only and will not be entitled to attend and/or vote at the Tribunal Convened Meeting.

    The Unsecured Creditors (including unsecured debenture holders) may note that this Notice together with the relevant documents will be made available on the website of the Company at www.tril.co.in under Investor Info and also on the website of the stock exchange, i.e., BSE Limited at www.bseindia.com, where Non-Convertible Debt Instruments of the Company are listed.

11. The Unsecured Creditors (including unsecured debenture holder), who need assistance in connection with using the technology before or during the Tribunal Convened Meeting, may reach out to the Company officials at e-mail id: trilsec@tatarealty.in or Mobile: +91 8898778859.

12. The Unsecured Creditors (including unsecured debenture holder), who would like to express their views or ask questions with regard to the resolution to be placed at the Tribunal Convened Meeting, may raise the same at the meeting or send an e-mail to trilsec@tatarealty.in in advance (mentioning their name, type of creditor, demat account number, PAN, vendor code and other credentials, if any), at least 3 days prior to the date of the Tribunal Convened Meeting. Such questions by the Unsecured Creditors (including

unsecured debenture holder) shall be taken up during the Tribunal Convened Meeting and replied by the Company suitably.

13. All documents referred to in the Notice and the Explanatory Statement shall be made available for inspection by the Unsecured Creditors (including unsecured debenture holders) of the Company, without payment of fees upto and including the date of Tribunal Convened Meeting. The Unsecured Creditors (including unsecured debenture holder), who wish to inspect the relevant documents referred to in the Notice can send an e-mail to trilsec@tatarealty.in from their registered e-mail addresses (mentioning their name, type of creditor, demat account number, PAN, vendor code and other credentials, if any) up to the conclusion of this Tribunal Convened Meeting.

14. The Tribunal has appointed M/s. D. A. Kamat & Co, Practicing Company Secretary, as the Scrutinizer to scrutinize the voting process undertaken by the Chairman at the Tribunal Convened Meeting. The Scrutinizer will submit his report to the Chairman of the Tribunal Convened Meeting after completion of the scrutiny of the votes cast by the Unsecured Creditors (including unsecured debenture holders) of the Company, in a fair and transparent manner. The Scrutinizers decision on the validity of the vote(s) shall be final and binding.

15. The Results shall be declared by the Chairman of the Tribunal Convened Meeting or a person authorized by him not later than 48 (forty-eight) hours of the conclusion of the Meeting, upon receipt of Scrutinizer's Report. The declared Results along with the report of the Scrutinizer shall be placed on the website of the Company at www.tril.co.in under Investor Info and on the notice board of the Company and also on the website of the stock exchange, i.e., BSE Limited at www.bseindia.com, where Non-Convertible Debt Instruments of the Company are listed.

16. The Scheme of Amalgamation, if approved at the Tribunal Convened Meeting, will be subject to the approval of the NCLT and any such other approvals as may be required, if any.

**<u>Explanatory Statement to the Notice of the Meeting of Unsecured Creditors of Tata Realty and Infrastructure Limited under 102 read with Sections 230 to 232 of Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 as per the directions of Hon'ble National Company Law Tribunal, Mumbai Bench</u>**

1. Pursuant to the Order dated 12th March, 2020 and 2nd November, 2020 passed by the Mumbai Bench of the National Company Law Tribunal (NCLT), in the Company Application Number 702 of 2019 (CA(CAA) No. 702/MB/2019 ) (Order), a meeting of the Unsecured Creditors of the Company ('Tribunal Convened Meeting'), is being convened on Monday, July 26, 2021 at 12.00 Noon for the purpose of considering and, if thought fit, approving with or without modification(s), the proposed amended Scheme of Amalgamation of MIA Infrastructure Private Limited and Wellkept Facility Management Services Private Limited and Acme Living Solutions Private Limited and TRIF Gurgaon Housing Projects Private Limited with Tata Realty and Infrastructure Limited and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 ("Act") (including any statutory modification or re-enactment or amendment thereof) read with the rules issued thereunder.

   Subsequent to the filing of Scheme with NCLT, the Board of Directors vide its meeting dated 14th August, 2018 has changed the registered office of the Company Elphinstone Building, 2nd Floor, 10, Veer Nariman Road, Fort, Mumbai – 400001 to E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400033, with effect from 16th January, 2019. Further, the Board of Directors of the Company vide its meeting dated 23rd September, 2019 and 9th April, 2020 has increased the Authorised and Paid-up Share Capital respectively. Therefore, the amended Scheme is attached herewith.

   The other definition mentioned in the scheme shall also applicable to the explanatory statement.

2. The Authorized, Issued, Subscribed and Paid-up share capital of MIA Infrastructure Private Limited **<u>First Transferor Company</u>** as on date is as under:

| **Particulars** | **Amount in Rs.** |
|---|---|
| **Authorised Capital** | |
| 28,00,000 Equity Shares of Rs. 10 each | 2,80,00,000 |
| **Total** | **2,80,00,000** |
| **Issued, Subscribed and Paid-up Capital** | |
| 27,70,000 Equity Shares of Rs. 10 each | 2,77,00,000 |
| **Total** | **2,77,00,000** |

3. The Authorized, Issued, Subscribed and Paid-up share capital of Wellkept Facility Management Services Private Limited, **<u>Second Transferor Company</u>** as on date is as under:

| **Particulars** | **Amount in Rs.** |
|---|---|
| **Authorised Capital** | |
| 10,00,000 Equity Shares of Rs. 10 each | 1,00,00,000 |
| **Total** | **1,00,00,000** |
| **Issued, Subscribed and Paid-up Capital** | |
| 4,00,000 Equity Shares of Rs. 10 each | 40,00,000 |
| **Total** | **40,00,000** |

4. The Authorized, Issued, Subscribed and Paid-up share capital of Acme Living Solutions Private Limited, **Third Transferor Company** as on date is as under:

| **Particulars** | **Amount in Rs.** |
|---|---|
| **Authorised Capital** | |
| 50,000 Equity Shares of Rs. 10 each | 5,00,000 |
| **Total** | **5,00,000** |
| **Issued, Subscribed and Paid-up Capital** | |
| 50,000 Equity Shares of Rs. 10 each | 5,00,000 |
| **Total** | **5,00,000** |

5. The Authorized, Issued, Subscribed and Paid-up share capital of TRIF Gurgaon Housing Projects Private Limited, **Fourth Transferor Company** as on date is as under:

| **Particulars** | **Amount in Rs.** |
|---|---|
| **Authorised Capital** | |
| 50,000 Equity Shares of Rs. 10 each | 5,00,000 |
| **Total** | **5,00,000** |
| **Issued, Subscribed and Paid-up Capital** | |
| 50,000 Equity Shares of Rs. 10 each | 5,00,000 |
| **Total** | **5,00,000** |

6. The Authorized, Issued, Subscribed and Paid-up share capital of TATA Realty and Infrastructure Limited the **Transferee Company** as on date is as under:

| **Particulars** | **Amount in Rs.** |
|---|---|
| **Authorised Capital** | |
| 8,00,00,00,000 Equity Shares of Rs. 10 each | 80,00,00,00,000 |
| **Total** | **80,00,00,00,000** |
| **Issued, Subscribed and Paid-up Capital** | |
| 1,61,73,07,692 Equity Shares of Rs. 10 each | 16,17,30,76,920 |
| **Total** | **16,17,30,76,920** |

7. Names of the directors of the **Transferor Companies** along with their addresses:

| MIA INFRASTRUCTURE PRIVATE LIMITED<br>CIN:U74900MH2014PTC252385 (First Transferor Company) | | | |
|---|---|---|---|
| Sr. No. | DIN | Name | Address |
| 1 | 00047995 | Ritesh Narendrabhai Kamdar | 704, Gaurav Jhankar CHSL, Gaurav Zankar Bundurpakhadi Road, Gaurav Garden, Kandi vali (West Mumbai - 400 067 |
| 2 | 08049549 | Santosh Sitaram Mhadgut | Near Western Express Highway, Room No. 40, Building No 1, Teachers Colony, Bandra ( East) Mumbai - 400 051 |

| WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED<br>CIN: U93000MH2008PTC177346 (Second Transferor Company) | | | |
|---|---|---|---|
| Sr. No. | DIN | Name | Address |
| 1 | 00047995 | Ritesh Narendrabhai Kamdar | 704, Gaurav Jhankar CHSL, Gaurav Zankar Bundurpakhadi Road, Gaurav Garden, Kandi vali (West Mumbai - 400 067 |
| 2 | 03081163 | Sunil Bharat Dhagat | B-1002, Iraisaa Chs Ltd, 10th Floor, Sector 19 Plot No. 1, Sanpada, Navi Mumbai – 400 705 |
| 3 | 07997663 | Amit Bhupendrakumar Sheth | B/7, Adinath Apt, Sai Baba Nagar, Near J.B. Khot School, Borivali West, Mumbai 400 092. |

| ACME LIVING SOLUTIONS PRIVATE LIMITED<br>CIN: U45209DL2008PTC178023 (Third Transferor Company) | | | |
|---|---|---|---|
| Sr. No. | DIN | Name | Address |
| 1 | 03081163 | Sunil Bharat Dhagat | B-1002, Iraisaa Chs Ltd, 10th Floor, Sector 19 Plot No. 1, Sanpada, Navi Mumbai – 400 705 |
| 2 | 06967259 | Vaidehi Saiprasad Modi | Flat Np. 501, Western Palace Chs Ltd, Near Yogi Nagar, Link Road, Borilvi West , Mumbai 400 091. |
| 3 | 00047995 | Ritesh Narendrabhai Kamdar | 704, Gaurav Jhankar CHSL, Gaurav Zankar Bundurpakhadi Road, Gaurav Garden, Kandi vali (West) Mumbai 400067 |

| TRIF GURGAON HOUSING PROJECTS PRIVATE LIMITED<br>CIN: U74900DL2009PTC188404 (Fourth Transferor Company) | | | |
|---|---|---|---|
| Sr. No. | DIN | Name | Address |
| 1 | 07997663 | Amit Bhupendrakumar Sheth | B/7, Adinath Apt, Sai Baba Nagar, Near J.B. Khot School, Borivali West, Mumbai – 400 092. |
| 2 | 08049549 | Santosh Sitaram Mhadgut | Near Western Express Highway, Room No. 40, Building No 1, Teachers Colony, Bandra (East) Mumbai – 400 051. |
| 3 | 00047995 | Ritesh Narendrabhai Kamdar | 704, Gaurav Jhankar CHSL, Gaurav Zankar Bundurpakhadi Road, Gaurav Garden, Kandi vali (West) Mumbai 400067 |

8. Names of the directors and Key Managerial Personnel ("KMP") of **the Transferee Company** along with their addresses:

| TATA Realty and Infrastructure Limited<br>CIN U70102MH2007PLC168300<br>(the Transferee Company) | | | | |
|---|---|---|---|---|
| Sr. No. | DIN/PAN | Name | Designation | Address |
| 1 | 05251670 | Sanjay Bhupender Dutt | Managing Director and CEO(KMP) | Vivarea Residencies, B-1102, 11th Floor, Sane Guruji Marg, Mahalaxmi, Mumbai -400 011 |
| 2 | 00057333 | Rajiv Sabharwal | Director | C / 183, Kalpataru Sparkle, N. Dharmadhikari Road, Gandhinagar, Ban dra East, Mumbai 400051 |
| 3 | 00120029 | Banmali Agrawala | Director | Ashford Apartment, Flat No.03, 3rd Floor, 1/26A Ridge Road, Malabar Hill Mumbai 400006 |
| 4 | 00028428 | Farokh Nariman Subedar | Director | 1, Wadia Building, 6 Babulnath Road, Mumbai 400007 |
| 5 | AAIPS2689D | Sanjay Sharma | CFO(KMP) | B 1501, Ashok Towers, Dr. B. A. Road, Parel, Mumbai 400012 |
| 6 | AALPS9504Q | Sudhakar Hiriyanna Shetty | Company Secretary | 1203, Rustomjee Ozone Tower 1, off S V Road, Goregaon West, Mumbai-400062 |

9. The details of MIA Infrastructure Private Limited **(First Transferor Company)**:

| **Particulars** | **First Transferor Company** |
|---|---|
| Corporate Identification Number (CIN) | U74900MH2014PTC252385 |
| Permanent Account Number (PAN) | AAJCM4215B |
| Name of the company | MIA Infrastructure Private Limited |
| Date of Incorporation | 22/01/2014 |
| Type of the company | Private Company |
| Registered office address | E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400 033. |
| e-mail address | trilsec@tatarealty.in |
| Summary of main object as per the memorandum of association and main business carried on by the company | Engaged in the business of development of infrastructure facilities including allied/incidental services related to infrastructure business. |

| | |
|---|---|
| Details of change of name, registered office and objects of the company during the last five years | There is no change of name and objects of the Company during last five years. However, the registered office of the Company has been shifted from Elphinstone Building, 2nd Floor, 10, Veer Nariman Road, Fort, Mumbai – 400001 to E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400033, with effect from January 16, 2019. |
| Details of the capital structure of the company including authorised, issued, subscribed and paid up Share Capital | As per para 2 of the Explanatory Statement |
| Names of the promoters and directors along with their addresses | Promoter- Tata Realty and Infrastructure Limited<br>Registered office: E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai- 400033<br>Director- As per para 7 of the Explanatory Statement |
| The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution | 2nd January, 2019 and 20th January, 2021<br><br>The meeting was attended by all the Directors (list of directors is as mentioned Above in para 7 of Explanatory Statement and the resolution was passed unanimously. |
| *Explanatory Statement disclosing details of the scheme of compromise or arrangement including:-* | |

| | |
|---|---|
| Parties involved in such compromise or arrangement | **"Transferor Companies"**<br><br>1. MIA Infrastructure Private Limited,<br><br>2. Wellkept Facility Management Services Private Limited,<br><br>3. Acme Living Solutions Private Limited; and<br><br>4. TRIF Gurgaon Housing Projects Private Limited<br><br>**"Transferee Company"**<br><br>TATA Realty and Infrastructure Limited<br><br>The Transferor Companies are Wholly Owned Subsidiaries of Transferee Company. |
| Appointed Date | 1st April, 2019 |

| | |
|---|---|
| Effective Date | means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sanctioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the Transferee Company. Any reference to this scheme to the date of "coming into effect of this scheme" or "effective date of this scheme" or scheme taking effect, shall means the effective date; |
| Share Exchange Ratio and other considerations, if any | the entire issued, subscribed and paid-up share capital of the Transferor Companies is held by the Transferee Company along with its nominee. Hence, there is no share exchange ratio involved in the scheme. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of its holding in the Transferor Companies and the share capital of the Transferor Companies shall stand cancelled. |

| | |
|---|---|
| Summary of Valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at registered office of the Company. | As mentioned above, Transferor companies are the wholly owned subsidiaries of Transferee company and no shares being issued by transferee company to the members of the transferor company, Therefore, no valuation is required to be done. |
| Details of capital or debt restructuring | The Scheme does not involve any capital or debt restructuring. |
| Rationale for the compromise or arrangement | Refer Point 3 of the Scheme. |
| Benefits of the compromise or arrangement as perceived by the Board of directors to the company, members, creditors and others. | Refer Point 3 of the Scheme. |
| Amount due to unsecured creditors as on 30th November, 2018<br><br>Amount due to unsecured creditors as on 28th February, 2021 | Rs. 40,16,290/-<br><br>Rs. 0/- |
| *Disclosure about effect of the compromise or arrangement on:* | |
| Key Managerial personnel (KMP) | No Effect |
| KMP (other than Directors) | No Effect as there is no KMP. |

<table>
<tr><td>Directors</td><td>As the Transferor Companies are ceased to exist, the question of any change in the director does not arise.</td></tr>
<tr><td>Promoters</td><td>TATA Realty and Infrastructure Limited</td></tr>
<tr><td>Non-promoter members</td><td>Nil</td></tr>
<tr><td>Depositors</td><td>Not applicable</td></tr>
<tr><td>Creditors</td><td>Creditors, if any, shall become the creditors of the Transferee Company and paid off in the ordinary course of business. No Effect</td></tr>
<tr><td>Debenture holders</td><td>- Not applicable</td></tr>
<tr><td>Deposit trustee & Debenture Trustee</td><td>- Not applicable</td></tr>
<tr><td>Employees of the company</td><td>No Effect</td></tr>
<tr><td colspan="2">Disclosure about effect of compromise or arrangement on material interest of Directors, Key Managerial Personnel (KMP)and debenture trustee:</td></tr>
<tr><td>Directors</td><td>Nil</td></tr>
<tr><td>Key Managerial personnel (KMP)</td><td>-Not applicable</td></tr>
<tr><td>Debenture Trustee</td><td>Not applicable</td></tr>
<tr><td>Investigation or proceedings, if any, pending against the company under the Act</td><td>- Nil</td></tr>
<tr><td colspan="2">In addition to the documents annexed hereto, the copies of the following documents will be open for inspection at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m. on all working days, except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the Tribunal Convened Meeting'.<br><br>I. Copies of the latest audited financial statements of Applicant Company.<br>II. Copy of the order of Tribunal dated 12th March, 2020 and 2nd November, 2020.<br>III. Copy of Scheme of Compromise or Arrangement.<br>IV. Memorandum and Articles of Association of the Applicant Company.<br>V. The certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.<br>VI. Form No. GNL-1 filed by the Applicant Company with the Ministry of Corporate Affairs, evidencing filing of the scheme.<br>VII. Register of Directors and key Managerial Personnel and their Shareholding.</td></tr>
<tr><td>A statement to the effect that the persons to whom the notice issued may vote in the meeting either in person or through Authorised Representative.</td><td>The person to whom this notice is sent may vote in the meeting either in person or through Authorised Representative.</td></tr>
</table>

10. The details of Wellkept Facility Management Services Private Limited **(Second Transferor Company)**:

| **Particulars** | **Second Transferor Company** |
|---|---|
| Corporate Identification Number (CIN) | U93000MH2008PTC177346 |
| Permanent Account Number (PAN) | AACCT8259R |
| Name of the company | Wellkept Facility Management Services Private Limited |
| Date of Incorporation | 04/01/2008 |
| Type of the company | Private Company |
| Registered office address | E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400 033. |
| e-mail address | trilsec@tatarealty.in |
| Summary of main object as per the memorandum of association and main business carried on by the company | Engaged in the business of real estate including allied/incidental services related to infrastructure business. |
| Details of change of name, registered office and objects of the company during the last five years | There is no change of name and objects of the Company during last five years. However, the registered office of the Company has been shifted from Elphinstone Building, 2nd Floor, 10, Veer Nariman Road, Fort, Mumbai – 400001 to E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400033, with effect from January 16, 2019. |
| Details of the capital structure of the company including authorised, issued, subscribed and paid up Share Capital | As per para 3 of the Explanatory Statement |
| Names of the promoters and directors along with their addresses | Promoter- Tata Realty and Infrastructure Limited<br>Registered office: E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai- 400033<br>Director- As per para 7 of the Explanatory Statement |
| The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution | 2nd January, 2019 and 20th January, 2021<br><br>The meeting was attended by all the Directors (list of directors is as mentioned Above in para 7 of Explanatory Statement and the resolution was passed unanimously. |
| *Explanatory Statement disclosing details of the scheme of compromise or arrangement including:-* | |
| Parties involved in such compromise or arrangement | **"Transferor Companies"**<br><br>1. MIA Infrastructure Private Limited, |

| | |
|---|---|
| | 2. Wellkept Facility Management Services Private Limited,<br><br>3. Acme Living Solutions Private Limited And<br><br>4. TRIF Gurgaon Housing Projects Private Limited<br><br>**"Transferee Company"**<br><br>TATA Realty and Infrastructure Limited<br><br>The Transferor Companies are Wholly Owned Subsidiaries of Transferee Company |
| Appointed Date | $1^{st}$ April, 2019 |
| Effective Date | means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sectioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the Transferee Company. Any reference to this scheme to the date of "coming into effect of this scheme" or "effective date of this scheme" or scheme taking effect, shall means the effective date; |
| Share Exchange Ratio and other considerations, if any | The entire issued, subscribed and paid-up share capital of the Transferor Companies is held by the Transferee Company along with its nominee. So there is no share exchange ratio involved in the scheme. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of its holding in the Transferor Companies and the share capital of the Transferor Companies shall stand cancelled. |
| Summary of Valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at registered office of the Company. | As mentioned above, Transferor companies are the wholly owned subsidiaries of Transferee company and no shares being issued by transferee company to the members of the transferor company, Therefore, no valuation is required to be done. |
| Details of capital or debt restructuring | The Scheme does not involve any capital or debt restructuring. |
| Rationale for the compromise or arrangement | Refer Point 3 of the Scheme. |
| Benefits of the compromise or arrangement as perceived by the Board of directors to the company, members, creditors and others. | Refer Point 3 of the Scheme. |

| | |
|---|---|
| Amount due to unsecured creditors as on 30th November, 2018<br><br>Amount due to unsecured creditors as on 28th February, 2021 | Rs. 1,212/-<br><br>Rs. 0/- |
| *Disclosure about effect of the compromise or arrangement on:* | |
| Key Managerial personnel | No Effect |
| (KMP) (other than Directors) | No Effect as there is no KMP. |
| Directors | As the Transferor Companies are ceased to exist, the question of any change in the director does not arise. |
| Promoters | TATA Realty and Infrastructure Limited |
| Non-promoter members | Nil |
| Depositors | Not applicable |
| Creditors | Creditors, if any, shall become the creditors of the Transferee Company and paid off in the ordinary course of business. No Effect |
| Debenture holders | - Not applicable |
| Deposit trustee & Debenture Trustee | - Not applicable |
| Employees of the company | No Effect |
| *Disclosure about effect of compromise or arrangement on material interest of Directors, Key Managerial Personnel (KMP)and debenture trustee:* | |
| Directors | Nil |
| Key Managerial personnel (KMP) | -Not applicable |
| Debenture Trustee | Not applicable |
| Investigation or proceedings, if<br>any, pending against the company under the Act | - Nil |
| In addition to the documents annexed hereto, the copies of the following documents will be open for inspection at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m. on all working days, except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the Tribunal Convened Meeting'.<br><br>I. Copies of the latest audited financial statements of Applicant Company.<br>II. Copy of the order of Tribunal dated 12th March, 2020 and 2nd November, 2020.<br>III. Copy of Scheme of Compromise or Arrangement.<br>IV. Memorandum and Articles of Association of the Applicant Company.<br>V. The certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.<br>VI. Form No. GNL-1 filed by the Applicant Company with the Ministry of Corporate Affairs, evidencing filing of the scheme.<br>*VII.* Register of Directors and key Managerial Personnel and their Shareholding. | |
| A statement to the effect that the persons to whom the notice issued may vote in the meeting either in person or through Authorised Representative. | The person to whom this notice is sent may vote in the meeting either in person or through Authorised Representative. |

11. The details of Acme Living Solutions Private Limited **(Third Transferor Company)**:

| **Particulars** | **Third Transferor Company** |
|---|---|
| Corporate Identification Number (CIN) | U45209DL2008PTC178023 |
| Permanent Account Number (PAN) | AACCT8259R |
| Name of the company | Acme Living Solutions Private Limited |
| Date of Incorporation | 13/05/2008 |
| Type of the company | Private Company |
| Registered office address | C/O Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor, 124, Connaught Circus, New Delhi - 110001. |
| e-mail address | trilsec@tatarealty.in |
| Summary of main object as per the memorandum of association and main business carried on by the company | Engaged in the business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business. |
| Details of change of name, registered office and objects of the company during the last five years | There is no change of name, registered office and objects of the Company during last five years. |
| Details of the capital structure of the company including authorised, issued, subscribed and paid up Share Capital | As per para 4 of the Explanatory Statement |
| Names of the promoters and directors along with their addresses | Promoter- Tata Realty and Infrastructure Limited<br>Registered office: E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai- 400033<br>Director- As per para 7 of the Explanatory Statement |
| The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution | 2nd January, 2019 and 20th January, 2021<br><br>The meeting was attended by all the Directors (list of directors is as mentioned Above in para 7 of Explanatory Statement and the resolution was passed unanimously. |
| *Explanatory Statement disclosing details of the scheme of compromise or arrangement including:-* | |
| Parties involved in such compromise or arrangement | **"Transferor Companies"**<br><br>1. MIA Infrastructure Private Limited,<br><br>2. Wellkept Facility Management Services Private Limited, |

| | |
|---|---|
| | 3. Acme Living Solutions Private Limited And<br><br>4. TRIF Gurgaon Housing Projects Private Limited<br><br>**"Transferee Company"**<br><br>TATA Realty and Infrastructure Limited<br><br>The Transferor Companies are Wholly Owned Subsidiaries of Transferee Company |
| Appointed Date | $1^{st}$ April, 2019 |
| Effective Date | means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sectioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the Transferee Company. Any reference to this scheme to the date of "coming into effect of this scheme" or "effective date of this scheme" or scheme taking effect, shall means the effective date; |
| Share Exchange Ratio and other considerations, if any | The entire issued, subscribed and paid-up share capital of the Transferor Companies is held by the Transferee Company along with its nominee. So there is no share exchange ratio involved in the scheme. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of its holding in the Transferor Companies and the share capital of the Transferor Companies shall stand cancelled. |
| Summary of Valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at registered office of the Company. | As mentioned above, Transferor companies are the wholly owned subsidiaries of Transferee company and no shares being issued by transferee company to the members of the transferor company, Therefore, no valuation is required to be done. |
| Details of capital or debt restructuring | The Scheme does not involve any capital or debt restructuring. |
| Rationale for the compromise or arrangement | Refer Point 3 of the Scheme. |
| Benefits of the compromise or arrangement as perceived by the Board of directors to the company, members, creditors and others. | Refer Point 3 of the Scheme. |
| Amount due to unsecured creditors as on $30^{th}$ November, 2018 | Rs. 54,000/- |

| | |
|---|---|
| Amount due to unsecured creditors as on 28th February, 2021 | Rs. 0/- |
| *Disclosure about effect of the compromise or arrangement on:* | |
| Key Managerial personnel | No Effect |
| (KMP) (other than Directors) | No Effect as there is no KMP. |
| Directors | As the Transferor Companies are ceased to exist, the question of any change in the director does not arise. |
| Promoters | TATA Realty and Infrastructure Limited |
| Non-promoter members | Nil |
| Depositors | Nil |
| Creditors | Creditors, if any, shall become the creditors of the Transferee Company and paid off in the ordinary course of business. No Effect |
| Debenture holders | -Nil |
| Deposit trustee & Debenture Trustee | -Nil |
| Employees of the company | No Effect |
| *Disclosure about effect of compromise or arrangement on material interest of Directors, Key Managerial Personnel (KMP)and debenture trustee:* | |
| Directors | Nil |
| Key Managerial personnel (KMP) | -Not applicable |
| Debenture Trustee | Not applicable |
| Investigation or proceedings, if<br>any, pending against the company under the Act | - Nil |
| In addition to the documents annexed hereto, the copies of the following documents will be open for inspection at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m. on all working days, except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the Tribunal Convened Meeting'.<br><br>I. Copies of the latest audited financial statements of Applicant Company.<br>II. Copy of the order of Tribunal dated 12th March, 2020 and 2nd November, 2020.<br>III. Copy of Scheme of Compromise or Arrangement.<br>IV. Memorandum and Articles of Association of the Applicant Company.<br>V. The certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.<br>VI. Form No. GNL-1 filed by the Applicant Company with the Ministry of Corporate Affairs, evidencing filing of the scheme.<br>*VII.* Register of Directors and key Managerial Personnel and their Shareholding. | |
| Details of approvals, sanctions or no-objection(s), if any, from regulatory or any other governmental authorities required, received or pending for the proposed scheme of compromise or arrangement | The Company had filed a joint application before the National Company Law Tribunal, New Delhi on March 29, 2019. The National Company Law Tribunal, New Delhi had granted dispensation from holding meetings of the shareholders and creditors vide order dated December 17, 2019.<br><br>The Company is not registered with any sectoral regulators and as such no specific approval is required to be obtained from any sectoral regulator. |

| | |
|---|---|
| | In compliance with the Directions of the National Company Law Tribunal, New Delhi. The Company has served notice of the application with the Registrar of Companies, Regional Director, Income Tax Authority and Official Liquidator. The observation, received or to be received is being/ will be addressed by the Company in due time.<br><br>Form GNL 1 filed by Company with Registrar of Companies evidencing filing of scheme |
| A statement to the effect that the persons to whom the notice issued may vote in the meeting either in person or through Authorised Representative. | The person to whom this notice is sent may vote in the meeting either in person or through Authorised Representative. |

12. The details of TRIF Gurgaon Housing Projects Private Limited **(Fourth Transferor Company)**:

| **Particulars** | **Fourth Transferor Company** |
|---|---|
| Corporate Identification Number (CIN) | U74900DL2009PTC188404 |
| Permanent Account Number (PAN) | AADCT1808K |
| Name of the company | TRIF Gurgaon Housing Projects Private Limited |
| Date of Incorporation | 13/03/2009 |
| Type of the company | Private Company |
| Registered office address | C/O Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor, 124, Connaught Circus, New Delhi - 110001. |
| e-mail address | trilsec@tatarealty.in |
| Summary of main object as per the memorandum of association and main business carried on by the company | Engaged in the Business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business |
| Details of change of name, registered office and objects of the company during the last five years | There is no change of name, registered office and objects of the Company during last five years. |
| Details of the capital structure of the company including authorised, issued, subscribed and paid up Share Capital | As per para 5 of the Explanatory Statement |
| Names of the promoters and directors along with their addresses | Promoter- Tata Realty and Infrastructure Limited<br>Registered office: E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai- 400033<br>Director- As per para 7 of the Explanatory Statement |

| | |
|---|---|
| The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution | 2nd January, 2019 and 20th January, 2021<br><br>The meeting was attended by all the Directors (list of directors is as mentioned Above in para 7 of Explanatory Statement and the resolution was passed unanimously. |
| *Explanatory Statement disclosing details of the scheme of compromise or arrangement including:-* | |
| Parties involved in such compromise or arrangement | **"Transferor Companies"**<br><br>1. MIA Infrastructure Private Limited,<br><br>2. Wellkept Facility Management Services Private Limited,<br><br>3. Acme Living Solutions Private Limited And<br><br>4. TRIF Gurgaon Housing Projects Private Limited<br><br>**"Transferee Company"**<br><br>TATA Realty and Infrastructure Limited<br><br>The Transferor Companies are Wholly Owned Subsidiaries of Transferee Company |
| Appointed Date | 1st April, 2019 |
| Effective Date | means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sectioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the Transferee Company. Any reference to this scheme to the date of "coming into effect of this scheme" or "effective date of this scheme" or scheme taking effect, shall means the effective date; |
| Share Exchange Ratio and other considerations, if any | The entire issued, subscribed and paid-up share capital of the Transferor Companies is held by the Transferee Company along with its nominee. So there is no share exchange ratio involved in the scheme. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of its holding in the Transferor Companies and the share capital of the Transferor Companies shall stand cancelled. |
| Summary of Valuation report (if applicable) including basis of valuation and fairness opinion of the registered | As mentioned above, Transferor companies are the wholly owned subsidiaries of Transferee company and no shares being issued by transferee company to the |

| | |
|---|---|
| valuer, if any, and the declaration that the valuation report is available for inspection at registered office of the Company. | members of the transferor company, Therefore, no valuation is required to be done. |
| Details of capital or debt restructuring | The Scheme does not involve any capital or debt restructuring. |
| Rationale for the compromise or arrangement | Refer Point 3 of the Scheme. |
| Benefits of the compromise or arrangement as perceived by the Board of directors to the company, members, creditors and others. | Refer Point 3 of the Scheme. |
| Amount due to unsecured creditors as on 30th November, 2018<br><br>Amount due to unsecured creditors as on 28th February, 2021 | Rs. 54,000/-<br><br>Rs. 0/- |
| *Disclosure about effect of the compromise or arrangement on:* | |
| Key Managerial personnel | No Effect |
| (KMP) (other than Directors) | No Effect as there is no KMP. |
| Directors | As the Transferor Companies are ceased to exist, the question of any change in the director does not arise. |
| Promoters | TATA Realty and Infrastructure Limited |
| Non-promoter members | Nil |
| Depositors | Nil |
| Creditors | Creditors, if any, shall become the creditors of the Transferee Company and paid off in the ordinary course of business. No Effect |
| Debenture holders | -Nil |
| Deposit trustee & Debenture Trustee | -Nil |
| Employees of the company | No Effect |
| *Disclosure about effect of compromise or arrangement on material interest of Directors, Key Managerial Personnel (KMP)and debenture trustee:* | |
| Directors | Nil |
| Key Managerial personnel (KMP) | -Not applicable |
| Debenture Trustee | Not applicable |
| Investigation or proceedings, if<br>any, pending against the company under the Act | - Nil |

In addition to the documents annexed hereto, the copies of the following documents will be open for inspection at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m. on all working days, except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the Tribunal Convened Meeting'.

I. Copies of the latest audited financial statements of Applicant Company.
II. Copy of the order of Tribunal dated 12th March, 2020 and 2nd November, 2020.
III. Copy of Scheme of Compromise or Arrangement.

| | |
|---|---|
| IV. Memorandum and Articles of Association of the Applicant Company.<br>V. The certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.<br>VI. Form No. GNL-1 filed by the Applicant Company with the Ministry of Corporate Affairs, evidencing filing of the scheme.<br>*VII.* Register of Directors and key Managerial Personnel and their Shareholding. | |
| Details of approvals, sanctions or no-objection(s), if any, from regulatory or any other governmental authorities required, received or pending for the proposed scheme of compromise or arrangement | The Company had filed a joint application before the National Company Law Tribunal, New Delhi on March 29, 2019. The National Company Law Tribunal, New Delhi had granted dispensation from holding meetings of the shareholders and creditors vide order dated December 17, 2019.<br><br>The Company is not registered with any sectoral regulators and as such no specific approval is required to be obtained from any sectoral regulator. In compliance with the Directions of the National Company Law Tribunal, New Delhi The Company has served notice of the application with the Registrar of Companies, Regional Director, Income Tax Authority and Official Liquidator, observation, if any,received or to be received is being / will be addressed by the Company in compliance.<br><br>Form GNL 1 filed by Company with Registrar of Companies evidencing filing of scheme |
| A statement to the effect that the persons to whom the notice issued may vote in the meeting either in person or through Authorised Representative. | The person to whom this notice is sent may vote in the meeting either in person or through Authorised Representative. |

13. The details of Tata Realty and Infrastructure Limited **(Transferee Company)**:

| **Particulars** | **Transferee Company** |
|---|---|
| Corporate Identification Number (CIN) | U70102MH2007PLC168300 |
| Permanent Account Number (PAN) | AACCT6242L |
| Name of the company | Tata Realty and Infrastructure Limited |
| Date of Incorporation | 02/03/2007 |
| Type of the company | Public Company |
| Registered office address | E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400 033. |
| e-mail address | trilsec@tatarealty.in |
| Website | www.tril.co.in |
| Summary of main object as per the memorandum of association and main | Engaged in the Business of real estate and infrastructure facilities including allied/incidental |

| | |
|---|---|
| business carried on by the company | services related to real estate and infrastructure business |
| Details of change of name, registered office and objects of the company during the last five years | There is no change of name and objects of the Company during last five years. However, the registered office of the Transferee Company has been shifted from Elphinstone Building, 2nd Floor, 10 Veer Nariman Road, Fort, Mumbai – 400001 to E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai 400 033, with effect from January 16, 2019. |
| Details of the capital structure of the company including authorised, issued, subscribed and paid up Share Capital | As per para 6 of the Explanatory Statement |
| Names of the promoters and directors along with their addresses | Promoters- Tata Sons Private Limited<br>Registered office: Bombay House, 24 Homi Mody Street, Mumbai 400001<br>Director- As per para 7 of the Explanatory Statement |
| The date of the board meeting at which the scheme was approved by the board of directors including the name of the directors who voted in favour of the resolution, who voted against the resolution and who did not vote or participate on such resolution | 18th November, 2018 and 13th January, 2021<br><br>The meeting was attended by all the Directors (list of directors is as mentioned Above in para 7 of Explanatory Statement and the resolution was passed unanimously. |
| *Explanatory Statement disclosing details of the scheme of compromise or arrangement including:-* | |
| Parties involved in such compromise or arrangement | **"Transferor Companies"**<br><br>1. MIA Infrastructure Private Limited,<br><br>2. Wellkept Facility Management Services Private Limited,<br><br>3. Acme Living Solutions Private Limited And<br><br>4. TRIF Gurgaon Housing Projects Private Limited<br><br>**"Transferee Company"**<br><br>TATA Realty and Infrastructure Limited<br><br>The Transferor Companies are Wholly Owned Subsidiaries of Transferee Company |
| Appointed Date | 1st April, 2019 |
| Effective Date | means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sectioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the |

| | |
|---|---|
| | Transferee Company. Any reference to this scheme to the date of "coming into effect of this scheme" or "effective date of this scheme" or scheme taking effect, shall means the effective date; |
| Share Exchange Ratio and other considerations, if any | Not Applicable being a Transferee Company. |
| Summary of Valuation report (if applicable) including basis of valuation and fairness opinion of the registered valuer, if any, and the declaration that the valuation report is available for inspection at registered office of the Company. | Transferor companies are the wholly owned subsidiaries of Transferee company and no shares being issued by transferee company to the members of the transferor company, Therefore, no valuation is required to be done. |
| Details of capital or debt restructuring | The Scheme does not involve any capital or debt restructuring. |
| Rationale for the compromise or arrangement | Refer Point 3 of the Scheme. |
| Benefits of the compromise or arrangement as perceived by the Board of directors to the company, members, creditors and others. | Also provided in the rational for amalgamation in Point 3 of the scheme. |
| Amount due to unsecured creditors as on 30th November, 2018<br><br>Amount due to unsecured creditors as on 28th February, 2021 | The aggregate amount of the dues to unsecured creditors (including unsecured Non-convertible Debenture Holders) is Rs. 1,834,87,28,391/-<br><br>The aggregate amount of the dues to unsecured creditors (including unsecured Non-convertible Debenture Holders) is Rs. 2622,92,29,266/- |
| *Disclosure about effect of the compromise or arrangement on:* | |
| Key Managerial personnel | No Effect |
| (KMP) (other than Directors) | No Effect |
| Directors | No Effect |
| Promoters | No Effect |
| Non-promoter members | No Effect |
| Depositors | Not Applicable |
| Creditors | No Effect |
| Debenture holders | No Effect |
| Deposit trustee & Debenture Trustee | No Effect |
| Employees of the company | No Effect |
| *Disclosure about effect of compromise or arrangement on material interest of Directors, Key Managerial Personnel (KMP)and debenture trustee:* | |
| Directors | No Effect |
| Key Managerial personnel (KMP) | No Effect |
| Debenture Trustee | No Effect |
| Investigation or proceedings, if any, pending against the company under the Act | Nil |

In addition to the documents annexed hereto, the copies of the following documents will be open for inspection at the Registered Office of the Company between 11:00 a.m. to 01:00 p.m. on all working days, except Saturdays, Sundays and Public Holidays, up to 1 (one) day prior to the date of the Tribunal Convened meeting.

These documents are also available on website of the Company, i.e., www.tril.co.in.

I. Copies of the latest audited financial statements of Applicant Company.
II. Copy of the order of Tribunal dated 12th March, 2020 and 2nd November, 2020.
III. Copy of Scheme of Compromise or Arrangement.
IV. Memorandum and Articles of Association of the Applicant Company.
V. The certificate issued by Auditor of the company to the effect that the accounting treatment, if any, proposed in the scheme of compromise or arrangement is in conformity with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013.
VI. Form No. GNL-1 filed by the Applicant Company with the Ministry of Corporate Affairs, evidencing filing of the scheme.
*VII.* Register of Directors and key Managerial Personnel and their Shareholding.

| | |
|---|---|
| Copy of Scheme of Compromise or Arrangement | Enclosed to this Notice. |
| Contracts or Agreements material to the compromise or arrangement | Nil |
| A statement to the effect that the persons to whom the notice issued may vote in the meeting either in person or through Authorised Representative. | The person to whom this notice is sent may vote in the meeting either in person or through Authorised Representative. |

SANJAY
DUTT

Digitally signed by SANJAY DUTT
DN: c=IN, o=Personal, title=8914,
pseudonym=1c0da66d42f921ebb0a7702f89820d72e2ad2309,
2.5.4.20=6caa8b9557c0492cf814ad2fe53a6d84b934062f549f367fbce62c82ab52047e, postalCode=400011,
st=Maharashtra,
serialNumber=ca319dc72b6207618cc9f0e335ed7d48511ccb873d4b44e60151651b5e8f8618, cn=SANJAY DUTT
Date: 2021.06.21 16:13:46 +05'30'

**Sanjay Dutt**
DIN: 05251670
Chairman appointed for the aforesaid Tribunal Convened Meeting

Date: June 21, 2021
Place: Mumbai

**THE SCHEME OF AMALGAMATION**

**UNDER SECTION 230 TO 232 OF THE COMPANIES ACT, 2013**

**OF**

**MIA INFRASTRUCTURE PRIVATE LIMITED**

**AND**

**WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED**

**AND**

**ACME LIVING SOLUTIONS PRIVATE LIMITED**

**AND**

**TRIF GURGAON HOUSING PROJECTS PRIVATE LIMITED**

**WITH**

**TATA REALTY AND INFRASTRUCTURE LIMITED**

**AND THEIR RESPECTIVE SHAREHOLDERS, CREDITORS**

**1.** PREAMBLE

This Scheme of Amalgamation is presented pursuant to the provisions of Section 230 to 232 and other relevant provisions of the Companies Act, 2013 for Amalgamation of **MIA Infrastructure Private Limited** and **Wellkept Facilty Management Services Private Limited** and **Acme Living Solutions**

**Private Limited** and **TRIF Gurgaon Housing Projects Private Limited** with **Tata Realty and Infrastructure Limited**.

**2.** Background and Description of Companies

**I.** **TRANSFEROR COMPANIES:** The following Transferor Company hereinafter collectively called as "Transferor Companies".

a. **MIA INFRASTRUCTURE PRIVATE LIMITED**, The First Transferor Company (CIN: U74900MH2014PTC252385) was incorporated on 22nd January, 2014, under the Companies Act, 1956. The Registered Office of the Company is situated at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai - 400033.

The First Transferor Company is engaged in the business of development of infrastructure facilities including allied/incidental services related to infrastructure business.

The First Transferor Company is wholly owned subsidiary of the Transferee Company.

E-Mail ID: trilsec@tatarealty.in
Website: Not Applicable

b. **WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED,** The Second Transferor Company (CIN: U93000MH2008PTC177346) was incorporated on 04th January, 2008 under the Companies Act, 1956. The Registered Office of the Company is situated at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai – 400033.

The Second Transferor Company is engaged in the business of real estate including allied/incidental services related to infrastructure business.

E-Mail ID: trilsec@tatarealty.in
Website: Not Applicable

The Second Transferor Company is wholly owned subsidiary of the Transferee Company.

c. **ACME LIVING SOLUTIONS PRIVATE LIMITED**, The Third Transferor Company (CIN: U45209DL2008PTC178023) was incorporated on 13th May, 2008, under the Companies Act, 1956. The Registered Office of the Company is situated at C/O Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor,124, Connaught Circus, New Delhi - 110001.

E-Mail ID: trilsec@tatarealty.in
Website: Not Applicable

The Third Transferor Company is engaged in the business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business.

The Third Transferor Company is wholly owned subsidiary of the Transferee Company.

d. **TRIF GURGAON HOUSING PROJECTS PRIVATE LIMITED**, The Fourth Transferor Company (CIN: U74900DL2009PTC188404) was incorporated on 13th March, 2009 under the Companies Act, 1956. The Registered Office of the Company is situated at C/O Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor,124, Connaught Circus, New Delhi – 110001.

The Fourth Transferor Company is engaged in the Business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business.

E-Mail ID: trilsec@tatarealty.in

Website: Not Applicable

The Fourth Transferor Company is wholly owned subsidiary of the Transferee Company.

**II. TRANSFEREE COMPANY:**

**TATA REALTY AND INFRASTRUCTURE LIMITED**, the Transferee Company (CIN: U70102MH2007PLC168300) was incorporated on 2nd March, 2007, under the Companies Act, 1956. The Registered Office of the

Company is situated at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai – 400033.

The Transferee Company is engaged in the Business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business.

E-Mail ID: trilsec@tatarealty.in
Website: www.tril.co.in

**III.** This Scheme of Amalgamation provides for the Amalgamation of the Transferor Companies with the Transferee Company pursuant to section 230 to 232 and other relevant provisions of the Companies Act, 2013.

**3. Rational of the Company**

The Transferee Company is holding the entire share capital of the Transferor Companies. Both the Transferor and Transferee Companies are engaged in the business of real estate and infrastructure facilities including allied/incidental services related to real estate and infrastructure business. The Amalgamation of Transferor Companies with the Transferee Company would *inter alia* have following benefits:

a. To reduce overlaps which are necessarily involved in running multiple entities, to reduce administrative cost and multiple layer inefficiencies so as to achieve operational and management efficiency.

b. Cost savings are expected to flow from more focused operational efforts, rationalization, standardization and simplification of business processes, and the elimination of duplication, and rationalization of administrative expenses.

c. Simplifying corporate governance procedures, resulting in structural efficiency, better utilization of capital and a simplified business structure.

In view of the aforesaid, The Board of Directors of the Transferor Companies and the Transferee Company have considered and proposed the amalgamation of the entire undertaking, operations and businesses of the Transferor Companies with the Transferee Company in order to benefit the stakeholders of all the Companies. Accordingly, the Board of Directors of the Transferor Companies and the Transferee Company have formulated this scheme of Amalgamation for the transfer and vesting of entire undertaking and business of the Transferor Companies with and into the Transferee Company pursuant to the provisions of section 230 to section 232 and other relevant provisions of the Act.

4. **Parts of the Scheme:**

This scheme of Amalgamation is divided into the following parts

i. **Part I** deals with definition of the terms used in the scheme of Amalgamation and sets out the share capital of the Transferor Companies and the Transferee Company;

ii. **Part II** deals with the Transfer and vesting of Undertaking (as hereinafter defined) of the Transferor Companies to and in the Transferee Company;

iii. **Part III** deals with the cancellation of entire issued, subscribed and paid-up share capital of the respective Transferor Company, which is held by the Transferee Company along with itsjoint shareholders .

iv. **Part IV** deals with the accounting treatment of the amalgamation in the books of the Transferee Company.

v. **Part V** deals with the dissolution of the Transferor Companies and the general terms and conditions applicable to this scheme of amalgamation and other matters consequential and integrally connected thereto.

**A.** The amalgamation of the Transferor Companies with the Transferee Company, pursuant to and in accordance with this Scheme, shall take place with effect from the Appointed Date and shall be in accordance with the relevant provisions of the Income Tax Act, 1961 including but not limited to Section 2(1B) and Section 47 thereof.

## PART I

## DEFINITIONS AND SHARE CAPITAL

### 5. DEFINITIONS

In this scheme, unless repugnant to the meaning or context thereof, the following expressions shall have the following meaning:

5.1 **"ACT"** means the Companies Act, 2013 the rules and regulations made thereunder and will include any statutory re-enactment or amendment(s) thereto, from time to time;

5.2 **"Appointed Date"** means 01st April, 2019 or such other date as the NCLT may direct.

5.3 **"Board of Directors"** or **"Board"** in relation to each of the Transferor Company and Transferee Company as the case may be, means the Board of Directors of such Company(s) and shall include a Committee duly constituted and authorized for the purposes of matters pertaining to the amalgamation, the Scheme and/or any other matter relating thereto.

5.4 **"Companies"** means the Transferor Companies and the Transferee Company referred collectively.

5.5 **"Effective Date"** means the last of the dates on which the certified copies or the authenticated copies of the order of National Company Law Tribunal sectioning of the Scheme, are filed with the Respective Registrar of Companies by the Transferor Companies and the Transferee Company. Any reference to this scheme to the date of **"coming into effect of this scheme"** or **"effective date of this scheme"** or scheme taking effect, shall means the effective date;

5.6 **"Governmental Authority"** means any applicable central, state or local government, legislative body, regulatory or administrative authority, agency or commission or any court, tribunal, board, bureau or instrumentality thereof or arbitration or arbitral body having jurisdiction over the territory of India including but not limited to

Securities and Exchange of India, Stock Exchanges, Registrar of Companies, competition Commission of India, National Company Law Tribunal (to be constituted under Company Act, 2013)

5.7 **"Employees"** means the staff, workman and employees on the pay roles of the Transferor Companies.

5.8 "**NCLT**" means the National Company Law Tribunal, Mumbai Bench having jurisdiction in relation to the First Transferor Company and Second Transferor Company and The Transferee Company and National Company Law Tribunal, New Delhi Bench having jurisdiction in relation to Third Transferor Company and Fourth Transferor Company and as the context may admit;

5.9 **"Registrar of Companies"** means the Registrar of Companies, Delhi and /or Registrar of Companies, Mumbai.

5.10 **"SCHEME"** means this scheme of amalgamation, as amended or modified in accordance with the provisions thereof.

5.11 **"The First Transferor Company"** means **MIA INFRASTRUCTURE PRIVATE LIMITED**" (CIN: U74900MH2014PTC252385) a company incorporated under the Provisions of the Companies Act, 1956 and having its Registered Office at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai – 400033.

5.12 **"The Second Transferor Company"** means "**WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED**" (CIN: U93000MH2008PTC177346), a company incorporated under the Provisions of the Companies Act, 1956 and having its Registered Office at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai – 400033.

5.13 **"The Third Transferor Company"** means **ACME LIVING SOLUTIONS PRIVATE LIMITED**" (CIN: U45209DL2008PTC178023), a company incorporated under the Provisions of the Companies Act, 1956 and having its Registered Office at Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor,124, Connaught Circus, New Delhi – 110001.'

5.14 **"The Fourth Transferor Company"** means "**TRIF GURGAON HOUSING PROJECTS PRIVATE LIMITED**" (CIN: U74900DL2009PTC188404), a company incorporated under the Provisions of the Companies Act, 1956 and having its Registered Office at C/O Tata Services Ltd., Jeevan Bharti, Tower - 1, 10th Floor,124, Connaught Circus, New Delhi – 110001.'

5.15 "The Transferor Company" means each of the First Transferor Company, Second Transferor Company, Third Transferor Company and Fourth Transferor Company, referred individually.

5.16 **"The Transferor Companies"** means the First and Second and Third and Fourth Transferor Company, referred collectively.

5.17 **"The Transferee Company"** Means **TATA REALTY AND INFRASTRUCTURE LIMITED**" (CIN: U70102MH2007PLC168300), a company incorporated under the Provisions of the Companies Act, 1956 and having its Registered Office at E Block, Voltas Premises, T B Kadam Marg, Chinchpokli, Mumbai – 400033.

5.18 **"Undertaking"** means the whole undertaking and the entire business of the Transferor Company as going Concern, including (without limitation):

a. All assets and properties of the Transferor Company as on the Appointed Date i.e. all the undertakings, the entire business, all the properties (tangible or intangible), offices, residential and other premises, capital work in progress, furniture, fixture, office equipment, investments of all kinds and in all forms, cash balances with banks, loans, advances, contingent rights or benefits, receivables, benefit of any deposits, financial assets, benefit of any security arrangements, reversions, powers, authorities, allotments, approvals, permissions, permits, rights, entitlements, guarantees, authorizations, approvals, agreements, contracts, licenses, registrations, tenancies, benefits of all taxes right to carry forward and set off unabsorbed losses and depreciation, privileges and rights under State tariff regulations and under various laws, avail of telephones, telexes, facsimile, email, interest, electricity and other services, reserves, provisions, funds, benefits of all agreements, all records, files, papers, computer programs, manuals, data, and other records, and all other interests of whatsoever nature belonging to or in the ownership, power, possession or control of or vested in or granted in favour of or held for the benefit of or enjoyed by the Transferor Companies or which have accrued to the Transferor Companies as on the Appointed Date, whether in India or abroad, of whatsoever nature and wherever situated (hereinafter referred to as the "Assets");

b. All liabilities including, without being limited to, secured and unsecured debts (whether in Indian rupees or foreign currency), sundry creditors, liabilities, bank loans, (including contingent liabilities), duties and obligations of the Transferor Company, of every kind, nature and description whatsoever and howsoever arising, raised or incurred or utilized;

c. All agreements, rights, contracts, entitlements, permits, licenses, approvals, authorizations, concessions, consents, quota rights, engagements, arrangements, authorities, allotments, security arrangements (to the extent provided herein), benefits of any guarantees, reversions, powers and all other approvals of every kind, nature and description whatsoever relating to the business activities and operations of the Transferor Companies;

d. All earnest monies and/or security or other deposits paid by the Transferor Company.

e. All permanent employees engaged by the Transferor Company as on the Effective Date.

f. All quotas, rights, entitlements, export/import incentives and benefits including advance licenses, bids, tenders (at any stage as it may be), letters of intent, expressions of interest, development rights (whatever vested or potential and whether under agreements or otherwise), subsidies, tenancies in relation to office, benefit of any deposits privileges, all other rights, receivables, powers and facilities of every kind, nature and description whatsoever, rights to use and avail of telephones, telexes, facsimile connections and installations, utilities, electricity and other services, provisions and benefits of all agreements, contracts and arrangements, including technological licensing agreements, and all other interests in connection with or relating thereto;

g. All intellectual property rights, trade marks created, developed or invented by employees concentrated on the research, development or marketing of products (including process development or enhancement) in connection with the Transferor Company;

h. All benefits and privileges under letters of permission and letters, of approvals in respect all tax credits, including CENVAT credits, refunds; reimbursements, claims, exemptions, benefits under service tax laws, value added tax, purchase tax, sales tax, input credit under GST or any other duty or tax or cess or imposts under central or state law including sales tax deferrals, advance taxes, tax deducted at source, tax credits, right to carry forward and set-off unabsorbed losses, if any and depreciation, deductions and benefits under the Income-tax Act, 1961, as well as any recognition of the In-house Research and Development unit with the Department of Scientific & Industrial Research or any Government Authority;

i. All terms and words not defined in this Scheme shall, unless repugnant or contrary to the context or meaning thereof, have the same meaning as ascribed to them under the Act and other applicable laws, rules, regulations and byelaws, as the case may be, or any statutory amendment(s) or re-enactment thereof, for the time being in force.

**6. DATE OF TAKING EFFECT AND OPERATIVE DATE**

The Scheme set out herein in its present form or with any modification(s) approved or imposed or directed by the NCLT or made as per Clause 20 of the Scheme, shall be effective from the Appointed Date but shall be operative from the Effective Date.

7. **SHARE CAPITAL**

A. The Authorised, Subscribed and Paid-up share capital of **MIA INFRASTRUCTURE PRIVATE LIMITED** as on 31st March, 2018 was as under:

| **Particulars** | **Amount in Rupees** |
|---|---|
| **Authorised Share Capital** | |
| 28,00,000 Equity Shares of Rs. 10/- each | 2,80,00,000/- |
| **Total** | **2,80,00,000/-** |
| **Issued, Subscribed and Paid-up Share Capital** | |
| 27,70,000 Equity Shares of Rs. 10/- each fully paid-up | 2,77,00,000/- |
| **Total** | **2,77,00,000/-** |

B. The Authorised, Subscribed and Paid-up share capital of **WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED** as on 31st March, 2018 was as under:

| **Particulars** | **Amount in Rupees** |
|---|---|
| **Authorised Share Capital** | |
| 10,00,000/- Equity Shares of Rs. 10/- each. | 1,00,00,000/- |
| **Total** | **1,00,00,000/-** |
| **Issued, Subscribed and Paid-up Share Capital** | |
| 4,00,000 Equity Shares of Rs. 10/- each fully paid-up | 40,00,000/- |
| **Total** | **40,00,000/-** |

C. The Authorised, Subscribed and Paid-up share capital of **ACME LIVING SOLUTIONS PRIVATE LIMITED** as on 31st March, 2018 was as under:

| Particulars | Amount in Rupees |
|---|---|

| **Authorised Share Capital** | |
|---|---|
| **50,000 Equity Shares of Rs. 10/- each** | **5,00,000** |
| **Total** | **5,00,000/-** |
| **Issued, Subscribed and Paid-up Share Capital** | |
| 50,000 Equity Shares of Rs. 10/- each fully paid-up | 5,00,000 |
| **Total** | **5,00,000/-** |

D. The Authorised, Subscribed and Paid-up share capital of **TRIF GURGAON HOUSING PROJECTS PRIVATE LIMITED** as on 31st March, 2018 was as under:

| **Particulars** | **Amount in Rupees** |
|---|---|
| **Authorised Share Capital** | |
| 50,000 Equity Shares of Rs. 10/- each | 5,00,000/- |
| **Total** | **5,00,000/-** |
| **Issued, Subscribed and Paid-up Share Capital** | |
| 50,000 Equity Shares of Rs. 10/- each fully paid-up | 5,00,000/- |
| **Total** | **5,00,000/-** |

Subsequent to the above balance sheet date, there is no change in the Capital Structure of Transferor Companies. Transferor Companies are Wholly owned subsidiary of Transferee Company. Entire Paid up share capital of the Transferor Companies are held by the Transferee Company and itsjoint shareholders.

E. The Authorised, Subscribed and Paid-up share capital of **TATA REALTY AND INFRASTRUCTURE LIMITED** as on 31st March, 2018 was as under:

| **Particulars** | **Amount in Rupees** |
|---|---|

| | |
|---|---|
| **Authorised Share Capital** | |
| 2,00,00,00,000 Equity Shares of Rs. 10/- each.; and<br><br>1,00,00,00,000 5% Non-Cumulative Convertible Preference Shares of Rs. 10/- each. | 20,00,00,00,000/-<br><br>10,00,00,00,000/- |
| **Total** | **30,00,00,00,000** |
| Issued, Subscribed and Paid-up Share Capital | |
| 1,01,73,07,692 Equity Shares of Rs. 10/- each fully paid-up | 10,17,30,76,920/- |
| **Total** | **10,17,30,76,920/-** |

Subsequent to the above balance sheet date, there is change in the Capital Structure of Transferee Company. The Revised Capital Structure of Transferee Company as on 30th November, 2018 is as follows

| Particulars | Amount in Rupees |
|---|---|
| Authorised Share Capital | |
| 3,00,00,00,000 Equity Shares of Rs. 10/- each. | 30,00,00,00,000/- |
| Total | 30,00,00,00,000 |
| Issued, Subscribed and Paid-up Share Capital | |

| | |
|---|---|
| 1,01,73,07,692 Equity Shares of Rs. 10/- each fully paid-up | 10,17,30,76,920/- |
| Total | 10,17,30,76,920/- |

Subsequent to the above, there is again change in the Capital Structure of Transferee Company. The Revised Capital Structure of Transferee Company as on 31st March, 2020 is as follows:

| Particulars | Amount in Rupees |
|---|---|
| Authorised Share Capital | |
| 8,00,00,00,000 Equity Shares of Rs. 10/- each. | 80,00,00,00,000/- |
| Total | 80,00,00,00,000 |
| Issued, Subscribed and Paid-up Share Capital | |
| 1,61,73,07,692 Equity Shares of Rs. 10/- each fully paid-up | 16,17,30,76,920/- |
| Total | 16,17,30,76,920/- |

**PART II**

## TRANSFER AND VESTING OF UNDERTAKING

### 8. TRANSFER OF UNDERTAKING

8.1 Upon coming into effect off this scheme and with the effect of the appointed date, the Undertaking, pursuant to the section of this scheme by NCLT under and accordance with the section of 230 to 232 and other applicable provisions, if any, of the Act, shall stand transferred and vested in and/or be deemed to have been transferred to and vested in the Transferee Company as a going concern without any further act, instrument, deed, matter or thing from the Appointed Date; so as to become estates, assets, rights, title, interests and authorities of the Transferee Company, by virtue of and in the manner provided in this scheme.

8.2 Without prejudice to the generality of Clause 8.1 above, upon coming into effect of this scheme and with effect from Appointed Date, all its properties and assets, (whether movable or immovable, tangible or intangible), land and building, plant and machinery, equipment, furniture, fixtures, vehicles, leasehold assets and other properties, real, in possession or reversion, present and contingent assets (whether tangible or intangible) of whatsoever nature, all the debts, liabilities, duties and obligations of the Transferor Companies of every description and also including, without limitation, all the movables and immovable properties and assets of the Transferor Companies comprising amongst other investments, vehicles, furniture and fixtures, computers, office equipment, electrical installations, water connections, telephones, telex, facsimile and other communication facilities and business licenses, permits, authorizations, if any, rights and benefits of all agreements (including all such contracts, scheme, deeds, bonds and other instruments of whatsoever nature to which the Transferor Companies are party) and all other interests, rights and powers of every kind, nature and description whatsoever, privileges, liberties, easements, advantages, benefits and approvals, advance and other taxes paid to the authorities, brand names, trademarks, copy rights, lease, tenancy rights, statutory permissions, consents and registrations, and all other Intellectual Property Rights and other intangible assets of whatsoever nature, pursuant to the Order of the

NCLT and pursuant to provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and without further act, instrument or deed, but subject to the charges affecting the same be transferred and/or deemed to be transferred to and vested in Transferee Company on a going concern basis so as to become the assets and liabilities of the Transferee Company.

8.3 In respect of all the movable assets of the Transferor Companies and the assets which are otherwise capable of transfer by physical delivery or endorsement and delivery, including cash on hand, shall be so transferred to Transferee Company and deemed to have been physically handed over by physical delivery or by endorsement and delivery, as the case may be, to Transferee Company to the end and intent that the property and benefit therein possess to Transferee Company with effect from the Appointed Date.

8.4 In respect of any assets of the Transferor Companies other than those mentioned in Clause 8.3 above, including actionable claims, sundry debtors, outstanding loans, advances recoverable in cash or kind or for value to be received and deposits with the Government, Semi-Government, local and other authorities and bodies and customers, The Transferee Company may, issue notices in such form as The Transferee Company may deem fit and proper stating that pursuant to the NCLT having sanctioned this Scheme between the Transferor Companies and the Transferee Company under Section 230 to 232 of the Companies Act, 2013, the relevant debt, loan, advance or other asset, to be or made good or held on account of the Transferee Company, as the person entitled thereto, to the end and intent that the right of the Transferor Companies to recover or realise the same stands transferred to the Transferee Company and that appropriate entries should be passed in their respective books to record the aforesaid changes.

8.5 With effect from the Appointed Date, all debts, liabilities, contingent liabilities, duties and obligations of the Transferor Companies, as on the Appointed Date whether provided for or not in the books of accounts of the Transferor Companies and all other liabilities which may accrue or arise after the Appointed date but which relates to the period on or upto the day of the Appointed

Date shall, pursuant to the Order of the NCLT under section 230 to 232 and other applicable provisions of the Companies Act, 2013, without any further act or deed, be transferred or deemed to be transferred to and vested in and assumed by the Transferee Company pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (or such other applicable provisions of Companies Act, 2013), so as to become the liabilities of the Transferee Company on the same terms and conditions as were applicable to Transferor Companies.

8.6 the existing securities, mortgages, charges, encumbrances or liens, if any, as on the Appointed Date and those created by the Transferor Companies after the Appointed Date over the assets of the Transferor Companies transferred to the Transferee Company shall, after the Effective Date, continue to relate and attach to such assets or any part thereof to which they are related or attached prior to the Effective Date.

8.7 All the licenses, permits, entitlements, approvals, permissions, registrations, incentives, tax deferrals, exemptions, benefits (including Sales Tax and Service Tax), subsidies, tenancy rights, liberties, special statues and other benefits or privileges enjoyed or conferred upon or held or availed of by the Transferor Companies and all rights and benefits that have accrued or which may accrue to the Transferor Companies whether on, or before or after the Appointed Date including income tax benefits and exemptions, shall under the provisions of Sections 230 to 232 of the Companies Act, 2013 (or such other applicable provisions of Companies Act, 2013) and all other applicable provisions of applicable law, if any without any further act, instrument or deed, cost or charge, be and stand transferred to the Transferee Company.

8.8 Without prejudice to the provisions of the forgoing clauses and upon the effectiveness of this scheme, the Transferor Companies and the Transferee Company shall execute all such instruments or documents or to do all such acts, deeds, as may be required including filing of necessary particulars and/or modification(s) of charge with the Registrar of Companies to give formal effect to the above provisions, if required.

8.9 This Scheme has been drawn up to comply with the conditions relating to "Amalgamation" as specified under Section 2(1B) of the Income Tax Act, 1961. If any terms or provisions of the scheme is/are inconsistent with the provisions of the said Section 2(1B), such provisions of the said Section 2(1B) shall prevail and the scheme shall stand modified to the extent necessary to comply with the said section. Such modification will, however not affect the other parts of the scheme.

**9. CONTRACTS, DEEDS, ETC.**

9.1 Upon the Coming into effect of the Scheme, all contracts, deeds, bonds, agreements, schemes, arrangements, assurances and other instrument of whatsoever nature to which the Transferor Companies are party or to the Benefit of which the Transferee Company may be eligible, and which are substituting or have effect immediately before the Effective Date, shall continue in full force and effected by, for or against or in favour of, as the case may be, the Transferee Company and may be enforced as fully, effectually as if, instead of the Transferor Company had been party or beneficiary or oblige or obligor thereto or thereunder.

9.2 Without prejudice to the provisions of this Scheme and notwithstanding the fact the vesting of Undertaking occurs by virtue of Scheme itself, the Transferee Company may, any time after coming into effect of this Scheme in accordance with the provisions hereof, if so required under any law or otherwise, take such actions and execute such deeds (including deeds of adherence), confirmations or other writings or arrangement to which the Transferor Companies are the Party or any writings as may be necessary in order to give formal effect to the provisions of this Scheme, be deemed to be authorised to execute any of such writings on behalf of the Transferor Company and to carry out or perform all such formalities or compliances referred to above on the part of the Transferee Company.

9.3 For the avoidance of doubt and without prejudice to the generality of the foregoing, it is clarified that upon the coming into effect of this Scheme, all consents, permissions, licences, certificates, clearances, authorities, power of attorney given by, issued to or executed in favour of the Transferor Company, shall without any further act or deed, stand transferred to the Transferee Company, as if the same were originally given by, issued to or executed in favour of the Transferee Company, and the Transferee Company shall be bound by the terms thereof, the obligations and duties thereunder, and the rights and benefits under the same shall be available to the Transferee Company. The Transferee Company shall receive relevant approvals for the concerned Government Authorities as may be necessary in this behalf.

**10. LEGAL PROCEEDINGS**

On and form the Appointed Date, all suits, actions, claims and legal proceedings by or against the Transferor Company pending and/or arising on or before Effective Date shall be constituted and/or enforced as desired by the Transferee Company and on or from the Effective Date, shall be continued and/or enforced by or against the Transferee Company as effectually and in the same manner and to the same extent as if the same had been originally instituted and/or pending and/ or arising by or against the Transferee Company. On and From the Effective Date, the Transferee Company shall have the right to initiate, defend, compromise or otherwise deal with any legal proceedings relating to the Undertaking, in the same manner and to same extent as would or might have been initiated by the Transferor Company as the case may be, had the scheme not be made; If any suit, appeal or other proceedings relating to the Undertaking, of whatever nature by or against the Transferor Company be pending, the same shall not be abate or discontinued or in any way be prejudicially affected by reason of the amalgamation of the Undertaking or by anything contained in this Scheme but the proceedings may be continued, prosecuted and enforced by or against the Transferor Company as if the Scheme has not been made.

**11. EMPLOYEES**

11.1 All the employees of the Transferor Companies, if any, who are in service on the date immediately preceding the Effective Date shall, on and from the Effective Date become and be engaged as the employees of the Transferee Company, without any break or interruption in service as a result of the transfer and on terms and conditions not less favourable than those on which they are engaged by the Transferor Companies immediately preceding the Effective Date. Services of the Employees of the Transferor Companies shall be taken into account from the date of their respective appointment with the Transferor Companies for the purposes of all retirement benefits and all other entitlements for which they may be eligible. Transferee Company further agrees that for the purpose of payment of any retrenchment compensation, if any, such past services with the Transferor Companies shall also be taken into account.

**11.2** The services of such employees shall not be treated as being broken or interrupted for the purpose of Provident Fund or Gratuity or Superannuation or other statutory purposes and for all purposes will be reckoned from the date of their respective appointments with the Transferor Companies.

**11.3** It is provided that as far as the Provident Fund and pension and/or Superannuation Fund or any other special fund created or existing for the benefit of the staff, workmen and other employees of the Transferor Companies are concerned, upon the Scheme becoming effective, Transferee Company shall stand substituted for the Transferor Companies in respect of the employees transferred for all purposes whatsoever relating to the administration or operation of such Funds or Trusts or in relation to the obligation to make contribution to the said Funds or Trust in accordance with the provisions of such Funds or Trust as provided in the respective Trust Deeds or other documents. It is the aim and the intent of the Scheme that all the rights, duties, powers and obligations of the Transferor Companies in relation to such Funds or Trusts shall become those of the Transferee Company. The Trustee including the Board of Directors of the Transferor Companies and the Transferee Company or through any Committee/person duly authorised by the Board of Directors in this regard shall be entitled to adopt such course of action in this regard as may be advised, provided however, that there shall be no discontinuation or breakage in the services of employees of the Transferor Companies.

**11.4** With effect from the first of the dates of filing of this Scheme with NCLT and up to and including the Effective Date, the Transferor Companies shall not vary or modify the terms and conditions of employment of any of its employees, except with the written consent of the Transferee Company.

**12. CONDUCT OF BUSINESS UNTIL EFFECTIVE DATE**

a. With effect from the Appointed Date and up to and including the Effective Date:

12. 1 Transferor Company shall carry on and shall be deemed to have carried on all its business and activities as hitherto and shall hold and stand possessed of and shall be deemed to have held and stood possessed of the Undertaking on account of, and for the benefit of and in trust for, the Transferee Company.

12.2 All the profits or income accruing or arising to the Transferor Company, and all expenditure or losses arising or incurred (including all taxes, if any, paid or accruing in respect of any profits and income) by the Transferor Company shall, for all purposes, be treated and be deemed to be and accrue as the profits or income or as the case may be, expenditure or losses (including taxes) of the Transferee Company.

12.3 Any of the rights, powers, authorities and privileges attached or related or pertaining to and exercised by or available to the Transferor Company shall be deemed to have been exercised by the Transferor Company for and on behalf of and as agent for the Transferee Company.

Similarly, any of the obligations, duties and commitments attached, related or pertaining to the Undertaking that have been undertaken or discharged by the Transferor Company shall be deemed to have been undertaken or discharged for and on behalf of and as agent for the Transferee Company.

b. With effect from the first of the date of filing of this Scheme with the NCLT and up to and including the Effective Date:

12.4 The Transferor Company shall preserve and carry on its business and activities with reasonable diligence and business prudence and shall not undertake any additional financial commitments of any nature whatsoever, borrow any amounts nor incur any other liabilities or expenditure, issue any additional guarantees, indemnities, letters of comfort or commitments either for itself or on behalf of its group Company or any third party or sell, transfer, alienate, charge, mortgage or encumber or deal with the Undertaking or any part thereof save and except in each case in the following circumstances:

i. if the same is in its ordinary course of business as carried on by it as on the date of filing this Scheme with NCLT; or
ii. if the same is permitted by this Scheme; or
iii. if consent of the Board of Directors of the Transferee Company has been obtained.

12.5 The Transferor Company shall not take, enter into, perform or undertake, as applicable (i) any material decision in relation to its business and operations other than decisions already taken prior to approval of the Scheme by the respective Board of Directors (ii) any agreement or transaction; and (iii) any new business, or discontinue any existing business or change the capacity of facilities.:(iv) such other matters as the Transferee Company may notify from time to time save and except in each case in the following circumstances:

a. if the same is in its ordinary course of business as carried on by it as on the date of filing this Scheme with NCLT; or
b. if the same is permitted by this Scheme; or
c. if consent of the Board of Directors of the Transferee Company has been obtained.

**13. Treatment with Taxes**

13.1 Tax liabilities under the Income-tax Act, 1961, Goods and Service Tax Act 2017, Wealth Tax Act, 1957, Customs Act, 1962, Central Excise Act, 1944, Maharashtra Value Added Tax Act, 2002, Central Sales Tax Act, 1956, any other state Sales Tax /Value Added Tax laws, service tax, luxury tax, stamp laws or other applicable laws/ regulations (hereinafter in this Clause referred to as "Tax Laws") dealing with taxes/ duties/ levies allocable or related to the business of the Transferor Company to the extent not provided for or covered by tax provision in the accounts made as on the date immediately preceding the Appointed Date shall be transferred to Transferee Company.

13.2 All taxes (including income tax, Goods and Service Tax, wealth tax, sales tax, excise duty, customs duty, service tax, luxury tax, VAT, etc.) paid or payable by the Transferor Company in respect of the operations and/or the profits of the business on and from the Appointed Date, shall be on account of the Transferee Company and, insofar as it relates to the tax payment(including without limitation income tax, Goods and Service Tax, wealth tax, sales tax, excise duty, customs duty, service tax, luxury tax, VAT, etc.), whether by way of deduction at source, advance tax or otherwise howsoever, by the Transferor Company in respect of the profits or activities or operation of the business on and from the Appointed Date, the same shall be deemed to be the corresponding item paid by the Transferee Company, and shall, in all proceedings, be dealt with accordingly.

13.3 Without prejudice to the generality of the above, all benefits including under the income tax, Goods and Service Tax, sales tax, excise duty, customs duty, service tax, luxury tax, VAT, etc., to which the Transferor Company are entitled to in terms of the applicable Tax Laws of the Union and State Governments, shall be available to and vest in the Transferee Company.

13.4 During the Period between the Appointed Date and the Effective Date, the Transferor Companies shall continue to do all acts, necessary and in connection with all tax assessment proceedings/ appeals of whatsoever nature, pending and/or arising by or against the transferor Companies. With Effect from the Effective Date, the Tax proceedings shall be continued and enforced by and against the Transferee Company in accordance with applicable law.

13.5 The Transferee Company shall be entitled to file/revise its income tax, Goods and Service Tax, sales tax, excise duty, customs duty, service tax, luxury tax, VAT, etc. returns if required, and shall have right to claim refunds, Goods and Service Tax Credit, CENVAT credit or any other credits etc. if any, as may be required, consequent to this Scheme becoming effective.

**14. SAVING OF CONCLUDED TRANSACTIONS**

Subject to the terms of this Scheme, the transfer and vesting of the Undertaking of the Transferor Company under Clause 8 of this Scheme shall not affect any transactions or proceedings already concluded by the Transferor Company on or before the Appointed Date or concluded after the Appointed Date till the Effective Date, to the end and intent that the Transferee Company accepts and adopts all acts, deeds and things made, done and executed by the Transferor Company as acts, deeds and things made, done and executed by or on behalf of the Transferee Company.

**PART III**

**15. CANCELLATION OF SHARES**

15.1 The entire issued, subscribed and paid-up share capital of the Transferor Company is held by the Transferee Companies along with itsJoint Shareholders. Upon the scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of its holding in the Transferor Companies and the Paid up share capital of the Transferor Companies shall stand cancelled.

15.2 The Shares or the Share Certificate of the Transferor Companies shall, without any further application, act, instrument, or deed, be deemed to have been automatically cancelled and be of no effect on and from the Effective Date.

## PART IV

### 16. ACCOUNTING TREATMENT AND DIVIDENDS

16.1 Upon the coming into effect of this Scheme and with effect from the Appointed Date, for the purpose of accounting for and dealing with the value of the assets and liabilities in the books of the Transferee Company, all assets and liabilities recorded in the books of the Transferor Company and transferred to and vested in the Transferee Company pursuant to this scheme shall be recorded by the Transferee Company as per the pooling of interest method specified in Indian Accounting Standards (Ind AS) 103 and other applicable Indian Accounting Standards, in terms of Section 133 of the Companies Act, 2013 for the purpose of accounting for amalgamation.

16.2 Subject to provisions of this Scheme, the Transferee Company shall abide by Indian Accounting Standards i.e. Ind AS 103 and others issued by the Ministry of Corporate Affairs.

16.3 The amalgamation of Transferor Company with the Transferee Company in terms of this Scheme shall take place with effect from the Appointed Date and shall be in accordance with the provisions of Section 2(1B) of the Income Tax Act, 1961.

16.4 Inter Company balances shall be cancelled.

16.5 Comparative accounting period presented in the financial statements of Transferee Company shall be restated for the accounting impact of amalgamation, as stated above.

16.6 The identity of reserves of the Transferor Companies, if any, shall be preserved and they shall appear in the financial statements of the Transferee Company in the same form and manner in which they appeared in the financial statements of the Transferor Company prior to this Scheme becoming effective.

### 17. DECLARATION OF DIVIDEND

17.1 During the period between the Appointed Date and up to and including the Effective Date, the Transferor Company shall not declare any dividend without the prior written consent of the Board of Directors of the Transferee Company.

17.2 For the avoidance of doubt, it is hereby declared that nothing in the Scheme shall prevent the Transferee Company from declaring and paying dividends, whether interim or final, to its equity shareholders as on the Record Date for the purpose of dividend and the shareholders of the Transferor Company shall not be entitled to dividend, if any, declared by the Transferee Company prior to the Effective Date.

**PART V**

**18. DISSOLUTION OF TRANSFEROR COMPANIES** AND GENERAL TERMS AND CONDITIONS

On the coming into effect of this Scheme, the Transferor Company shall stand dissolved without winding-up, and the Board of Directors and any committees thereof of the Transferor Company shall without any further act, instrument or deed be and stand dissolved.

**19. VALIDITY OF EXISTING RESOLUTIONS, ETC.**

Upon the coming into effect of this Scheme, the resolutions, if any, of the Transferor Company, which are valid and subsisting on the Effective Date, shall continue to be valid and subsisting and be considered as resolutions of the Transferee Company and if any such resolutions have any monetary limits approved under the provisions of the Act, or any other applicable statutory provisions, then the said limits shall be added to the limits, if any, under like resolutions passed by the Transferee Company and shall constitute the aggregate of the said limits in the Transferee Company.

**20. MODIFICATION OF SCHEME**

The Transferor Company and the Transferee Company through their respective Boards of Directors including Committees of Directors or other persons, duly authorised by the respective Boards in this regard, may make, or assent to, any alteration or modification to this Scheme or to any conditions or limitations, which the NCLT or any other Competent Authority may deem fit to direct, approve or impose and may give such directions including an order of dissolution of the Transferor Company without process of winding up as they may consider necessary, to settle any doubt, question or difficulty, arising under the scheme or in regard to its implementation or in any manner connected therewith and to do and to execute all such acts, deeds, matters and things necessary for putting this Scheme into effect, or to review the portion relating to the satisfaction of the conditions to this scheme and if necessary, to waive any of those (to the extent permitted under law) for bringing this scheme into effect.

## 21. FILING OF APPLICATIONS

The Transferor Company and the Transferee Company shall use their best efforts to make and file all applications and petitions under Sections 230 to 232 and other applicable provisions of the Act, before the respective NCLT having jurisdiction for sanction of this Scheme under the provisions of law, and shall apply for such approvals as may be required under law.

## 22. APPROVALS

The Transferee Company shall be entitled, pending the sanction of the Scheme, to apply to any Governmental Authority, if required, under any law for such consents and approvals which the Transferee Company may require to own the Undertaking and to carry on the business of the Transferor Company.

## 23. SCHEME CONDITIONAL UPON SANCTIONS, ETC.

23.1 This Scheme is conditional upon and subject to:

23.2 The Scheme being agreed to by the requisite majority of the respective classes of members and/or creditors of the Transferor Company and of the Transferee Company as required under the Act and the requisite orders of the Jurisdictional NCLT being obtained; and

23.3 The certified copies of the orders of the Jurisdictional NCLT sanctioning this Scheme being filed with the Registrar of Companies, Maharashtra, Mumbai and the Registrar of Companies, New Delhi.

## 24. COSTS, CHARGES, EXPENSES AND STAMP DUTY

All costs, charges and expenses (including any taxes and duties) incurred or payable by the Transferor Company and Transferee Company in relation to or in connection with this Scheme and incidental to the completion of the amalgamation of the Transferor Company with the Transferee Company in pursuance of this Scheme, including stamp duty on the orders of NCLT, if any, and to the extent applicable and payable, shall be borne and paid by the Transferee Company.

*********************

**Deloitte**
**Haskins & Sells LLP**

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# INDEPENDENT AUDITOR'S REPORT

## To The Members of MIA Infrastructure Private Limited
## Report on the Audit of the Ind AS Financial Statements

### Opinion

We have audited the accompanying Ind AS financial statements of MIA Infrastructure Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Material uncertainty related to Going Concern

We draw attention to Note 2(b) to the Ind As financial statements, which indicates that the Company has incurred a net loss of 25.72 lakhs during the year ended 31st March, 2019, the Company's current liabilities exceeded its current assets by 30.67 lakhs. The. These events or conditions, along with other matters as set forth in Note 2(b), indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind As financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially

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(LLP Identification No. AAB-8737)

inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

   f) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

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Chartered Accountants

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kjmehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any property, plant and equipment and hence reporting under clause of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Service Tax / Goods & Services Tax as on March 31, 2019 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to debenture holders (Bank). The Company has not taken any loans from banks, financial institutions and Government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

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(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under

clause (xi) of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

KJMehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

**MIA Infrastructure Private Limited**
**Balance Sheet as at 31 March 2019**

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred Tax Assets (net) | 11 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | **-** | **-** |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 1.35 | 34.39 |
| (b) Other current assets | 4 | 5.08 | 1.43 |
| **TOTAL CURRENT ASSETS** | | **6.43** | **35.82** |
| **TOTAL ASSETS** | | **6.43** | **35.82** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 5 | 277.00 | 277.00 |
| (b) Other equity | 6 | (307.67) | (281.95) |
| **TOTAL EQUITY** | | **(30.67)** | **(4.95)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Trade payables | 7 | 3.26 | 6.64 |
| (ii) Other financial liabilities | 8 | 33.84 | 33.51 |
| (b) Other current liabilities | 9 | - | 0.62 |
| **TOTAL CURRENT LIABILITIES** | | **37.10** | **40.77** |
| **TOTAL EQUITY AND LIABILITIES** | | **6.43** | **35.82** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 21 | | |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S. Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Prakash Patil**
Director
DIN - 00049866

Mumbai
Dated : 05 April 2019

## MIA Infrastructure Private Limited
### Statement of Profit and Loss for the year ended 31 March 2019

(Rs in lakhs)

| | Particulars | Note No. | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 10 | 25.72 | 47.31 |
| | **Total Expenses** | | **25.72** | **47.31** |
| V | **Loss before exceptional items and tax (III-IV)** | | **(25.72)** | **(47.31)** |
| VI | Exceptional items Income / (Expense) | | - | - |
| VII | **Loss before tax (V-VI)** | | **(25.72)** | **(47.31)** |
| VIII | **Tax expenses** | | | |
| | Current Tax | | - | - |
| | Deferred Tax | | - | - |
| | **Total tax expenses** | | - | - |
| IX | **LOSS FOR THE YEAR (VII-VIII)** | | **(25.72)** | **(47.31)** |
| X | **Other Comprehensive Income:** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax on above | | - | - |
| | B. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax on above | | - | - |
| | | | - | - |
| XI | **Total Comprehensive Loss for the Year (IX+X)** | | **(25.72)** | **(47.31)** |
| XII | **Earnings per equity share** | 13 | | |
| | Basic | | (0.93) | (1.88) |
| | Diluted | | (0.93) | (1.88) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 21 | | |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.
As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

Kpmehta

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S. Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Prakash Patil**
Director
DIN - 00049866

Mumbai
Dated : 05 April 2019

## MIA Infrastructure Private Limited
## Statement of Cash Flow for the year ended 31 March 2019

(Rs in lakhs)

| Particulars | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|
| A **CASH FLOW FROM OPERATING ACTIVITIES** | | | | |
| **Loss Before Tax** | | **(25.72)** | | **(47.31)** |
| Increase / (Decrease) in Trade Payables | (3.38) | | 5.62 | |
| (Decrease) in other Non Financial Assets | (3.65) | | (1.06) | |
| Increase / (Decrease) in other financial liabilities | 0.33 | | (78.50) | |
| Increase / (Decrease) in other non-financial liabilities | (0.62) | (7.32) | 0.62 | (73.32) |
| **CASH USED IN OPERATIONS** | | (33.04) | | (120.63) |
| Direct Taxes Paid | | - | | - |
| **Net Cash Flow used in Operating Activities** | | **(33.04)** | | **(120.63)** |
| B **CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | |
| **Net Cash Flow from Investment Activities** | | - | | - |
| C **CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| Proceeds from Issue of Shares | - | | 147.00 | |
| **Net Cash Flow from Financing Activities** | | - | | **147.00** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(33.04)** | | **26.37** |
| **Opening Balance** | | **34.39** | | **8.02** |
| **Closing Balance** | | **1.35** | | **34.39** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(33.04)** | | **26.37** |
| **Components of Cash and Cash Equivalents** | | | | |
| Balances with Bank | | 1.35 | | 34.39 |
| **Total Balance** | | **1.35** | | **34.39** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

KJMehta

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S.Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Prakash Patil**
Director
DIN - 00049866

Mumbai
Dated : 05 April 2019

**Statement of Changes in Equity for the year ended 31 March 2019**

## A Equity Share Capital

| Particulars | For the Year ended 31 March 2019 | | For the Year ended 31 March 2018 | |
|---|---|---|---|---|
| | Number of Shares | Rs. in lakhs | Number of Shares | Rs. in lakhs |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 27,70,000 | 277.00 | 13,00,000 | 130.00 |
| Changes in equity share capital during the year | - | - | 14,70,000 | 147.00 |
| **Closing Balance** | **27,70,000** | **277.00** | **27,70,000** | **277.00** |

## B Other Equity

| Particulars | Retained Earnings | Other Comprehensive Income | Total |
|---|---|---|---|
| **Balance as at 01 April 2017** | **(234.64)** | **-** | **(234.64)** |
| Loss for the year | (47.31) | - | **(47.31)** |
| **Balance as at 31 March 2018** | **(281.95)** | **-** | **(281.95)** |
| Loss for the year | (25.72) | - | **(25.72)** |
| **Balance as at 31 March 2019** | **(307.67)** | **-** | **(307.67)** |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

Kalpesh J. Mehta

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S. Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Prakash Patil**
Director
DIN - 00049866

Mumbai
Dated : 05 April 2019

## 1 Background of the Company

a) MIA Infrastructure Private Limited ('the Company') was incorporated to carry on the business of establishment, construction, development, conception, identification, operation, maintenance and management of airport and airport infrastructure and connected facilities. In addition, it can carry and conduct the business of infrastructure and develop all kind of facilities for commercial or other use. The company is a private limited company incorporated and domiciled in India and has its registered office at Mumbai, Maharashtra, India.

b) "In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on January 2, 2019, had approved a scheme of amalgamation between MIA Infrastructure Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. April 1, 2019 ("Appointed date"). Consequently, on February 13, 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Mumbai.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 5th April 2019

**b) Going concern :**

As at 31 March 2019, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 277 lakhs (2018: INR 277 lakhs) and correspondingly, the Company's accumulated losses aggregated INR 307.67 lakhs (2018: INR 281.95 lakhs) which leads to material uncertainty related to Going Concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

### iii) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

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MIA Infrastructure Private Limited Mumbai

iv) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

v) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

1 **Financial assets**

**Classification**

The Company classifies financial assets as measured at amortised cost, at fair value through other comprehensive income (FVOCI) or at fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Debt instruments**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

2 **Financial liabilities**

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

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MIA Infrastructure Private Limited Mumbai

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of optionally convertible bonds is determined using a market interest rate for equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

MIA INFRASTRUCTURE PRIVATE LIMITED
MUMBAI

*(Currency: Indian rupees in lakhs)*

**3 Cash and Cash Equivalents**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 1.35 | 34.39 |
| **Total** | **1.35** | **34.39** |

**4 Other Assets**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Balance with Tax Authority | - | 5.08 | - | 1.43 |
| Others Receivable | - | - | - | - |
| **Total** | - | **5.08** | - | **1.43** |

**5 Equity Share Capital**

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 28,00,000 | 280.00 | 28,00,000 | 280.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 27,70,000 | 277.00 | 27,70,000 | 277.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 27,70,000 | 277.00 | 27,70,000 | 277.00 |
| **Total** | | **277.00** | | **277.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 27,70,000 | 277.00 | 13,00,000 | 130.00 |
| Add: Issued during the year | - | - | 14,70,000 | 147.00 |
| **As at the end of the year** | **27,70,000** | **277.00** | **27,70,000** | **277.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2019, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2018: Rs Nil).
In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 27,70,000 | 277.00 | 27,70,000 | 277.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 27,70,000 | 100% | 27,70,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately**

During the five year period ended 31 March, 2019, the company has not issued any equity shares for consideration other than cash.

**6 Other Equity**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Retained earnings | (307.67) | (281.95) |
| **TOTAL** | **(307.67)** | **(281.95)** |

**Retained earnings**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (281.95) | (234.64) |
| Add: (Loss) for the year | (25.72) | (47.31) |
| **Balance at the end of the Year** | **(307.67)** | **(281.95)** |

**7 Current Financial Liabilities - Trade Payables**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Trade Payables** | | |
| Micro, Small and Medium Enterprises | - | - |
| Others | 3.26 | 6.64 |
| **Total** | 3.26 | **6.64** |

Deloitte Haskins & Sells LLP Chartered Accountants

MIA Infrastructure Private Limited Mumbai

*(Currency: Indian rupees in lakhs)*

## 8 Other Current Financial Liabilities

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | 33.25 | | 33.25 | |
| - Others | 0.59 | | 0.26 | |
| | | 33.84 | | 33.51 |
| **Total** | | **33.84** | | **33.51** |

## 9 Other Current Liabilities

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Duty & Taxes Payable | - | 0.62 |
| **Total** | **-** | **0.62** |

## 10 Other Expenses

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Audit Fees (refer note 10(a)) | 0.82 | 0.27 |
| Bank Charges & Guarantee Commission | 0.04 | 0.12 |
| Fees & Consultations | 24.11 | 44.49 |
| Rates & Taxes | 0.03 | 1.60 |
| Sundry Expenses | - | 0.83 |
| Travelling Expenses | 0.72 | - |
| **Total** | **25.72** | **47.31** |

### (a) Remuneration to Statutory Auditors

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Statutory audit | 0.50 | 0.23 |
| Other Services | 0.23 | - |
| Service tax / GST | 0.09 | 0.04 |
| **Total** | **0.82** | **0.27** |

## 11 Deferred Tax Assets

### (a) Amounts recognised in profit and loss

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |

### (b) Reconciliation of effective tax rate

| | | |
|---|---|---|
| **Loss before tax** | (25.72) | (47.31) |
| Tax using the Company's domestic tax rate 25% | (6.43) | (11.83) |
| Reduction in tax rate | - | - |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 6.43 | 11.83 |
| **Total** | - | - |

### (c) Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future year against which the deferred tax asset created can be utilised.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

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MUMBAI
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## 12 Due to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

## 13 Earning Per Share

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (25.72) | (47.31) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 27,70,000 | 27,70,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 27,70,000 | 27,70,000 |
| Weighted average number of equity shares outstanding during the year | B | 27,70,000 | 25,19,615 |
| Earning Per Share – Basic (Rs.) | (A / B) | (0.93) | (1.88) |
| Earning Per Share – Diluted (Rs.) | | (0.93) | (1.88) |

## 14 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24

**(a) Related Party Disclosure**

| Holding Company | Ultimate Holding Company |
|---|---|
| Tata Realty and Infrastructure Limited | Tata Sons Limited |

| (b) Nature of Transactions / relationship / major parties | Holding Co | Total |
|---|---|---|
| **Issue of Equity Shares** | | |
| Tata Realty and Infrastructure Limited | 277.00 | 277.00 |
| | (277.00) | (277.00) |
| **Outstanding Balances Payable** | | |
| Tata Realty and Infrastructure Limited | 33.25 | 33.25 |
| | (33.25) | (33.25) |

Note: figures in bracket represent previous years figures.

## 15 Segment Reporting as per IND AS108 " Operating Segments"

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of the Company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

## 16 Other matters

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

## 17 Capital commitment, contingencies and other commitments

There are no capital commitments and contingent liabilities as at the balance sheet date.

Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2018: Rs Nil).

## 18 Financial instruments – Fair values and risk management

### A Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks and financial institutions of INR 1.35 lakhs and INR 34.39 lakhs as at 31 March 2019 and 31 March 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

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Chartered Accountants
DELOITTE

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**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.
As at 31 March, 2019, the Company had working capital of Rs(30.67) lakhs including short term borrowings of Rs Nil. As at 31 March, 2018, the Company had working capital of Rs (4.95) lakhs including short-term borrowings of Rs Nil.

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | - | - | - | | |
| Other financial liabilities | 33.84 | 33.84 | 33.84 | | |
| | 33.84 | 33.84 | 33.84 | | |
| **As at 31 March 2018** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | - | - | - | | |
| Other financial liabilities | 33.51 | 33.51 | 33.51 | | |
| | 33.51 | 33.51 | 33.51 | | |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

**E Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

**F Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

The Company's adjusted net debt to equity ratio at 31 March 2019 was as follows.

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Total borrowings | - | - |
| Less : Cash and cash equivalent | 1.35 | 34.39 |
| Adjusted net debt | (1.35) | (34.39) |
| Adjusted equity | (30.67) | (4.95) |
| Adjusted net debt to adjusted equity ratio (Times) | 0.04 | 6.94 |

**19 Financial instruments – Fair values and risk management**

**A Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 1.35 | 1.35 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | - | - | - | - | - | - |
| Other current financial liabilities | - | - | 33.84 | 33.84 | - | - | - | - |
| **31 March 2018** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 34.39 | 34.39 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | - | - | - | - | - | - |
| Other current financial liabilities | - | - | 33.51 | 33.51 | - | - | - | - |

**B Financial risk management**

The Company has exposure to the following risks arising from financial instruments:
- Credit risk ;
- Liquidity risk ; and
- Market risk

**C Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

20 There are no offsetting of financial assets and financial liabilities during the year.

**21 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S. S. Mhadgut

| | |
|---|---|
| **Santosh Mhadgut** | **Prakash Patil** |
| Director | Director |
| DIN - 08049549 | DIN - 00049866 |

Mumbai
Dated : 05 April 2019

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

**Deloitte Haskins & Sells LLP**

**Chartered Accountants**
Indiabulls Finance Centre
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Maharashtra, India
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## INDEPENDENT AUDITOR'S REPORT

**To The Members of MIA Infrastructure Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

### Opinion

We have audited the accompanying Ind AS financial statements of MIA Infrastructure Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Material uncertainty related to Going Concern

We draw attention to Note 2(b) to the Ind AS financial statements, wherein the events or conditions, along with other matters as set forth in the said note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind AS financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report.

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, Section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABK1936

Mumbai, 17 June 2020

Deloitte
Haskins & Sells LLP

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any fixed assets and hence reporting under clause (i) of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Goods & Services Tax, cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Goods & Services Tax as on 31 March 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of CARO 2016 is not applicable to the Company.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under clause of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABK1936

Mumbai, 17 June 2020

**MIA Infrastructure Private Limited**
**Balance Sheet as at 31 March 2020**

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred tax assets (net) | 11 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and cash equivalents | 3 | 1.33 | 1.35 |
| (b) Other current assets | 4 | 5.08 | 5.08 |
| **TOTAL CURRENT ASSETS** | | **6.41** | **6.43** |
| **TOTAL ASSETS** | | **6.41** | **6.43** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 5 | 277.00 | 277.00 |
| (b) Other equity | 6 | (308.28) | (307.67) |
| **TOTAL EQUITY** | | **(31.28)** | **(30.67)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 7 | 1.18 | - |
| (ii) Trade payables | 8 | 3.26 | 3.26 |
| (iii) Other financial liabilities | 9 | 33.25 | 33.84 |
| **TOTAL CURRENT LIABILITIES** | | **37.69** | **37.10** |
| **TOTAL EQUITY AND LIABILITIES** | | **6.41** | **6.43** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 21 | | |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S.Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Ritesh Kamdar**
Director
DIN - 00047995

Mumbai
Dated : 17 June 2020

## MIA Infrastructure Private Limited

### Statement of Profit and Loss for the year ended 31 March 2020

(Rs in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 10 | 0.61 | 25.72 |
| | **Total Expenses** | | **0.61** | **25.72** |
| V | **Loss before tax (III-IV)** | | **(0.61)** | **(25.72)** |
| VI | **Tax expenses** | | - | - |
| VII | **Loss for the year (V-VI)** | | **(0.61)** | **(25.72)** |
| VIII | **Other Comprehensive Income:** | | - | - |
| IX | **Total Comprehensive Loss for the Year (VII+VIII)** | | **(0.61)** | **(25.72)** |
| X | **Earnings per equity share** | 13 | | |
| | Basic | | (0.02) | (0.93) |
| | Diluted | | (0.02) | (0.93) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 21 | | |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.
As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S.Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Ritesh Kamdar**
Director
DIN - 00047995

Mumbai
Dated : 17 June 2020

**MIA Infrastructure Private Limited**
**Statement of Cash Flow for the year ended 31 March 2020**

(Rs in lakhs)

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| A **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| **Loss Before Tax** | (0.61) | (25.72) |
| (Decrease) in Trade Payables | - | (3.38) |
| (Decrease) in other Non Financial Assets | - | (3.65) |
| (Decrease)/ Increase in other financial liabilities | (0.59) | 0.33 |
| (Decrease) in other non-financial liabilities | - | (0.62) |
| **Cash (used in) Operations** | (1.20) | (33.04) |
| Direct Taxes Paid | - | - |
| **Net Cash (used in) Operating Activities** | (1.20) | (33.04) |
| B **CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| **Net Cash Flow from Investment Activities** | - | - |
| C **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Short term Borrowings | 1.18 | - |
| **Net Cash Flow from Financing Activities** | 1.18 | - |
| **NET (DECREASE) IN CASH AND CASH EQUIVALENTS** | (0.02) | (33.04) |
| **Opening Balance** | 1.35 | 34.39 |
| **Closing Balance** | 1.33 | 1.35 |
| **NET (DECREASE) IN CASH AND CASH EQUIVALENTS** | (0.02) | (33.04) |
| **Components of Cash and Cash Equivalents** | | |
| Balances with Bank | 1.33 | 1.35 |
| **Total Balance** | 1.33 | 1.35 |

**Note:**
The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in the Companies (Indian Accounting Standard) Rules, 2015. notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S. Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Ritesh Kamdar**
Director
DIN - 00047995

Mumbai
Dated : 17 June 2020

**MIA Infrastructure Private Limited**
**Notes to the Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**Statement of Changes in Equity for the year ended 31 March 2020**

**A Equity Share Capital**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Subscribed and Fully Paid up Capital** | | |
| Equity shares of INR 10 each | | |
| Opening Balance | 277.00 | 277.00 |
| **Closing Balance** | **277.00** | **277.00** |

**B Other Equity**

| Particulars | Retained earnings | Other comprehensive income | Total |
|---|---|---|---|
| **Balance as at 01 April 2018** | **(281.95)** | **-** | **(281.95)** |
| Loss for the year | (25.72) | - | **(25.72)** |
| **Balance as at 31 March 2019** | **(307.67)** | **-** | **(307.67)** |
| Loss for the year | (0.61) | - | **(0.61)** |
| **Balance as at 31 March 2020** | **(308.28)** | **-** | **(308.28)** |

The accompanying notes 1 to 21 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S.Mhadgut

**Santosh Mhadgut**
Director
DIN - 08049549

**Ritesh Kamdar**
Director
DIN - 00047995

Mumbai
Dated : 17 June 2020

## 1 Background of the Company

a) MIA Infrastructure Private Limited ('the Company') was incorporated on 22 January 2014 to carry on the business of establishment, construction, development, conception, identification, operation, maintenance and management of airport and airport infrastructure and connected facilities. In addition, it can carry and conduct the business of infrastructure and develop all kind of facilities for commercial or other use. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited, which is a wholly owned subsidiary of Tata Sons Private Limited, the ultimate holding Company. The Company is a private limited company incorporated and domiciled in India and has its registered office at Mumbai, Maharashtra, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on 2 January 2019, had approved a scheme of amalgamation between MIA Infrastructure Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. 1 April 2019 ("Appointed date"). Consequently, on 13 February 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Mumbai.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 17 June 2020

**b) Going concern :**

As at 31 March 2020, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 277 lakhs (2019: INR 277 lakhs) correspondingly, the Company's accumulated losses aggregated INR 308.28 lakhs (2019: INR 307.67 lakhs) and the Company's current liabilities exceeded its current assets by INR 31.28 lakhs. These factors give rise to a material uncertainty whether the Company would be able to continue as a going concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

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### iii) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

#### a) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

1 has a legally enforceable right to set off the recognised amounts; and
2 intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### b) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if:

1 the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
2 the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

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MIA INFRASTRUCTURE PRIVATE LIMITED MUMBAI

### iv) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

### v) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

#### 1 Financial assets

**Classification**

The Company classifies financial assets as measured at amortised cost, at fair value through other comprehensive income (FVOCI) or at fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Debt instruments**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

#### 2 Financial liabilities

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

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MIA INFRASTRUCTURE PRIVATE LIMITED MUMBAI

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of optionally convertible bonds is determined using a market interest rate for equivalent non-convertible bonds. This amount is recordec as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

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MIA Infrastructure Private Limited
Notes to the Ind AS financial statements
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

### 3 Cash and cash equivalents

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 1.33 | 1.35 |
| **Total** | **1.33** | **1.35** |

### 4 Other assets

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Balance with Tax Authority | - | 5.08 | - | 5.08 |
| **Total** | **-** | **5.08** | **-** | **5.08** |

### 5 Equity share capital

(a) **Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 28,00,000 | 280.00 | 28,00,000 | 280.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 27,70,000 | 277.00 | 27,70,000 | 277.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 27,70,000 | 277.00 | 27,70,000 | 277.00 |
| **Total** | | **277.00** | | **277.00** |

(b) **Reconciliation of number of shares outstanding**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 27,70,000 | 277.00 | 27,70,000 | 277.00 |
| **As at the end of the year** | **27,70,000** | **277.00** | **27,70,000** | **277.00** |

(c) **Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2020, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2019: Rs Nil).

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

(d) **Shares of the company held by the holding company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 27,70,000 | 277.00 | 27,70,000 | 277.00 |

(e) **Details of shareholding more than 5% in the Company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 27,70,000 | 100% | 27,70,000 | 100% |

(f) **Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :**

During the five year period ended 31 March, 2020, the company has not issued any equity shares for consideration other than cash.

### 6 Other equity

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Retained earnings | (308.28) | (307.67) |
| **TOTAL** | **(308.28)** | **(307.67)** |

**Retained earnings**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (307.67) | (281.95) |
| Add: (Loss) for the year | (0.61) | (25.72) |
| **Balance at the end of the Year** | **(308.28)** | **(307.67)** |

### 7 Current Financial Liabilities - Borrowings

The borrowings are analysed as follows :

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Interest-free loans from related parties** | | |
| Tata Realty and Infrastructure Limited | 1.18 | - |
| **Total** | **1.18** | **-** |

| The above amount includes | | |
|---|---|---|
| Secured Borrowings | - | - |
| Unsecured Borrowings | 1.18 | - |

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MIA Infrastructure Private Limited
Notes to the Ind AS financial statements
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**8 Current Financial Liabilities - Trade Payables**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Trade Payables** | | |
| Micro, Small and Medium Enterprises | - | - |
| Others | 3.26 | 3.26 |
| **Total** | 3.26 | 3.26 |

**9 Other Current Financial Liabilities**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | 33.25 | | 33.25 | |
| - Others | - | | 0.59 | |
| | | 33.25 | | 33.84 |
| **Total** | | 33.25 | | 33.84 |

**10 Other Expenses**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Audit Fees (refer note 10(a)) | 0.59 | 0.82 |
| Bank Charges & Guarantee Commission | - | 0.04 |
| Fees & Consultations | - | 24.11 |
| Rates & Taxes | 0.02 | 0.03 |
| Travelling Expenses | - | 0.72 |
| **Total** | **0.61** | **25.72** |

**(a) Remuneration to Statutory Auditors**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Statutory audit | 0.50 | 0.50 |
| Other Services | - | 0.23 |
| Goods and Services Tax | 0.09 | 0.09 |
| **Total** | **0.59** | **0.82** |

**11 Deferred Tax Assets**

**(a) Amounts recognised in profit and loss**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |
| **(b) Reconciliation of effective tax rate** | | |
| **Loss before tax** | (0.61) | (25.72) |
| Tax using the Company's domestic tax rate 25% | (0.15) | (6.43) |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.15 | 6.43 |
| **Total** | - | - |

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future against which the deferred tax asset created can be utilised.

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

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MIA INFRASTRUCTURE PRIVATE LIMITED MUMBAI

**12 Due to micro and small suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

**13 Earning Per Share**

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (0.61) | (25.72) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 27,70,000 | 27,70,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 27,70,000 | 27,70,000 |
| Weighted average number of equity shares outstanding during the year | B | 27,70,000 | 27,70,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (0.02) | (0.93) |
| Earning Per Share – Diluted (Rs.) | | (0.02) | (0.93) |

**14 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

| Holding Company | Ultimate Holding Company |
|---|---|
| Tata Realty and Infrastructure Limited | Tata Sons Private Limited |

| (b) Nature of Transactions / relationship / major parties | Holding Co | Total |
|---|---|---|
| **Borrowings** | | |
| Tata Realty and Infrastructure Limited | 1.18 | 1.18 |
| | - | - |
| **Outstanding Balances Payable** | | |
| Tata Realty and Infrastructure Limited | 34.43 | 34.43 |
| | (33.25) | (33.25) |

Note: figures in bracket represent previous years figures.

**15 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of the Company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

**16 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**17 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2019: Rs Nil).

**18 Financial instruments – Fair values and risk management**

**A Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks of INR 1.33 lakhs and INR 1.35 lakhs as at 31 March 2020 and 31 March 2019 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

RKH



MIA INFRASTRUCTURE PRIVATE LIMITED MUMBAI

**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.
As at 31 March, 2020, the Company had working capital of Rs (31.28) lakhs including short term borrowings of Rs 1.18 lakhs. As at 31 March, 2019, the Company had working capital of Rs (30.67) lakhs including short-term borrowings of Rs Nil.

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2020** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 1.18 | 1.18 | 1.18 | - | - |
| Other financial liabilities | 33.25 | 33.25 | 33.25 | - | - |
| | 34.43 | 34.43 | 34.43 | - | - |
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | - | - | - | - | - |
| Other financial liabilities | 33.84 | 33.84 | 33.84 | - | - |
| | 33.84 | 33.84 | 33.84 | - | - |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

**E Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

**F Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

The Company's adjusted net debt to equity ratio at 31 March 2020 was as follows.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Total borrowings | 1.18 | - |
| Less : Cash and cash equivalent | 1.33 | 1.35 |
| Adjusted net debt | (0.15) | (1.35) |
| Adjusted equity | (31.28) | (30.67) |
| Adjusted net debt to adjusted equity ratio (Times) | 0.00 | 0.04 |

**19 Financial instruments – Fair values and risk management**

**A Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 1.33 | 1.33 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 1.18 | 1.18 | - | - | - | - |
| Other current financial liabilities | - | - | 33.25 | 33.25 | - | - | - | - |
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 1.35 | 1.35 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | - | - | - | - | - | - |
| Other current financial liabilities | - | - | 33.84 | 33.84 | - | - | - | - |

**B Financial risk management**

The Company has exposure to the following risks arising from financial instruments:
- Credit risk ;
- Liquidity risk ; and
- Market risk

**C Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

20 There are no offsetting of financial assets and financial liabilities during the year.

**21 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

RKH

For and on behalf of the **Board of Directors of**
**MIA Infrastructure Private Limited**
CIN: U74900MH2014PTC252385

S.S. Mhadgut

| | |
|---|---|
| **Santosh Mhadgut** | **Ritesh Kamdar** |
| Director | Director |
| DIN - 08049549 | DIN - 00047995 |

Mumbai
Dated : 17 June 2020

# Deloitte Haskins & Sells LLP

Chartered Accountants
Lotus Corporate Park
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## INDEPENDENT AUDITOR'S REPORT

**To The Members of Wellkept Facility Management Services Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

### Opinion

We have audited the accompanying Ind AS financial statements of Wellkept Facility Management Services Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Material uncertainty related to Going Concern

We draw attention to Note 2(b) to the Ind As financial statements, which indicates that the Company has incurred a net loss of 1.06 lakhs during the year ended 31st March, 2019, the Company's current liabilities exceeded its current assets by 1.44 lakhs. The. These events or conditions, along with other matters as set forth in Note 2(b), indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind As financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially

inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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Chartered Accountants

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

   f) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kjmehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any property, plant and equipment and hence reporting under clause of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Service Tax / Goods & Services Tax as on March 31, 2019 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to debenture holders (Bank). The Company has not taken any loans from banks, financial institutions and Government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under

HASKINS & SELLS LLP
Chartered Accountants
DELOITTE

## Wellkept Facility Management Services Private Limited

*(formerly known as TRIL Hospitality Private Limited)*

### Balance Sheet as at 31 March 2019

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred tax assets (net) | 10 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 5.65 | 0.28 |
| (b) Other current assets | 4 | - | 23.67 |
| **TOTAL CURRENT ASSETS** | | **5.65** | **23.95** |
| **TOTAL ASSETS** | | **5.65** | **23.95** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 5 | 40.00 | 40.00 |
| (b) Other equity | 6 | (41.44) | (40.38) |
| **TOTAL EQUITY** | | **(1.44)** | **(0.38)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 7 | 6.50 | 6.50 |
| (ii) Other financial liabilities | 8 | 0.59 | 17.83 |
| **TOTAL CURRENT LIABILITIES** | | **7.09** | **24.33** |
| **TOTAL EQUITY AND LIABILITIES** | | **5.65** | **23.95** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 20 | | |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Nandlal Singh**
Director
DIN: 07384037

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 05 April 2019

**Wellkept Facility Management Services Private Limited**

*(formerly known as TRIL Hospitality Private Limited)*

**Statement of Profit and Loss for the year ended 31 March 2019**

(Rs in lakhs)

| | Particulars | Note No. | For the year ended March 31, 2019 | For the year ended March 31, 2018 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 9 | 1.06 | 0.55 |
| | **Total Expenses** | | **1.06** | **0.55** |
| V | **Loss before exceptional items and tax (III-IV)** | | **(1.06)** | **(0.55)** |
| VI | Exceptional items Income / (Expense) | | - | - |
| VII | **Loss before tax (V-VI)** | | **(1.06)** | **(0.55)** |
| VIII | **Tax expenses** | | | |
| | Current Tax | | - | - |
| | Deferred Tax | | - | - |
| | **Total tax expenses** | | - | - |
| IX | **LOSS FOR THE YEAR (VII-VIII)** | | **(1.06)** | **(0.55)** |
| X | **Other Comprehensive Income:** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax onabove | | - | - |
| | B. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax onabove | | - | - |
| | | | - | - |
| XI | **Total Comprehensive Loss for the Year (IX+X)** | | **(1.06)** | **(0.55)** |
| XII | **Earnings per equity share** | 12 | | |
| | Basic | | (0.27) | (0.14) |
| | Diluted | | (0.27) | (0.14) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 20 | | |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Nandlal Singh**
Director
DIN: 07384037

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 05 April 2019

## Wellkept Facility Management Services Private Limited

*(formerly known as TRIL Hospitality Private Limited)*

## Statement of Cash Flow for the year ended 31 March 2019

(Rs in lakhs)

| | Particulars | For the year ended March 31, 2019 | | For the year ended March 31, 2018 | |
|---|---|---|---|---|---|
| A | **CASH FLOW FROM OPERATING ACTIVITIES** | | | | |
| | **Loss Before Tax** | | **(1.06)** | | **(0.55)** |
| | (Decrease) in other financial liabilities | (17.24) | | (0.27) | |
| | Increase / (Decrease) in other non-financial liabilities | - | 6.44 | (0.40) | (0.68) |
| | **CASH GENERATED FROM OPERATIONS** | | 5.37 | | (1.23) |
| | Direct Taxes Paid | | - | | - |
| | **Net Cash Flow Generated from Operating Activities** | | **5.37** | | **(1.23)** |
| B | **CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | |
| | **Net Cash Flow Used in Investment Activities** | | - | | - |
| C | **CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| | **Net Cash Flow Used in Financing Activities** | | - | | - |
| | **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **5.37** | | **(1.23)** |
| | **Opening Balance** | | **0.28** | | **1.51** |
| | **Closing Balance** | | **5.65** | | **0.28** |
| | **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **5.37** | | **(1.23)** |
| | **Components of Cash and Cash Equivalents** | | | | |
| | Cash on Hand | | - | | - |
| | Balances with Bank | | 5.65 | | 0.28 |
| | **Total Balance** | | **5.65** | | **0.28** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Nandlal Singh**
Director
DIN: 07384037

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 05 April 2019

**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
**Notes to the Ind AS financial statements**
*(Currency: Indian rupees in lakhs)*

**Statement of Changes in Equity for the year Ended 31 March 2019**

**A Equity Share Capital**

| Particulars | For the year ended March 31, 2019 | | For the year ended March 31, 2018 | |
|---|---|---|---|---|
| | Number of Shares | Rs. in lakhs | Number of Shares | Rs. in lakhs |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| Changes in equity share capital during the year | - | - | - | - |
| **Closing Balance** | **4,00,000** | **40.00** | **4,00,000** | **40.00** |

**B Other Equity**

| Particulars | Retained Earnings | Other Comprehensive Income | Total |
|---|---|---|---|
| **Balance as at 01 April 2017** | **(39.83)** | **-** | **(39.83)** |
| Loss for the year | (0.55) | - | **(0.55)** |
| **Balance as at 31 March 2018** | **(40.38)** | **-** | **(40.38)** |
| Loss for the year | (1.06) | - | **(1.06)** |
| **Balance as at 31 March 2019** | **(41.44)** | **-** | **(41.44)** |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date
**For Deloitte Haskins & Sells LLP**
Chartered Accountants

Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Nandlal Singh**
Director
DIN: 07384037

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 05 April 2019

## 1 Background of the Company

a) Wellkept Facility Management Services Private Limited (formerly known as TRIL Hospitality Private Limited) ('the Company') was incorporated to carry on the business of development of real estate and infrastructure facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited, which is a wholly owned subsidiary of Tata Sons Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at Mumbai, Maharashtra, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on January 2, 2019, had approved a scheme of amalgamation between Wellkept Facility Management Services Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. April 1, 2019 ("Appointed date"). Consequently, on February 13, 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Mumbai.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

These Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 5th April 2019

**b) Going concern :**

As at 31 March 2019, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 40 lakhs (2018: INR 40 lakhs) and correspondingly, the Company's accumulated losses aggregated INR 41.44 lakhs (2018: INR 40.38 lakhs) which leads to material uncertainty related to Going Concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

### iii) Borrowing cost

Borrowing costs are expensed in the period in which they are incurred.

iv) **Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

v) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

vi) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

1 **Financial assets**

**Classification**

The Company classifies financial assets as measured at amortised cost, at fair value through other comprehensive income (FVOCI) or at fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Debt instruments**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

2 **Financial liabilities**

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.
Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vii) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

viii) **Earnings per share**

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

*(Currency: Indian rupees in lakhs)*

**3 Cash and Cash Equivalents**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 5.65 | 0.28 |
| **Total** | **5.65** | **0.28** |

**4 Other Assets**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Others Receivable - Related Party | - | - | - | 23.67 |
| **Total** | - | - | - | **23.67** |

**5 Equity Share Capital**

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 10,00,000 | 100.00 | 10,00,000 | 100.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| **Total** | | **40.00** | | **40.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **4,00,000** | **40.00** | **4,00,000** | **40.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2019, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2018: Rs Nil).

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 4,00,000 | 40.00 | 4,00,000 | 40.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 4,00,000 | 100% | 4,00,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preeceding the reporting date :**

During the five year period ended 31 March, 2019, the company has not issued any equity shares for consideration other than cash.

**6 Other Equity**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Retained earnings | (41.44) | (40.38) |
| **TOTAL** | **(41.44)** | **(40.38)** |

**Retained earnings**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (40.38) | (39.83) |
| Add: (Loss) for the year | (1.06) | (0.55) |
| **Balance at the end of the Year** | **(41.44)** | **(40.38)** |

Deloitte Haskins & Sells Chartered Accountants

Wellkept Facility Management Services Private Limited

*(Currency: Indian rupees in lakhs)*

**7 Current Financial Liabilities - Borrowings**

**The borrowings are analysed as follows :**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Interest-free loans from related parties recoverable on demand** | | |
| Tata Realty and Infrastructure Limited | 6.50 | 6.50 |
| **TOTAL** | **6.50** | **6.50** |
| **The above amount includes** | | |
| Secured Borrowings | - | - |
| Unsecured Borrowings | **6.50** | **6.50** |

**8 Other Current Financial Liabilities**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | 17.53 | |
| - Others | 0.59 | | 0.30 | |
| | | 0.59 | | 17.83 |
| **Total** | | **0.59** | | **17.83** |

**9 Other Expenses**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Fees & Consultations | 0.08 | 0.21 |
| Rates & Taxes ( incl indirect taxes) | 0.06 | 0.07 |
| Audit Fees (refer note 9 (a)) | 0.92 | 0.27 |
| **Total** | **1.06** | **0.55** |

**(a) Remuneration to Statutory Auditors**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Statutory audit | 0.50 | 0.23 |
| Other Services | 0.33 | - |
| Service tax / GST | 0.09 | 0.04 |
| **Total** | **0.92** | **0.27** |

**10 Deferred Tax Assets**

**(a) Amounts recognised in profit and loss**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |

| **(b) Reconciliation of effective tax rate** | | |
|---|---|---|
| **Loss before tax** | (1.06) | (0.55) |
| Tax using the Company's domestic tax rate 25% (p.y. 25%) | (0.27) | (0.14) |
| Reduction in tax rate | - | - |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.27 | 0.14 |
| **Total** | - | - |

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future year against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 7.55 | 1.89 | 8.12 | 2.03 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2010-11 | - | 2018-19 | 1.12 | 2018-19 |
| Business loss | 2011-12 | 0.73 | 2019-20 | 0.73 | 2019-20 |
| Business loss | 2012-13 | 0.63 | 2020-21 | 0.63 | 2020-21 |
| Business loss | 2013-14 | 1.23 | 2021-22 | 1.23 | 2021-22 |
| Business loss | 2014-15 | 0.99 | 2022-23 | 0.99 | 2022-23 |
| Business loss | 2015-16 | 2.54 | 2023-24 | 2.54 | 2023-24 |
| Business loss | 2016-17 | 0.88 | 2024-25 | 0.88 | 2024-25 |
| Business loss | 2017-18 | 0.55 | 2025-26 | - | 2025-26 |
| Total | | **7.55** | | **8.12** | |

*(Currency: Indian rupees in lakhs)*

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

**11 Due to micro and small suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

**12 Earning Per Share**

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (1.06) | (0.55) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 4,00,000 | 4,00,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 4,00,000 | 4,00,000 |
| Weighted average number of equity shares outstanding during the year | B | 4,00,000 | 4,00,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (0.27) | (0.14) |
| Earning Per Share – Diluted (Rs.) | | (0.27) | (0.14) |

**13 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate Holding Company**
Tata Sons Limited

**Holding Company**
Tata Realty and Infrastructure Limited

**Fellow subsidiary**
TRIL Infopark Limited

| (b) Nature of Transactions / relationship / major parties | Ultimate holding Company | Holding Co | Fellow subsidiary | Total |
|---|---|---|---|---|
| **Outstanding Balances Payable** | | | | |
| **Other Payable** | | | | |
| Tata Realty and Infrastructure Limited | - | - | - | - |
| | (-) | (17.53) | (-) | (17.53) |
| **ICD Payable** | | | | |
| Tata Realty and Infrastructure Limited | - | 6.50 | - | 6.50 |
| | (-) | (6.50) | (-) | (6.50) |
| **Interest accrued and due on borrowings** | | | | |
| Tata Realty and Infrastructure Limited | - | - | - | - |
| | (-) | (0.35) | (-) | (0.35) |
| **Outstanding Balances Receivable** | | | | |
| **Other Receivable** | | | | |
| TRIL Infopark Limited | - | - | - | - |
| | (-) | (-) | (23.67) | (23.67) |

All the transactions with related parties are at arm's length and all the outstanding balances are unsecured except the interest free loan from Holding company

*Note: figures in bracket represent previous years figures.

**14 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of the company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

**15 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**16 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.

Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2018: Rs Nil).

**17 Financial instruments – Fair values and risk management**

A **Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks and financial institustions of INR 5.73 lakhs and INR 0.28 lakhs as at 31 March 2019 and 31 March 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

B **Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

As at 31 March, 2019, the Company had working capital of Rs (1.44) lakhs inculding short term borrowings of Rs 6.50 lakhs. As at 31 March, 2018, the Company had working capital of Rs (0.38) lakhs inculding short-term borrowings of Rs 6.50 lakhs.

C **Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | **6.50** | **6.50** | **6.50** | | |
| Other financial liabilities | **0.59** | **0.59** | **0.59** | | |
| | **7.09** | **7.09** | **7.09** | | |
| **As at 31 March 2018** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 6.50 | 6.50 | 6.50 | | |
| Other financial liabilities | 17.83 | 17.83 | 17.83 | | |
| | 24.33 | 24.33 | 24.33 | | |

D **Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

E **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The interest rate profile of the company's interest-bearing financial instruments is as follows.

| Fixed-rate instruments | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Financial liabilities | | |
| ICD from Tata Realty and Infrastructure Limited | **6.50** | 6.50 |

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

F **Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company has obtained borrowings primarily from its holding company.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

*(Currency: Indian rupees in lakhs)*

The Company's adjusted net debt to equity ratio at March 31, 2019 was as follows.

| Paticulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Total borrowings | **6.50** | 6.50 |
| Less : Cash and cash equivalent | **5.65** | 0.28 |
| Adjusted net debt | **0.85** | 6.22 |
| Adjusted equity | **(1.44)** | (0.38) |
| Adjusted net debt to adjusted equity ratio % | **(0.59)** | (16.57) |

**18 Financial instruments – Fair values and risk management**

**A Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | **5.65** | **5.65** | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | **6.50** | **6.50** | - | - | - | - |
| Other current financial liabilities | - | - | **0.59** | **0.59** | - | - | - | - |
| **31 March 2018** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.28 | 0.28 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 6.50 | 6.50 | - | - | - | - |
| Other current financial liabilities | - | - | 17.83 | 17.83 | - | - | - | - |

**B Financial risk management**

The Company has exposure to the following risks arising from financial instruments:
- Credit risk ;
- Liquidity risk ; and
- Market risk

**C Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

19 There are no offsetting of financial assets and financial liabilities during the year.

**20 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

**Nandlal Singh**
Director
DIN: 07384037

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 05 April 2019

# Deloitte Haskins & Sells LLP

**Chartered Accountants**
Indiabulls Finance Centre
Tower 3, 27th – 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai – 400 013
Maharashtra, India
Tel: +91 22 6185 4000
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**INDEPENDENT AUDITOR'S REPORT**

**To The Members of Wellkept Facility Management Services Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of Wellkept Facility Management Services Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Material uncertainty related to Going Concern**

We draw attention to Note 2(b) to the Ind AS financial statements, wherein the events or conditions, along with other matters as set forth in the said note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind AS financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report.

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, Section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABM3474

Mumbai, 17 June 2020

Deloitte
Haskins & Sells LLP

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any fixed assets and hence reporting under clause (i) of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Goods & Services Tax, cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Goods & Services Tax as on 31 March 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of CARO 2016 is not applicable to the Company.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under clause of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABM3474

Mumbai, 17 June 2020

**Wellkept Facility Management Services Private Limited**

*(formerly known as TRIL Hospitality Private Limited)*

**Balance Sheet as at 31 March 2020**

**(Rs. in lakhs)**

| Particulars | Note No. | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred tax assets (net) | 10 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | **-** | **-** |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 5.64 | 5.65 |
| **TOTAL CURRENT ASSETS** | | **5.64** | **5.65** |
| **TOTAL ASSETS** | | **5.64** | **5.65** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 4 | 40.00 | 40.00 |
| (b) Other equity | 5 | (41.45) | (41.44) |
| **TOTAL EQUITY** | | **(1.45)** | **(1.44)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 6 | 6.50 | 6.50 |
| (ii) Other financial liabilities | 7 | 0.59 | 0.59 |
| **TOTAL CURRENT LIABILITIES** | | **7.09** | **7.09** |
| **TOTAL EQUITY AND LIABILITIES** | | **5.64** | **5.65** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 20 | | |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Sunil Dhagat**
Director
DIN: 03081163

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 17 June 2020

## Wellkept Facility Management Services Private Limited

*(formerly known as TRIL Hospitality Private Limited)*

## Statement of Profit and Loss for the year ended 31 March 2020

(Rs in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | 8 | 0.01 | - |
| III | **Total Income (I +II)** | | **0.01** | - |
| IV | **Expenses:** | | | |
| | Other expenses | 9 | 0.02 | 1.06 |
| | **Total Expenses** | | **0.02** | **1.06** |
| V | **Loss before tax (III-IV)** | | **(0.01)** | **(1.06)** |
| VI | **Tax expenses** | | - | - |
| VII | **Loss for the year (V-VI)** | | **(0.01)** | **(1.06)** |
| VIII | **Other Comprehensive Income:** | | - | - |
| IX | **Total Comprehensive Loss for the Year (VII+VIII)** | | **(0.01)** | **(1.06)** |
| X | **Earnings per equity share** | 12 | | |
| | Basic | | (0.00) | (0.27) |
| | Diluted | | (0.00) | (0.27) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 20 | | |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

S.B.

**Sunil Dhagat**
Director
DIN: 03081163

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 17 June 2020

**Wellkept Facility Management Services Private Limited**

*(formerly known as TRIL Hospitality Private Limited)*

**Statement of Cash Flow for the year ended 31 March 2020**

(Rs in lakhs)

| | Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| A | **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| | **Loss Before Tax** | **(0.01)** | **(1.06)** |
| | (Decrease) in Other Non Financial Assets | - | 23.67 |
| | (Decrease) in other financial liabilities | - | (17.24) |
| | **Cash (used in)/ generated from operations** | (0.01) | 5.37 |
| | Direct Taxes Paid | - | - |
| | **Net Cash Flow (used in)/ Generated from Operating Activities** | **(0.01)** | **5.37** |
| B | **CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| | **Net Cash Flow Used in Investment Activities** | - | - |
| C | **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| | **Net Cash Flow Used in Financing Activities** | - | - |
| | **NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS** | **(0.01)** | **5.37** |
| | **Opening Balance** | **5.65** | **0.28** |
| | **Closing Balance** | **5.64** | **5.65** |
| | **NET (DECREASE)/ INCREASE IN CASH AND CASH EQUIVALENTS** | **(0.01)** | **5.37** |
| | **Components of Cash and Cash Equivalents** | | |
| | Cash on Hand | - | - |
| | Balances with Bank | 5.64 | 5.65 |
| | **Total Balance** | **5.64** | **5.65** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in the Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Sunil Dhagat**
Director
DIN: 03081163

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 17 June 2020

**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
**Notes to the Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**A Equity Share Capital**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Subscribed and Fully Paid up Capital** | | |
| Equity shares of INR 10 each | | |
| Opening Balance | 40.00 | 40.00 |
| Changes in equity share capital during the year | - | - |
| **Closing Balance** | **40.00** | **40.00** |

**B Other Equity**

| Particulars | Retained earnings | Other comprehensive income | Total |
|---|---|---|---|
| **Balance as at 01 April 2018** | **(40.38)** | **-** | **(40.38)** |
| Loss for the year | (1.06) | - | **(1.06)** |
| **Balance as at 31 March 2019** | **(41.44)** | **-** | **(41.44)** |
| Loss for the year | (0.01) | - | **(0.01)** |
| **Balance as at 31 March 2020** | **(41.45)** | **-** | **(41.45)** |

The accompanying notes 1 to 20 form an integral part of these Ind AS financial statements.

As per our report of even date
**For Deloitte Haskins & Sells LLP**
Chartered Accountants

Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

**Sunil Dhagat**
Director
DIN: 03081163

**Amit Sheth**
Director
DIN: 07997663

Mumbai
Dated : 17 June 2020

**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*

**Notes to the Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

## 1 Background of the Company

a) Wellkept Facility Management Services Private Limited (formerly known as TRIL Hospitality Private Limited) ('the Company') was incorporated on 4 January 2008 to carry on the business of development of real estate and infrastructure facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited, which is a wholly owned subsidiary of Tata Sons Private Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at Mumbai, Maharashtra, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on 2 January 2019, had approved a scheme of amalgamation between Wellkept Facility Management Services Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. 1 April 2019 ("Appointed date"). Consequently, on 13 February 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Mumbai.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

These Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 17 June 2020

**b) Going concern :**

As at 31 March 2020, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 40 lakhs (2019: INR 40 lakhs) correspondingly, the Company's accumulated losses aggregated INR 41.45 lakhs (2019: INR 41.44 lakhs) and the Company's current liabilities exceeded its current assets by INR.1.45 lakhs. These factors give rise to a material uncertainty whether the Company would be able to continue as a going concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

### iii) Borrowing cost



Borrowing costs are expensed in the period in which they are incurred.

iv) **Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

a) **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

1 has a legally enforceable right to set off the recognised amounts; and

2 intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if:

1 the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

2 the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

v) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

vi) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

1 **Financial assets**

**Classification**

The Company classifies financial assets as measured at amortised cost, at fair value through other comprehensive income (FVOCI) or at fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

**Debt instruments**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognised in the statement of profit and loss.



**De-recognition** RKV

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

2 **Financial liabilities**

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.
Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vii) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

viii) **Earnings per share**

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

(Currency: Indian rupees in lakhs)

## 3 Cash and Cash Equivalents

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 5.64 | 5.65 |
| **Total** | **5.64** | **5.65** |

## 4 Equity Share Capital

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 10,00,000 | 100.00 | 10,00,000 | 100.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| **Total** | | **40.00** | | **40.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 4,00,000 | 40.00 | 4,00,000 | 40.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **4,00,000** | **40.00** | **4,00,000** | **40.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2020, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2019: Rs Nil).

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 4,00,000 | 40.00 | 4,00,000 | 40.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 4,00,000 | 100% | 4,00,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :**

During the five year period ended 31 March, 2020, the company has not issued any equity shares for consideration other than cash.

## 5 Other Equity

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Retained earnings | (41.45) | (41.44) |
| **TOTAL** | **(41.45)** | **(41.44)** |

**Retained earnings**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (41.44) | (40.38) |
| Add: (Loss) for the year | (0.01) | (1.06) |
| **Balance at the end of the Year** | **(41.45)** | **(41.44)** |

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
Notes to the Ind AS financial statements
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**6 Current Financial Liabilities - Borrowings**

**The borrowings are analysed as follows :**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Interest-free loans from related parties recoverable on demand** | | |
| Tata Realty and Infrastructure Limited | 6.50 | 6.50 |
| **TOTAL** | **6.50** | **6.50** |
| **The above amount includes** | | |
| Secured Borrowings | - | - |
| Unsecured Borrowings | **6.50** | **6.50** |

**7 Other Current Financial Liabilities**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | (0.03) | |
| - Others | 0.59 | | 0.62 | |
| | | 0.59 | | 0.59 |
| **Total** | | **0.59** | | **0.59** |

**8 Other Income**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Miscellaneous Income | 0.01 | - |
| **Total** | **0.01** | **-** |

**9 Other Expenses**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Fees & Consultations | - | 0.08 |
| Rates & Taxes ( incl indirect taxes) | 0.02 | 0.06 |
| Audit Fees (refer note 9 (a)) | - | 0.92 |
| **Total** | **0.02** | **1.06** |

**(a) Remuneration to Statutory Auditors**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Statutory audit | - | 0.50 |
| Other Services | - | 0.33 |
| Goods and Services Tax | - | 0.09 |
| **Total** | **-** | **0.92** |

**10 Deferred Tax Assets (net)**

**(a) Amounts recognised in profit and loss**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |
| **(b) Reconciliation of effective tax rate** | | |
| **Loss before tax** | (0.01) | (1.06) |
| Tax using the Company's domestic tax rate 25% (p.y. 25%) | (0.00) | (0.27) |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.00 | 0.27 |
| **Total** | - | - |

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(Currency: Indian rupees in lakhs)

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future year against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 8.61 | 2.15 | 7.55 | 1.89 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2011-12 | 0.73 | 2019-20 | 0.73 | 2019-20 |
| Business loss | 2012-13 | 0.63 | 2020-21 | 0.63 | 2020-21 |
| Business loss | 2013-14 | 1.23 | 2021-22 | 1.23 | 2021-22 |
| Business loss | 2014-15 | 0.99 | 2022-23 | 0.99 | 2022-23 |
| Business loss | 2015-16 | 2.54 | 2023-24 | 2.54 | 2023-24 |
| Business loss | 2016-17 | 0.88 | 2024-25 | 0.88 | 2024-25 |
| Business loss | 2017-18 | 0.55 | 2025-26 | 0.55 | 2025-26 |
| Business loss | 2018-19 | 1.06 | 2026-27 | | |
| **Total** | | **8.61** | | **7.55** | |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

## 11 Due to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

## 12 Earning Per Share

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (0.01) | (1.06) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 4,00,000 | 4,00,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 4,00,000 | 4,00,000 |
| Weighted average number of equity shares outstanding during the year | B | 4,00,000 | 4,00,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (0.00) | (0.27) |
| Earning Per Share – Diluted (Rs.) | | (0.00) | (0.27) |

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

**Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
Notes to the Ind AS financial statements
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**13 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate Holding Company**
Tata Sons Private Limited

**Holding Company**
Tata Realty and Infrastructure Limited

| (b) Nature of Transactions / relationship / major parties | Holding Co | Total |
|---|---|---|
| **Outstanding Balances Payable** | | |
| **ICD Payable** | | |
| Tata Realty and Infrastructure Limited | 6.50 | 6.50 |
| | (6.50) | (6.50) |

All the transactions with related parties are at arm's length except the interest free loan from Holding company and all the outstanding balances are unsecured.
Note: figures in bracket represent previous years figures.

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WELLKEPT FACILITY MANAGEMENT SERVICES PRIVATE LIMITED

**14 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of the company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

**15 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**16 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2019: Rs Nil).

**17 Financial instruments – Fair values and risk management**

**A Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks of INR 5.64 lakhs and INR 5.65 lakhs as at 31 March 2020 and 31 March 2019 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.
As at 31 March, 2020, the Company had working capital of Rs (1.45) lakhs including short term borrowings of Rs 6.50 lakhs. As at 31 March, 2019, the Company had working capital of Rs (1.44) lakhs including short-term borrowings of Rs 6.50 lakhs.

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2020** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | **6.50** | **6.50** | **6.50** | - | - |
| Other financial liabilities | **0.59** | **0.59** | **0.59** | - | - |
| | 7.09 | 7.09 | 7.09 | - | - |
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 6.50 | 6.50 | 6.50 | - | - |
| Other financial liabilities | 0.59 | 0.59 | 0.59 | - | - |
| | 7.09 | 7.09 | 7.09 | - | - |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

**E Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The interest rate profile of the company's interest-bearing financial instruments is as follows.

| Fixed-rate instruments | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Financial liabilities | | |
| ICD from Tata Realty and Infrastructure Limited | **6.50** | 6.50 |

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

**F Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company has obtained borrowings primarily from its holding company.
The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

RKH

(Currency: Indian rupees in lakhs)

The Company's adjusted net debt to equity ratio at March 31, 2020 was as follows.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Total borrowings | **6.50** | 6.50 |
| Less : Cash and cash equivalent | **5.64** | 5.65 |
| Adjusted net debt | **0.86** | 0.85 |
| Adjusted equity | **(1.45)** | (1.44) |
| Adjusted net debt to adjusted equity ratio % | **(0.59)** | (0.59) |

## 18 Financial instruments – Fair values and risk management

### A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | **5.64** | **5.64** | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | **6.50** | **6.50** | - | - | - | - |
| Other current financial liabilities | - | - | **0.59** | **0.59** | - | - | - | - |
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 5.65 | 5.65 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 6.50 | 6.50 | - | - | - | - |
| Other current financial liabilities | - | - | 0.59 | 0.59 | - | - | - | - |

### B Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

### C Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

### D Measurement of fair values

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

19 There are no offsetting of financial assets and financial liabilities during the year.

## 20 Subsequent events

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

RKH

For and on behalf of the **Board of Directors of Wellkept Facility Management Services Private Limited**
*(formerly known as TRIL Hospitality Private Limited)*
CIN: U93000MH2008PTC177346

S.B.

| | |
|---|---|
| **Sunil Dhagat** | **Amit Sheth** |
| Director | Director |
| DIN: 03081163 | DIN: 07997663 |

Mumbai
Dated : 17 June 2020

# Deloitte Haskins & Sells LLP

Chartered Accountants
Lotus Corporate Park
1st Floor, Wing A – G
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Mumbai – 400 063
Maharashtra, India

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## INDEPENDENT AUDITOR'S REPORT

**To The Members of Acme Living Solutions Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

### Opinion

We have audited the accompanying Ind AS financial statements of Acme Living Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Material uncertainty related to Going Concern

We draw attention to Note 2(b) to the Ind As financial statements, which indicates that the Company has incurred a net loss of 1.04 lakhs during the year ended 31st March, 2019, the Company's current liabilities exceeded its current assets by 7.94 lakhs. The. These events or conditions, along with other matters as set forth in Note 2(b), indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind As financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially

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inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

## Auditor's Responsibility for the Audit of the Ind AS Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

   f) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

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Chartered Accountants

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any property, plant and equipment and hence reporting under clause of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Service Tax / Goods & Services Tax as on March 31, 2019 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to debenture holders (Bank). The Company has not taken any loans from banks, financial institutions and Government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under

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Chartered Accountants

clause (xi) of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kjmehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

Acme Living Solutions Private Limited
Balance Sheet as at 31st March 2019

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred Tax Assets (net) | 9 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 0.19 | 0.47 |
| **TOTAL CURRENT ASSETS** | | **0.19** | **0.47** |
| **TOTAL ASSETS** | | **0.19** | **0.47** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 4 | 5.00 | 5.00 |
| (b) Other equity | 5 | (12.94) | (11.90) |
| **TOTAL EQUITY** | | **(7.94)** | **(6.90)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 6 | 7.00 | 7.00 |
| (ii) Other financial liabilities | 7 | 1.13 | 0.37 |
| **TOTAL CURRENT LIABILITIES** | | **8.13** | **7.37** |
| **TOTAL EQUITY AND LIABILITIES** | | **0.19** | **0.47** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 05 April 2019

## Acme Living Solutions Private Limited

## Statement of Profit and Loss for the year ended 31st March 2019

(Rs in lakhs)

| | Particulars | Note No. | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 8 | 1.04 | 0.59 |
| | **Total Expenses** | | **1.04** | **0.59** |
| V | **Loss before exceptional items and tax (III-IV)** | | **(1.04)** | **(0.59)** |
| VI | Exceptional items Income / (Expense) | | - | - |
| VII | **Loss before tax (V-VI)** | | **(1.04)** | **(0.59)** |
| VIII | **Tax expenses** | | | |
| | Current Tax | | - | - |
| | Excess / (Short) Provision of Earlier years | | - | 4.36 |
| | Deferred Tax | | - | - |
| | **Total tax expenses** | | - | **4.36** |
| IX | **PROFIT/ (LOSS) FOR THE YEAR (VII-VIII)** | | **(1.04)** | **3.77** |
| X | **Other Comprehensive Income:** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax on above | | - | - |
| | B. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax on above | | - | - |
| | | | - | - |
| XI | **Total Comprehensive Income / (Loss) For The Year (IX+X)** | | **(1.04)** | **3.77** |
| XII | **Earnings per equity share** | 11 | | |
| | Basic | | (2.08) | 7.54 |
| | Diluted | | (2.08) | 7.54 |

| | |
|---|---|
| **Significant accounting policies** | 2 |
| **Notes to the Ind AS financial statements** | 3 - 19 |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 05 April 2019

## Acme Living Solutions Private Limited
## Statement of Cash Flows for the year ended 31st March 2019

(Rs in lakhs)

| Particulars | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|
| **A CASH FLOW FROM OPERATING ACTIVITIES** | | | | |
| **Loss Before Tax** | | **(1.04)** | | **(0.59)** |
| Increase/ (Decrease) in other financial liabilities | 0.76 | | (0.18) | |
| (Decrease) in other non-financial liabilities | - | 0.76 | (0.05) | (0.23) |
| **CASH USED IN OPERATIONS** | | (0.28) | | (0.82) |
| Direct Taxes Paid | | - | | - |
| **Net Cash Flow used in Operating Activities** | | **(0.28)** | | **(0.82)** |
| **B CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | |
| **Net Cash used in Investment Activities** | | **-** | | **-** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| Proceeds from Short term Borrowing | - | | 1.00 | |
| **Net Cash Flow from Financing Activities** | | **-** | | **1.00** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(0.28)** | | **0.18** |
| **Opening Balance** | | **0.47** | | **0.29** |
| **Closing Balance** | | **0.19** | | **0.47** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(0.28)** | | **0.18** |
| **Components of Cash and Cash Equivalents** | | | | |
| Cash on Hand | | - | | - |
| Balances with Bank | | 0.19 | | 0.47 |
| **Total Balance** | | **0.19** | | **0.47** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 05 April 2019

## Statement of Changes in Equity for the year ended 31st March 2019

### A Equity Share Capital

| Particulars | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|
| | Number of Shares | Rs. in lakhs | Number of Shares | Rs. in lakhs |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 50,000 | 5.00 | 50,000 | 5.00 |
| Changes in equity share capital during the year | - | - | - | - |
| **Closing Balance** | **50,000** | **5.00** | **50,000** | **5.00** |

### B Other Equity

| Particulars | Retained Earnings | Other Comprehensive Income | Total |
|---|---|---|---|
| **Balance as at 01 April 2017** | **(15.67)** | **-** | **(15.67)** |
| Profit for the year | 3.77 | - | **3.77** |
| **Balance as at 31 March 2018** | **(11.90)** | **-** | **(11.90)** |
| Loss for the year | (1.04) | - | **(1.04)** |
| **Balance as at 31 March 2019** | **(12.94)** | **-** | **(12.94)** |

The accompanying notes 1 to 19 are an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 05 April 2019

## 1 General information

a) Acme Living Solutions Private Limited ('the Company') was incorporated to carry on the business of development of real estate and infrastructure facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited ('the holding company'), which is a wholly owned subsidiary of Tata Sons Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at New Delhi, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on January 2, 2019, had approved a scheme of amalgamation between Acme Living Solutions Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. April 1, 2019 ("Appointed date"). Consequently, on March 29, 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Delhi.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

The financial statements were authorized for issue by the Company's Board of Directors on 5th April 2019

**b) Going concern :**

As at 31 March 2019, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 5 lakhs (2018: INR 5 Lakhs) and correspondingly, the Company's accumulated losses aggregated INR 12.94 lakhs (2018: INR 11.90 lakhs) which leads to material uncertainty related to Going Concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

### iii) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

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Acme Living Solutions Pvt. Ltd.

a) **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

1 has a legally enforceable right to set off the recognised amounts; and
2 intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if:

1 the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
2 the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

iv) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

v) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

**Financial liabilities**

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earning Per Share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

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*(Currency: Indian rupees in lakhs)*

## 3 Cash and Cash Equivalents

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Cash and cash equivalents** | | |
| Balances with Bank | 0.19 | 0.47 |
| **Total** | **0.19** | **0.47** |

## 4 Equity Share Capital

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 50,000 | 5.00 | 50,000 | 5.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Total** | | **5.00** | | **5.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 50,000 | 5.00 | 50,000 | 5.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **50,000** | **5.00** | **50,000** | **5.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2019, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2018: Rs Nil).

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 50,000 | 5.00 | 50,000 | 5.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 50,000 | 100% | 50,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preeceding the reporting date :**

During the five year period ended 31 March, 2019, the company has not issued any equity shares for consideration other than cash.

## 5 Other Equity

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Retained earnings | (12.94) | (11.90) |
| **TOTAL** | **(12.94)** | **(11.90)** |

**Retained earnings**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (11.90) | (15.67) |
| Add: Profit / (Loss) for the year | (1.04) | 3.77 |
| **Balance at the end of the Year** | **(12.94)** | **(11.90)** |

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(Currency: Indian rupees in lakhs)

6 **Current Financial Liabilities - Borrowings**

**The borrowings are analysed as follows :**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Interest-free loans from related parties recoverable on demand** | | |
| Tata Realty and Infrastructure Limited | 7.00 | 7.00 |
| **TOTAL** | **7.00** | **7.00** |
| **The above amount includes** | | |
| Secured Borrowings | - | - |
| Unsecured Borrowings | **7.00** | **7.00** |

7 **Other Current Financial Liabilities**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | - | |
| - Others | 1.13 | | 0.37 | |
| | | 1.13 | | 0.37 |
| **Total** | | **1.13** | | **0.37** |

8 **Other Expenses**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Fees & Consultations | 0.11 | 0.27 |
| Rates & Taxes ( incl indirect taxes) | 0.01 | 0.03 |
| Bank Charges & Guarantee Commission | 0.01 | 0.02 |
| Audit Fees (refer note 10 (a)) | 0.91 | 0.27 |
| **Total** | **1.04** | **0.59** |

(a) **Remuneration to Statutory Auditors**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Statutory audit | 0.50 | 0.23 |
| Other Services | 0.32 | - |
| Service tax / GST | 0.09 | 0.04 |
| **Total** | **0.91** | **0.27** |

9 **Deferred Tax Assets**

**(a) Amounts recognised in profit and loss**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |
| **(b) Reconciliation of effective tax rate** | | |
| **Loss before tax** | (1.04) | (0.59) |
| Tax using the Company's domestic tax rate 25% ( 2018 25%) | (0.26) | (0.15) |
| Reduction in tax rate | - | - |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.26 | 0.15 |
| **Total** | - | - |

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*(Currency: Indian rupees in lakhs)*

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future year against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 34.93 | 8.73 | 34.88 | 8.72 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2010-11 | - | 2018-19 | 0.54 | 2018-19 |
| Business loss | 2011-12 | 32.19 | 2019-20 | 32.19 | 2019-20 |
| Business loss | 2012-13 | 0.01 | 2020-21 | 0.01 | 2020-21 |
| Business loss | 2013-14 | 0.31 | 2021-22 | 0.31 | 2021-22 |
| Business loss | 2014-15 | 0.37 | 2022-23 | 0.37 | 2022-23 |
| Business loss | 2015-16 | 0.79 | 2023-24 | 0.79 | 2023-24 |
| Business loss | 2016-17 | 0.67 | 2024-25 | 0.67 | 2024-25 |
| Business loss | 2017-18 | 0.58 | 2025-26 | | |
| **Total** | | **34.93** | | **34.88** | |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

**10 Due to micro and small suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

**11 Earning Per Share**

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (1.04) | 3.77 |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 50,000 | 50,000 |
| Number of equity shares outstanding at the end of the year | | 50,000 | 50,000 |
| Weighted average number of equity shares outstanding during the year | B | 50,000 | 50,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (2.08) | 7.54 |
| Earning Per Share – Diluted (Rs.) | | (2.08) | 7.54 |

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**12 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate Holding Company**
Tata Sons Limited

**Holding Company**
Tata Realty and Infrastructure Limited

| (b) Nature of Transactions / relationship / major parties | Ultimate holding Company | Holding Co | Total |
|---|---|---|---|
| **Finance provided for Loans, expenses & on a/c payments** | | | |
| Tata Realty and Infrastructure Limited | - | 1.00 | 1.00 |
| | (-) | (1.00) | (1.00) |
| **Outstanding Balances Payable** | | | |
| Tata Realty and Infrastructure Limited | - | 7.00 | 7.00 |
| | (-) | (7.00) | (7.00) |

All the transactions with related parties are at arm's length and all the outstanding balances are unsecured except the interest free loan from Holding company.

Note: figures in bracket represent previous years figures.

**13 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

**14 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**15 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2018: Rs Nil).

**16 Financial instruments – Fair values and risk management**

**A Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks and financial institustions of INR 0.19 lakhs and INR 0.47 lakhs as at 31 March 2019 and 31 March 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.
As at 31 March, 2019, the Company had working capital of Rs (7.94) lakhs inculding short term borrowings of Rs 7 Lakhs. As at 31 March, 2018, the Company had working capital of Rs (6.90) lakhs inculding short-term borrowings of Rs 7 Lakhs.

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | **7.00** | **7.00** | **7.00** | | |
| Other financial liabilities | **1.13** | **1.13** | **1.13** | | |
| | **8.13** | **8.13** | **8.13** | | |
| **As at 31 March 2018** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 7.00 | 7.00 | 7.00 | | |
| Other financial liabilities | 0.37 | 0.37 | 0.37 | | |
| | 7.37 | 7.37 | 7.37 | | |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

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Acme Living Solutions Pvt. Ltd.

*(Currency: Indian rupees in lakhs)*

E **Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The interest rate profile of the company's interest-bearing financial instruments is as follows.

| Fixed-rate instruments | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Financial liabilities | | |
| ICD from Tata Realty and Infrastructure Limited | **7.00** | 7.00 |

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

F **Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company has obtained borrowings primarily from its holding company.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

The Company's adjusted net debt to equity ratio at 31 March 2019 was as follows.

| Paticulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Total borrowings | **7.00** | 7.00 |
| Less : Cash and cash equivalent | **0.19** | 0.47 |
| Adjusted net debt | **6.81** | 6.53 |
| Adjusted equity | **(7.94)** | (6.90) |
| Adjusted net debt to adjusted equity ratio (%) | **(0.86)** | (0.95) |

## 17 Financial instruments – Fair values and risk management

A **Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | **0.19** | **0.19** | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related partie | - | - | **7.00** | **7.00** | - | - | - | - |
| Other current financial liabilities | - | - | **1.13** | **1.13** | - | - | - | - |
| **31 March 2018** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.47 | 0.47 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 7.00 | 7.00 | - | - | - | - |
| Other current financial liabilities | - | - | 0.37 | 0.37 | - | - | - | - |

B **Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

C **Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Acme Living Solutions Pvt. Ltd.

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

18 There are no offsetting of financial assets and financial liabilities during the year except provision for tax and advance tax.

**19 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

DELOITTE HASKINS & SELLS LLP Chartered Accountants

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 05 April 2019

Deloitte
Haskins & Sells LLP

**Chartered Accountants**
Indiabulls Finance Centre
Tower 3, 27th – 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai – 400 013
Maharashtra, India
Tel: +91 22 6185 4000
Fax: +91 22 6185 4001

**INDEPENDENT AUDITOR'S REPORT**

**To The Members of Acme Living Solutions Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of Acme Living Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Material uncertainty related to Going Concern**

We draw attention to Note 2(b) to the Ind AS financial statements, wherein the events or conditions, along with other matters as set forth in the said note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind AS financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report.

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

    d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

    e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

RKH

f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, Section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABI5387

Mumbai, 17 June 2020

**Deloitte**
**Haskins & Sells LLP**

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any property plant and equipment hence reporting under clause (i) of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Goods & Services Tax, cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Goods & Services Tax as on 31 March 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of CARO 2016 is not applicable to the Company.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under clause of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

**Deloitte**
**Haskins & Sells LLP**

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi)The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABI5387

Mumbai, 17 June 2020

## Acme Living Solutions Private Limited
## Balance Sheet as at 31st March 2020

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred Tax Assets (net) | 9 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 0.19 | 0.19 |
| **TOTAL CURRENT ASSETS** | | **0.19** | **0.19** |
| **TOTAL ASSETS** | | **0.19** | **0.19** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 4 | 5.00 | 5.00 |
| (b) Other equity | 5 | (13.53) | (12.94) |
| **TOTAL EQUITY** | | **(8.53)** | **(7.94)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 6 | 8.72 | 7.00 |
| (ii) Other financial liabilities | 7 | - | 1.13 |
| **TOTAL CURRENT LIABILITIES** | | **8.72** | **8.13** |
| **TOTAL EQUITY AND LIABILITIES** | | **0.19** | **0.19** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 17 June 2020

## Acme Living Solutions Private Limited

### Statement of Profit and Loss for the year ended 31st March 2020

(Rs in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 8 | 0.59 | 1.04 |
| | **Total Expenses** | | **0.59** | **1.04** |
| V | **Loss before tax (III-IV)** | | (0.59) | (1.04) |
| VI | **Tax expenses** | | - | - |
| VII | **Loss for the year (V-VI)** | | (0.59) | (1.04) |
| VIII | **Other Comprehensive Income:** | | - | - |
| IX | **Total Comprehensive Loss for the year (VII+VIII)** | | (0.59) | (1.04) |
| X | **Earnings per equity share** | 11 | | |
| | Basic | | (1.18) | (2.08) |
| | Diluted | | (1.18) | (2.08) |

| | | |
|---|---|---|
| **Significant accounting policies** | 2 | |
| **Notes to the Ind AS financial statements** | 3 - 19 | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 17 June 2020

## Acme Living Solutions Private Limited
### Statement of Cash Flows for the year ended 31st March 2020

(Rs in lakhs)

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| A **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| **Loss Before Tax** | **(0.59)** | **(1.04)** |
| (Decrease)/ Increase in other financial liabilities | (1.13) | 0.76 |
| **Cash (used in) Operations** | (1.72) | (0.28) |
| Direct Taxes Paid | - | - |
| **Net Cash (used in) Operating Activities** | **(1.72)** | **(0.28)** |
| B **CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| **Net Cash from Investment Activities** | - | - |
| C **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Short term Borrowing | 1.72 | - |
| **Net Cash from Financing Activities** | **1.72** | - |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | - | **(0.28)** |
| **Opening Balance** | **0.19** | **0.47** |
| **Closing Balance** | **0.19** | **0.19** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | - | **(0.28)** |
| **Components of Cash and Cash Equivalents** | | |
| Cash on Hand | - | - |
| Balances with Bank | 0.19 | 0.19 |
| **Total Balance** | **0.19** | **0.19** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in the Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

S.B.

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 17 June 2020

**Acme Living Solutions Private Limited**
**Statement of Changes in Equity (SOCIE)**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

## A Equity share capital

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Subscribed and Fully Paid up Capital** | | |
| Equity shares of INR 10 each | | |
| Opening Balance | 5.00 | 5.00 |
| Changes in equity share capital during the year | - | - |
| **Closing Balance** | **5.00** | **5.00** |

## B Other equity

| Particulars | Retained earnings | Other comprehensive income | Total |
|---|---|---|---|
| **Balance as at 01 April 2018** | **(11.90)** | **-** | **(11.90)** |
| Loss for the year | (1.04) | - | **(1.04)** |
| **Balance as at 31 March 2019** | **(12.94)** | **-** | **(12.94)** |
| Loss for the year | (0.59) | - | **(0.59)** |
| **Balance as at 31 March 2020** | **(13.53)** | **-** | **(13.53)** |

The accompanying notes 1 to 19 are an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

**Sunil Dhagat**
Director
DIN: 03081163

**Vaidehi Modi**
Director
DIN: 06967259

Mumbai
Dated : 17 June 2020

**Acme Living Solutions Private Limited**
**Notes to the Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

## 1 General information

a) Acme Living Solutions Private Limited ('the Company') was incorporated on 13 May 2008 to carry on the business of development of real estate and infrastructure facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited ('the holding company'), which is a wholly owned subsidiary of Tata Sons Private Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at New Delhi, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on 2 January 2019, had approved a scheme of amalgamation between Acme Living Solutions Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. 1 April 2019 ("Appointed date"). Consequently, on 29 March 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Delhi.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

The financial statements were authorized for issue by the Company's Board of Directors on 17 June 2020

**b) Going concern :**

As at 31 March 2020, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 5 lakhs (2019: INR 5 Lakhs) correspondingly, the Company's accumulated losses aggregated INR 13.53 lakhs (2019: INR 12.94 lakhs) and the Company's current liabilities exceeded its current assets by INR 8.53 lakhs. These factors give rise to a material uncertainty whether the Company would be able to continue as a going concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Key estimates and assumptions**

In preparing these financial statements, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:
• Measurement of fair values
The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the group CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

### iii) Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

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a) **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

1 has a legally enforceable right to set off the recognised amounts; and
2 intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if:

1 the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
2 the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

iv) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

v) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

**Financial liabilities**

**Classification**

The Company classifies all financial liabilities as measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

**Trade and other payables**

Trade and other payables represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30-60 days of recognition or maybe payable on demand. Trade and other payables are represented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently recognised at amortised cost using the effective interest method.

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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**Derecognition**

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

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earning Per Share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

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**Acme Living Solutions Private Limited**
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for the year ended 31 March 2020
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### 3 Cash and cash equivalents

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Cash and cash equivalents** | | |
| Balances with Bank | 0.19 | 0.19 |
| **Total** | **0.19** | **0.19** |

### 4 Equity Share Capital

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 50,000 | 5.00 | 50,000 | 5.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Total** | | **5.00** | | **5.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 50,000 | 5.00 | 50,000 | 5.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **50,000** | **5.00** | **50,000** | **5.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2020, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2019: Rs Nil).

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the holding company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 50,000 | 5.00 | 50,000 | 5.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited, the holding company and its nominee | 50,000 | 100% | 50,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :**

During the five year period ended 31 March, 2020, the company has not issued any equity shares for consideration other than cash.

### 5 Other Equity

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Retained earnings | (13.53) | (12.94) |
| **TOTAL** | **(13.53)** | **(12.94)** |

**Retained earnings**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (12.94) | (11.90) |
| Add: (Loss) for the year | (0.59) | (1.04) |
| **Balance at the end of the Year** | **(13.53)** | **(12.94)** |

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## 6 Current Financial Liabilities - Borrowings

**The borrowings are analysed as follows :**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Interest-free loans from related parties recoverable on demand** | | |
| Tata Realty and Infrastructure Limited | 8.72 | 7.00 |
| **TOTAL** | **8.72** | **7.00** |

| **The above amount includes** | | |
|---|---|---|
| Secured Borrowings | - | - |
| Unsecured Borrowings | 8.72 | 7.00 |

## 7 Other Current Financial Liabilities

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | - | |
| - Others | - | | 1.13 | |
| | | - | | 1.13 |
| **Total** | | - | | 1.13 |

## 8 Other Expenses

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Fees & Consultations | - | 0.11 |
| Rates & Taxes (incl indirect taxes) | - | 0.01 |
| Bank Charges & Guarantee Commission | - | 0.01 |
| Audit Fees (refer note 8 (a)) | 0.59 | 0.91 |
| **Total** | 0.59 | 1.04 |

### (a) Remuneration to Statutory Auditors

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Statutory audit | 0.50 | 0.50 |
| Other Services | - | 0.32 |
| Goods and Services Tax | 0.09 | 0.09 |
| **Total** | 0.59 | 0.91 |

## 9 Deferred Tax Assets (net)

**(a) Amounts recognised in profit and loss**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |
| **(b) Reconciliation of effective tax rate** | | |
| **Loss before tax** | (0.59) | (1.04) |
| Tax using the Company's domestic tax rate 25% ( 2019 25%) | (0.15) | (0.26) |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.15 | 0.26 |
| **Total** | - | - |

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**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 35.97 | 8.99 | 34.93 | 8.73 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2011-12 | 32.19 | 2019-20 | 32.19 | 2019-20 |
| Business loss | 2012-13 | 0.01 | 2020-21 | 0.01 | 2020-21 |
| Business loss | 2013-14 | 0.31 | 2021-22 | 0.31 | 2021-22 |
| Business loss | 2014-15 | 0.37 | 2022-23 | 0.37 | 2022-23 |
| Business loss | 2015-16 | 0.79 | 2023-24 | 0.79 | 2023-24 |
| Business loss | 2016-17 | 0.67 | 2024-25 | 0.67 | 2024-25 |
| Business loss | 2017-18 | 0.58 | 2025-26 | 0.58 | 2025-26 |
| Business loss | 2018-19 | 1.04 | 2026-27 | | |
| **Total** | | **35.97** | | **34.93** | |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

## 10 Due to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

## 11 Earning Per Share

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (0.59) | (1.04) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 50,000 | 50,000 |
| Number of equity shares outstanding at the end of the year | | 50,000 | 50,000 |
| Weighted average number of equity shares outstanding during the year | B | 50,000 | 50,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (1.18) | (2.08) |
| Earning Per Share – Diluted (Rs.) | | (1.18) | (2.08) |

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Acme Living Solutions Pvt. Ltd.

**12 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate Holding Company**

Tata Sons Private Limited

**Holding Company**

Tata Realty and Infrastructure Limited

| (b) Nature of Transactions / relationship / major parties | Holding Co | Total |
|---|---|---|
| **Finance provided for expenses & on a/c payments** | | |
| Tata Realty and Infrastructure Limited | 1.72 | 1.72 |
| | (1.00) | (1.00) |
| **Outstanding Balances Payable** | | |
| Tata Realty and Infrastructure Limited | 8.72 | 8.72 |
| | (7.00) | (7.00) |

All the transactions with related parties are at arm's length except the interest free loan from Holding company and all the outstanding balances are unsecured

Note: figures in bracket represent previous years figures.

**13 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company. The Company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one operating segment, which is development of real estate and infrastructure facilities. All assets of the Company are domiciled in India and the Company has no revenue.

**14 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**15 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2019: Rs Nil).

**16 Financial instruments – Fair values and risk management**

**A Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. The carrying amounts of financial assets represent the maximum credit exposure.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks of INR 0.19 lakhs and INR 0.19 lakhs as at 31 March 2020 and 31 March 2019 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained a finance facility from a bank. The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.
As at 31 March, 2020, the Company had working capital of Rs (8.53) lakhs including short term borrowings of Rs 8.72 Lakhs. As at 31 March, 2019, the Company had working capital of Rs (7.94) lakhs including short-term borrowings of Rs 7 Lakhs.

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2020** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 8.72 | 8.72 | 8.72 | - | - |
| Other financial liabilities | - | - | - | - | - |
| | 8.72 | 8.72 | 8.72 | - | - |
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 7.00 | 7.00 | 7.00 | - | - |
| Other financial liabilities | 1.13 | 1.13 | 1.13 | - | - |
| | 8.13 | 8.13 | 8.13 | - | - |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk. Also the Company does not hold any equity investments, accordingly the Company is not exposed to any equity price risk.

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(Currency: Indian rupees in lakhs)

**E Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to borrowings from Holding Company.

**Exposure to interest rate risk**

The interest rate profile of the company's interest-bearing financial instruments is as follows.

| Fixed-rate instruments | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Financial liabilities | | |
| ICD from Tata Realty and Infrastructure Limited | 8.72 | 7.00 |

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps).

Therefore, a change in interest rates at the reporting date would not affect profit or loss.

**F Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company has obtained borrowings primarily from its holding company.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity. Charge for the year on goodwill amortisation has been deducted while calculating total equity of the company since it represents a pure non-cash expense.

The Company's adjusted net debt to equity ratio at 31 March 2020 was as follows.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Total borrowings | 8.72 | 7.00 |
| Less : Cash and cash equivalent | 0.19 | 0.19 |
| Adjusted net debt | 8.53 | 6.81 |
| Adjusted equity | (8.53) | (7.94) |
| Adjusted net debt to adjusted equity ratio (%) | (1.00) | (0.86) |

**17 Financial instruments – Fair values and risk management**

**A Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.19 | 0.19 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 8.72 | 8.72 | - | - | - | - |
| Other current financial liabilities | - | - | - | - | - | - | - | - |
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.19 | 0.19 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 7.00 | 7.00 | - | - | - | - |
| Other current financial liabilities | - | - | 1.13 | 1.13 | - | - | - | - |

**B Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

**C Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

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Notes to the Ind AS financial statements
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(Currency: Indian rupees in lakhs)

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

**18** There are no offsetting of financial assets and financial liabilities during the year except provision for tax and advance tax.

**19 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

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For and on behalf of the **Board of Directors of**
**Acme Living Solutions Private Limited**
CIN: U45209DL2008PTC178023

S.B.

| | |
|---|---|
| **Sunil Dhagat** | **Vaidehi Modi** |
| Director | Director |
| DIN: 03081163 | DIN: 06967259 |

Mumbai
Dated : 17 June 2020

**Deloitte**
**Haskins & Sells LLP**

Chartered Accountants
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# INDEPENDENT AUDITOR'S REPORT

## To The Members of TRIF Gurgaon Housing Projects Private Limited
## Report on the Audit of the Ind AS Financial Statements

### Opinion

We have audited the accompanying Ind AS financial statements of TRIF Gurgaon Housing Projects Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Material uncertainty related to Going Concern

We draw attention to Note 2(b) to the Ind As financial statements, which indicates that the Company has incurred a net loss of 1.17 lakhs during the year ended 31st March, 2019, the Company's current liabilities exceeded its current assets by 3.01 lakhs. The. These events or conditions, along with other matters as set forth in Note 2(b), indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind As financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

### Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially

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inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

   f) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

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g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

  i. The Company does not have any pending litigations which would impact its financial position.

  ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

  iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any property, plant and equipment and hence reporting under clause of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Service Tax / Goods & Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Service Tax / Goods & Services Tax as on March 31, 2019 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to debenture holders (Bank). The Company has not taken any loans from banks, financial institutions and Government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under

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clause (xi) of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

KJMehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, April 5, 2019

# TRIF Gurgaon Housing Projects Private Limited
## Balance Sheet as at 31 March 2019

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred tax assets (net) | 9 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 0.12 | 0.46 |
| **TOTAL CURRENT ASSETS** | | **0.12** | **0.46** |
| **TOTAL ASSETS** | | **0.12** | **0.46** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 4 | 5.00 | 5.00 |
| (b) Other equity | 5 | (8.01) | (6.84) |
| **TOTAL EQUITY** | | **(3.01)** | **(1.84)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 6 | 2.00 | 2.00 |
| (ii) Other financial liabilities | 7 | 1.13 | 0.30 |
| **TOTAL CURRENT LIABILITIES** | | **3.13** | **2.30** |
| **TOTAL EQUITY AND LIABILITIES** | | **0.12** | **0.46** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 05 April 2019

## TRIF Gurgaon Housing Projects Private Limited

## Statement of Profit and Loss for the year ended 31 March 2019

(Rs in lakhs)

| | Particulars | Note No. | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 8 | 1.17 | 0.66 |
| | **Total Expenses** | | **1.17** | **0.66** |
| V | **Loss before exceptional items and tax (III-IV)** | | **(1.17)** | **(0.66)** |
| VI | Exceptional items Income / (Expense) | | - | - |
| VII | **Loss before tax (V-VI)** | | **(1.17)** | **(0.66)** |
| VIII | **Tax expenses** | | | |
| | Current Tax | | - | - |
| | Deferred Tax | | - | - |
| | **Total tax expenses** | | - | - |
| IX | **LOSS FOR THE YEAR (VII-VIII)** | | **(1.17)** | **(0.66)** |
| X | **Other Comprehensive Income:** | | | |
| | A. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax onabove | | - | - |
| | B. (i) Items that will not be reclassified to profit or loss | | - | - |
| | (ii) Income tax onabove | | - | - |
| | | | - | - |
| XI | **Total Comprehensive Loss For The Year (IX+X)** | | **(1.17)** | **(0.66)** |
| XII | **Earnings per equity share** | 11 | | |
| | Basic | | (2.34) | (1.33) |
| | Diluted | | (2.34) | (1.33) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

Kalpesh J. Mehta

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S. Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 05 April 2019

# TRIF Gurgaon Housing Projects Private Limited
## Statement of Cash Flow for the year ended 31 March 2019

(Rs in lakhs)

| Particulars | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|
| A **CASH FLOW FROM OPERATING ACTIVITIES** | | | | |
| **Loss Before Tax** | | **(1.17)** | | **(0.66)** |
| Increase / (Decrease) in other financial liabilities | 0.83 | | (0.83) | |
| Increase / (Decrease) in other non-financial liabilities | - | 0.83 | (0.11) | (0.94) |
| **CASH USED IN OPERATIONS** | | (0.34) | | (1.60) |
| Direct Taxes Paid | | - | | - |
| **Net Cash Flow used in Operating Activities** | | **(0.34)** | | **(1.60)** |
| B **CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | |
| **Net Cash Flow from Investment Activities** | | - | | - |
| C **CASH FLOW FROM FINANCING ACTIVITIES** | | | | |
| Proceeds from Short term Borrowings | - | | 2.00 | |
| **Net Cash Flow from Financing Activities** | | - | | **2.00** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(0.34)** | | **0.39** |
| **Opening Balance** | | **0.46** | | **0.07** |
| **Closing Balance** | | **0.12** | | **0.46** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | | **(0.34)** | | **0.39** |
| **Components of Cash and Cash Equivalents** | | | | |
| Balances with Bank | | 0.12 | | 0.46 |
| **Total Balance** | | **0.12** | | **0.46** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

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**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 05 April 2019

**Statement of Changes in Equity for the year ended 31 March 2019**

**A Equity Share Capital**

| Particulars | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|
| | Number of Shares | Rs. in lakhs | Number of Shares | Rs. in lakhs |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 50,000 | 5.00 | 50,000 | 5.00 |
| Changes in equity share capital during the year | - | - | - | - |
| **Closing Balance** | **50,000** | **5.00** | **50,000** | **5.00** |

**B Other Equity**

| Particulars | Retained Earnings | Other Comprehensive Income | Total |
|---|---|---|---|
| **Balance as at 1 April 2017** | **(6.18)** | **-** | **(6.18)** |
| Loss for the year | (0.66) | - | **(0.66)** |
| **Balance as at 31 March 2018** | **(6.84)** | **-** | **(6.84)** |
| Loss for the year | (1.17) | - | **(1.17)** |
| **Balance as at 31 March 2019** | **(8.01)** | **-** | **(8.01)** |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 05 April 2019

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 05 April 2019

## 1 Background of the Company

a) TRIF Gurgaon Housing Projects Private Limited ('the Company') was incorporated to carry on the business of development of Real Estate & infrastructural facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited, which is a wholly owned subsidiary of Tata Sons Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at New Delhi, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on January 2, 2019, had approved a scheme of amalgamation between TRIF Gurgaon Housing Projects Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. April 1, 2019 ("Appointed date"). Consequently, on March 29, 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Delhi.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 5th April 2019

**b) Going concern :**

As at 31 March 2019, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 5 lakhs (2018: INR 5 lakhs) and correspondingly, the Company's accumulated losses aggregated INR 8.01 lakhs (2018: INR 6.84 lakhs) which leads to material uncertainty related to Going Concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Use of estimates and judgements**

In preparing these Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:

• Determination of the estimated useful lives of tangible assets (including Investment Property) and the assessment as to which components of the cost may be capitalised.

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II of the Act, they are based on management estimate, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

• Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the holding company General Manager- Finance.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

iii) **Borrowing cost**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

iv) **Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

v) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Non-derivative financial liabilities**

A financial liability is (i) a contractual obligation to deliver cash or another financial asset to another entity; or to exchange financial instruments under potentially unfavourable conditions; (ii) or a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to deliver a variable number of its own equity instruments; or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

**Recognition, measurement and classification**

A financial liability is recognised in the balance sheet only when the Company becomes party to the contractual provisions to the instrument. The Company initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are classified as either held at a) fair value through profit or loss, or b) at amortised cost. Management determines the classification of its financial liabilities at the time of initial recognition or, where applicable, at the time of reclassification.

The Company has the following non-derivative financial liabilities: loans and borrowings and trade and other payables. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

**De-recognition and offsetting**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earnings per share**

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

viii) **Cash and cash equivalents**

Cash and cash equivalent comprise of cash on hand and at banks including short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

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TRIF Gurgaon Housing Project Pvt. Ltd.

*(Currency: Indian rupees in lakhs)*

**3 Cash and Cash Equivalents**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 0.12 | 0.46 |
| **Total** | **0.12** | **0.46** |

**4 Equity Share Capital**

(a) **Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 50,000 | 5.00 | 50,000 | 5.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Total** | | **5.00** | | **5.00** |

(b) **Reconciliation of Number of Shares Outstanding**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 50,000 | 5.00 | 50,000 | 5.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **50,000** | **5.00** | **50,000** | **5.00** |

(c) **Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company During the year ended 31 March 2019, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2018: Rs Nil).
In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

(d) **Shares of the company held by the Holding company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 50,000 | 5.00 | 50,000 | 5.00 |

(e) **Details of shareholding more than 5% in the Company**

| Name of Shareholder | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 50,000 | 100% | 50,000 | 100% |

(f) **Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preeceding the reporting date :**

During the five year period ended 31 March 2019, the company has not issued any equity shares for consideration other than cash.

**5 Other Equity**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Retained earnings | (8.01) | (6.84) |
| **TOTAL** | **(8.01)** | **(6.84)** |

**Retained earnings**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (6.84) | (6.18) |
| Add: (Loss) for the year | (1.17) | (0.66) |
| **Balance at the end of the Year** | **(8.01)** | **(6.84)** |

**6 Current Financial Liabilities - Borrowings**

**The borrowings are analysed as follows :**

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| **Interest-free loans from related parties** | | |
| Tata Realty and Infrastructure Limited | 2.00 | 2.00 |
| **TOTAL** | **2.00** | **2.00** |
| **The above amount includes** | | |
| Secured Borrowings | - | - |
| Unsecured Borrowings | 2.00 | 2.00 |

**7 Other Current Financial Liabilities**

| Particulars | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | - | |
| - Others | 1.13 | | 0.30 | |
| | | 1.13 | | 0.30 |
| **Total** | | **1.13** | | **0.30** |

**8 Other Expenses**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Audit Fees (refer note 8(a)) | 0.91 | 0.27 |
| Bank Charges | 0.01 | 0.02 |
| Fees & Consultations | 0.20 | 0.34 |
| Rates & Taxes ( incl indirect taxes) | 0.05 | 0.04 |
| **Total** | **1.17** | **0.66** |

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TRIF Gurgaon Housing Project Pvt. Ltd.

*(Currency: Indian rupees in lakhs)*

**(a) Remuneration to Statutory Auditors**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| Statutory audit | 0.50 | 0.23 |
| Other Services | 0.32 | - |
| Service tax / GST | 0.09 | 0.04 |
| **Total** | **0.91** | **0.27** |

**9 Deferred Tax Assets**

**(a) Amounts recognised in profit and loss**

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |

| Particulars | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|
| **(b) Reconciliation of effective tax rate** | | |
| **Loss before tax** | (1.17) | (0.66) |
| Tax using the Company's domestic tax rate 25% (p.y.25%) | (0.29) | (0.17) |
| Reduction in tax rate | - | - |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.29 | 0.17 |
| **Total** | - | - |

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future year against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 8.59 | 2.15 | 8.56 | 2.14 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | As at 31 March 2019 | | As at 31 March 2018 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2010-11 | - | 2018-19 | 0.63 | 2018-19 |
| Business loss | 2011-12 | 0.36 | 2019-20 | 0.36 | 2019-20 |
| Business loss | 2012-13 | 0.30 | 2020-21 | 0.30 | 2020-21 |
| Business loss | 2013-14 | 4.12 | 2021-22 | 4.12 | 2021-22 |
| Business loss | 2014-15 | 0.39 | 2022-23 | 0.39 | 2022-23 |
| Business loss | 2015-16 | 1.42 | 2023-24 | 1.42 | 2023-24 |
| Business loss | 2016-17 | 1.33 | 2024-25 | 1.33 | 2024-25 |
| Business loss | 2017-18 | 0.66 | 2025-26 | | |
| **Total** | | **8.59** | | **8.56** | |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

**10 Due to micro and small suppliers**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

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TRIF Gurgaon Housing Project Pvt. Ltd.

*(Currency: Indian rupees in lakhs)*

**11 Earning Per Share**

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the Year Ended 31 March 2019 | For the Year Ended 31 March 2018 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (1.17) | (0.66) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 50,000 | 50,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 50,000 | 50,000 |
| Weighted average number of equity shares outstanding during the year | B | 50,000 | 50,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (2.34) | (1.33) |
| Earning Per Share – Diluted (Rs.) | | (2.34) | (1.33) |

**12 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate holding company**
Tata Sons Limited
**Holding Company**
Tata Realty and Infrastructure Limited

| (b) Nature of Transactions / relationship / major parties | Holding Co | Company having significant influence | Total |
|---|---|---|---|
| **Finance provided for Loans, expenses & on a/c payments** | | | |
| Tata Realty and Infrastructure Limited | - | 2.00 | 2.00 |
| | (-) | (2.00) | (2.00) |
| **Outstanding Balances Payable** | | | |
| Tata Realty and Infrastructure Limited | - | 2.00 | 2.00 |
| | (-) | (2.00) | (2.00) |

All the transactions with related parties are at arm's length and all the outstanding balances are unsecured except the interest free loan from Holding company.

Note: figures in bracket represent previous years figures.

**13 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company.

The company is operating in the real estate and infrastructure industry and has only domestic opearations. The Company has only one reportable business segment, which is development of real estate and infrastructure facilities and only one reportable geographical segment. All assets of the Company are domiciled in India and the Company has no revenue from operation.

**14 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**15 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2018: Rs Nil).

**16 Financial instruments – Fair values and risk management**

A **Credit risk**

Currently, the Company is not exposed to any credit risk from trade receivables.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks and financial institustions of INR 0.17 and INR 0.46 as at 31 March 2019 and 31 March 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

B **Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As at 31 March 2019, the Company had working capital of INR (1.77). As at 31 March 2018, the Company had working capital of INR (1.77).

C **Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 2.00 | 2.00 | 2.00 | | |
| Other financial liabilities | 1.13 | 1.13 | 1.13 | | |
| | 3.13 | 3.13 | 3.13 | | |
| **As at 31 March 2018** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 2.00 | 2.00 | 2.00 | | |
| Other financial liabilities | 0.30 | 0.30 | 0.30 | | |
| | 2.30 | 2.30 | 2.30 | | |

D **Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is not exposed to any significant currency risk and equity price risk.

*(Currency: Indian rupees in lakhs)*

E **Interest rate risk**

Currently, the Company is not exposed to any interest rate risk on any financial assets and liabilities.

F **Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The Company has adequate cash and bank balances and continues to remain debt-free. The company monitors its capital and makes a regular assessment of any debt requirements.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The Company's adjusted net debt to equity ratio at March 31, 2019 was as follows.

| Paticulars | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Total borrowings | 2.00 | 2.00 |
| Less : Cash and cash equivalent | 0.12 | 0.46 |
| Adjusted net debt | 1.88 | 1.54 |
| Adjusted equity | (3.01) | (1.84) |
| Adjusted net debt to adjusted equity ratio % | (0.62) | (0.84) |

17 **Financial instruments – Fair values and risk management**

A **Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.12 | 0.12 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 2.00 | 2.00 | - | - | - | - |
| Other current financial liabilities | - | - | 1.13 | 1.13 | - | - | - | - |
| **31 March 2018** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.46 | 0.46 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 2.00 | 2.00 | - | - | - | - |
| Other current financial liabilities | - | - | 0.30 | 0.30 | - | - | - | - |

B **Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

C **Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

D **Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

18 There are no offsetting of financial assets and financial liabilities during the year.

19 **Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

| | |
|---|---|
| **Amit Sheth** | **Santosh Mhadgut** |
| Director | Director |
| DIN - 07997663 | DIN - 08049549 |

Mumbai
Dated : 05 April 2019

# Deloitte
# Haskins & Sells LLP

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**INDEPENDENT AUDITOR'S REPORT**

**To The Members of TRIF Gurgaon Housing Projects Private Limited**
**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of TRIF Gurgaon Housing Projects Private Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

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

**Material uncertainty related to Going Concern**

We draw attention to Note 2(b) to the Ind AS financial statements, wherein the events or conditions, along with other matters as set forth in the said note, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However, the Ind AS financial statements of the Company have been prepared on a going concern basis for the reasons stated in the said Note.

Our opinion is not modified in respect of this matter

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report which we obtained prior to the date of this auditor's report.

- Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Ind AS Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

   d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) The matter described in the Material uncertainty related to Going Concern section above, in our opinion, may have an adverse effect on the functioning of the Company.

f) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

g) Reporting on the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls is not applicable to the company in view of the exemption available to the company in terms of the notification no. G.S.R. 583(E) dated 13 June 2017 issued by the Ministry of Corporate Affairs, Government of India, read with general circular No. 08/2017 dated 25 July 2017.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended.

In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, Section 197 of the Act related to managerial remuneration is not applicable.

i) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Company

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

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABL8765

Mumbai, 17 June 2020

**Deloitte**
**Haskins & Sells LLP**

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) The Company does not have any fixed assets and hence reporting under clause (i) of the CARO 2016 is not applicable.

(ii) The Company does not have any inventory and hence reporting under clause (ii) of the CARO 2016 is not applicable.

(iii) 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 Companies Act, 2013

(iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the CARO 2016 is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act, 2013. There are no unclaimed deposits any time during the year.

(vi) The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has been regular in depositing undisputed statutory dues, including Income-tax, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, Goods & Services Tax, cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(c) There are no dues of Income-tax, Goods & Services Tax as on 31 March 2020 on account of disputes.

(viii) In our opinion and according to the information and explanations given to us, The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause (viii) of CARO 2016 is not applicable to the Company.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company is not required to have and does not have any managerial personnel and hence the reporting under clause of the CARO 2016 Order for payment of managerial remuneration under Section 197 read with Schedule V of the Companies Act 2013 is not applicable.

**Deloitte**
**Haskins & Sells LLP**

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAABL8765

Mumbai, 17 June 2020

## TRIF Gurgaon Housing Projects Private Limited
## Balance Sheet as at 31 March 2020

(Rs. in lakhs)

| Particulars | Note No. | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Deferred tax assets (net) | 9 | - | - |
| **TOTAL NON-CURRENT ASSETS** | | - | - |
| **CURRENT ASSETS** | | | |
| (a) Financial assets | | | |
| (i) Cash and Cash Equivalents | 3 | 0.12 | 0.12 |
| **TOTAL CURRENT ASSETS** | | **0.12** | **0.12** |
| **TOTAL ASSETS** | | **0.12** | **0.12** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 4 | 5.00 | 5.00 |
| (b) Other equity | 5 | (8.60) | (8.01) |
| **TOTAL EQUITY** | | **(3.60)** | **(3.01)** |
| **LIABILITIES** | | | |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 6 | 3.72 | 2.00 |
| (ii) Other financial liabilities | 7 | - | 1.13 |
| **TOTAL CURRENT LIABILITIES** | | **3.72** | **3.13** |
| **TOTAL EQUITY AND LIABILITIES** | | **0.12** | **0.12** |
| **Significant accounting policies** | 2 | | |
| **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S. Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 17 June 2020

## TRIF Gurgaon Housing Projects Private Limited

### Statement of Profit and Loss for the year ended 31 March 2020

(Rs in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|---|
| I | **Revenue from Operations :** | | - | - |
| II | **Other Income** | | - | - |
| III | **Total Income (I +II)** | | - | - |
| IV | **Expenses:** | | | |
| | Other expenses | 8 | 0.59 | 1.17 |
| | **Total Expenses** | | **0.59** | **1.17** |
| V | **Loss before tax (III-IV)** | | **(0.59)** | **(1.17)** |
| VI | **Tax expenses** | | - | - |
| VII | **Loss for the year (V-VI)** | | **(0.59)** | **(1.17)** |
| VIII | **Other Comprehensive Income:** | | - | - |
| IX | **Total Comprehensive Loss For The Year (VII+VIII)** | | **(0.59)** | **(1.17)** |
| X | **Earnings per equity share** | 11 | | |
| | Basic | | (1.18) | (2.34) |
| | Diluted | | (1.18) | (2.34) |
| | **Significant accounting policies** | 2 | | |
| | **Notes to the Ind AS financial statements** | 3 - 19 | | |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S. Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 17 June 2020

## TRIF Gurgaon Housing Projects Private Limited
## Statement of Cash Flow for the year ended 31 March 2020

(Rs in lakhs)

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| A **CASH FLOW FROM OPERATING ACTIVITIES** | | |
| **Loss Before Tax** | **(0.59)** | **(1.17)** |
| Increase / (Decrease) in other financial liabilities | (1.13) | 0.83 |
| **CASH USED IN OPERATIONS** | (1.72) | (0.34) |
| Direct Taxes Paid | - | - |
| **Net Cash Flow used in Operating Activities** | **(1.72)** | **(0.34)** |
| B **CASH FLOW FROM INVESTMENT ACTIVITIES** | | |
| **Net Cash Flow from Investment Activities** | - | - |
| C **CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Proceeds from Short term Borrowings | 1.72 | - |
| **Net Cash Flow from Financing Activities** | **1.72** | - |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | - | **(0.34)** |
| **Opening Balance** | **0.12** | **0.46** |
| **Closing Balance** | **0.12** | **0.12** |
| **NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS** | - | **(0.34)** |
| **Components of Cash and Cash Equivalents** | | |
| Balances with Bank | 0.12 | 0.12 |
| **Total Balance** | **0.12** | **0.12** |

**Note:**
The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in the Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S. Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 17 June 2020

**TRIF Gurgaon Housing Projects Private Limited**
**Notes to the Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**A Equity Share Capital**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Subscribed and Fully Paid up Capital** | | |
| Equity shares of INR 10 each | | |
| Opening Balance | 5.00 | 5.00 |
| Changes in equity share capital during the year | - | - |
| **Closing Balance** | **5.00** | **5.00** |

**B Other Equity**

| Particulars | Retained earnings | Other comprehensive income | Total |
|---|---|---|---|
| **Balance as at 1 April 2018** | **(6.84)** | **-** | **(6.84)** |
| Loss for the year | (1.17) | - | **(1.17)** |
| **Balance as at 31 March 2019** | **(8.01)** | **-** | **(8.01)** |
| Loss for the year | (0.59) | - | **(0.59)** |
| **Balance as at 31 March 2020** | **(8.60)** | **-** | **(8.60)** |

The accompanying notes 1 to 19 form an integral part of these Ind AS financial statements.

As per our report of even date

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No. 117366W/ W- 100018

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 17 June 2020

For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S. Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 17 June 2020

## 1 Background of the Company

a) TRIF Gurgaon Housing Projects Private Limited ('the Company') was incorporated on 13 March 2009 to carry on the business of development of Real Estate & infrastructural facilities. The Company is a wholly owned subsidiary of Tata Realty and Infrastructure Limited, which is a wholly owned subsidiary of Tata Sons Private Limited, the ultimate holding Company. The company is a private limited company incorporated and domiciled in India and has its registered office at New Delhi, India.

b) In order to achieve operating efficiency, the Board of Directors of the Company, in their meeting held on 2 January 2019, had approved a scheme of amalgamation between TRIF Gurgaon Housing Projects Private Limited ("the Transferor Company") with its parent company viz. Tata Realty and Infrastructure Limited ("the Transferee Company") and their respective members and creditors w.e.f. 1 April 2019 ("Appointed date"). Consequently, on 29 March 2019, the companies have filed the said scheme of amalgamation with National Company Law Tribunal, Delhi.

## 2 SIGNIFICANT ACCOUNTING POLICIES

### i) Basis of Preparation

**a) Statement of compliance:**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

These Ind AS financial statements were authorised for issue by the Company's Board of Directors on 17 June 2020

**b) Going concern :**

As at 31 March 2020, the Company's paid up capital and reserves (excluding the deficit in the profit and loss) were INR 5 lakhs (2019: INR 5 lakhs) correspondingly, the Company's accumulated losses aggregated INR 8.60 lakhs (2019: INR 8.01 lakhs) and the Company's current liabilities exceeded its current assets by INR 3.60 lakhs. These factors give rise to a material uncertainty whether the Company would be able to continue as a going concern. However, in pursuance to Note No. 1 (b) above, the financial statements have been prepared on a going concern basis. Accordingly, these financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of recorded liabilities that might be necessary if the Company is unable to continue as a going concern.

**c) Historical cost convention:**

The financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Financial instruments measured at fair value through profit or loss, if applicable
2 Financial instruments measured at fair value through other comprehensive income, if applicable

**d) Use of estimates and judgements**

In preparing these Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and assumptions are required in particular for:

• Determination of the estimated useful lives of tangible assets (including Investment Property) and the assessment as to which components of the cost may be capitalised.

Useful lives of tangible assets are based on the life prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II of the Act, they are based on management estimate, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support. Assumptions also need to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the asset may be capitalised.

• Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the holding company General Manager- Finance.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

• Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

• Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

• Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

### ii) Functional and presentation currency

The financial statements are presented in Indian rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian rupees (INR) and all amounts have been rounded-off to the nearest lakhs, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

RKH

TRIF Gurgaon Housing Project Pvt. Ltd. * Mumbai

iii) **Borrowing cost**

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

iv) **Income tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

a) **Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognised as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

1 has a legally enforceable right to set off the recognised amounts; and
2 intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

b) **Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets and liabilities are offset only if:

1 the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
2 the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

v) **Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**Non-derivative financial liabilities**

A financial liability is (i) a contractual obligation to deliver cash or another financial asset to another entity; or to exchange financial instruments under potentially unfavourable conditions; (ii) or a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to deliver a variable number of its own equity instruments; or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

**Recognition, measurement and classification**

A financial liability is recognised in the balance sheet only when the Company becomes party to the contractual provisions to the instrument. The Company initially recognises debt securities issued and subordinated liabilities on the date that they are originated. All other financial liabilities (including liabilities designated at fair value through profit or loss) are recognised initially on the trade date at which the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are classified as either held at a) fair value through profit or loss, or b) at amortised cost. Management determines the classification of its financial liabilities at the time of initial recognition or, where applicable, at the time of reclassification.

The Company has the following non-derivative financial liabilities: loans and borrowings and trade and other payables. Such financial liabilities are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition these financial liabilities are measured at amortised cost using the effective interest method.

**De-recognition and offsetting**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

vi) **Provisions**

A provision is recognised in the balance sheet when the Company has a legal or constructive obligation as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

vii) **Earnings per share**

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TRIF Gurgaon Housing Projects Pvt. Ltd. Mumbai

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own shares held. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

### viii) Cash and cash equivalents

Cash and cash equivalent comprise of cash on hand and at banks including short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

RKH

TRIF Gurgaon Housing Project Pvt. Ltd. Mumbai

**TRIF Gurgaon Housing Projects Private Limited**
***Notes to the Ind AS financial statements***
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**3 Cash and cash equivalents**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Balances with Bank | 0.12 | 0.12 |
| **Total** | **0.12** | **0.12** |

**4 Equity Share Capital**

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| Equity Shares of Rs.10/- each | 50,000 | 5.00 | 50,000 | 5.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| **Issued Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity Shares of Rs.10/- each, fully paid | 50,000 | 5.00 | 50,000 | 5.00 |
| **Total** | | **5.00** | | **5.00** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 50,000 | 5.00 | 50,000 | 5.00 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **50,000** | **5.00** | **50,000** | **5.00** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject the approval of shareholders in the ensuing Annual General Meeting.

During the year ended 31 March 2020, the amount of per share dividend recognised as distribution to equity shareholders is Rs Nil (2019: Rs Nil).
In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 50,000 | 5.00 | 50,000 | 5.00 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by Tata Realty and Infrastructure Limited | 50,000 | 100% | 50,000 | 100% |

**(f) Aggregate number of bonus shares issued and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :**

During the five year period ended 31 March 2020, the company has not issued any equity shares for consideration other than cash.

**5 Other equity**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Retained earnings | (8.60) | (8.01) |
| **TOTAL** | **(8.60)** | **(8.01)** |

**Retained earnings**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| (Deficit) in statement of profit and loss | | |
| Balance at the beginning of the year | (8.01) | (6.84) |
| Add: (Loss) for the year | (0.59) | (1.17) |
| **Balance at the end of the Year** | **(8.60)** | **(8.01)** |

**6 Current Financial Liabilities - Borrowings**

**The borrowings are analysed as follows :**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Interest-free loans from related parties** | | |
| Tata Realty and Infrastructure Limited | 3.72 | 2.00 |
| **TOTAL** | **3.72** | **2.00** |
| **The above amount includes** | | |
| Secured Borrowings | - | - |
| Unsecured Borrowings | 3.72 | 2.00 |

**7 Other Current Financial Liabilities**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| Other Payables | | | | |
| - Related Party | - | | - | |
| - Others | - | | 1.13 | |
| | | - | | 1.13 |
| **Total** | | **-** | | **1.13** |

**8 Other Expenses**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Audit Fees (refer note 8(a)) | 0.59 | 0.91 |
| Bank Charges | - | 0.01 |
| Fees & Consultations | - | 0.20 |
| Rates & Taxes ( incl indirect taxes) | - | 0.05 |
| **Total** | **0.59** | **1.17** |

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(Currency: Indian rupees in lakhs)

**(a) Remuneration to Statutory Auditors**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Statutory audit | 0.50 | 0.50 |
| Other Services | - | 0.32 |
| Goods and Services Tax | 0.09 | 0.09 |
| **Total** | **0.59** | **0.91** |

## 9 Deferred Tax Assets

**(a) Amounts recognised in profit and loss**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Current income tax** | - | - |
| Origination and reversal of temporary differences | - | - |
| Reduction in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | - | - |
| **Tax expense for the year** | - | - |

**(b) Reconciliation of effective tax rate**

| | | |
|---|---|---|
| **Loss before tax** | (0.59) | (1.17) |
| Tax using the Company's domestic tax rate 25% (p.y.25%) | (0.15) | (0.29) |
| **Tax effect of:** | | |
| Current-year losses for which no deferred tax asset is recognised | 0.15 | 0.29 |
| **Total** | - | - |

**(c) Unrecognised deferred tax assets**

Deferred tax assets have not been recognised in respect of the following items, because of no virtual certainty of the profit in the future against which the deferred tax asset created can be utilised.

| | Gross amount | Unrecognised tax effect | Gross amount | Unrecognised tax effect |
|---|---|---|---|---|
| Tax losses | 9.76 | 2.44 | 8.59 | 2.15 |

**(d) Tax losses carried forward**

| Particulars | Financial Year | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|---|
| | | Gross amount | Expiry date | Gross amount | Expiry date |
| Business loss | 2011-12 | 0.36 | 2019-20 | 0.36 | 2019-20 |
| Business loss | 2012-13 | 0.30 | 2020-21 | 0.30 | 2020-21 |
| Business loss | 2013-14 | 4.12 | 2021-22 | 4.12 | 2021-22 |
| Business loss | 2014-15 | 0.39 | 2022-23 | 0.39 | 2022-23 |
| Business loss | 2015-16 | 1.42 | 2023-24 | 1.42 | 2023-24 |
| Business loss | 2016-17 | 1.33 | 2024-25 | 1.33 | 2024-25 |
| Business loss | 2017-18 | 0.66 | 2025-26 | 0.66 | 2025-26 |
| Business loss | 2018-19 | 1.17 | | | |
| **Total** | | **9.76** | | **8.59** | |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

## 10 Due to micro and small suppliers

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as set out in following disclosure.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year-end | - | - |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 ( MSMED Act, 2006) | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006 | - | - |

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(Currency: Indian rupees in lakhs)

**11 Earning Per Share**

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (0.59) | (1.17) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 50,000 | 50,000 |
| Optionally convertible participatory debentures | | - | - |
| Number of equity shares outstanding at the end of the year | | 50,000 | 50,000 |
| Weighted average number of equity shares outstanding during the year | B | 50,000 | 50,000 |
| Earning Per Share – Basic (Rs.) | (A / B) | (1.18) | (2.34) |
| Earning Per Share – Diluted (Rs.) | | (1.18) | (2.34) |

**12 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24**

**(a) Related Party Disclosure**

**Ultimate holding company**

Tata Sons Private Limited

**Holding Company**

Tata Realty and Infrastructure Limited

| (b) Nature of Transactions / relationship / major parties | Holding Co | Total |
|---|---|---|
| **Borrowings** | | |
| Tata Realty and Infrastructure Limited | 1.72 | 1.72 |
| | (2.00) | (2.00) |
| **Outstanding Balances Payable** | | |
| Tata Realty and Infrastructure Limited | 3.72 | 3.72 |
| | (2.00) | (2.00) |

All the transactions with related parties are at arm's length except the interest free loan from Holding company and all the outstanding balances are unsecured.

Note: figures in bracket represent previous years figures.

**13 Segment Reporting as per IND AS108 " Operating Segments"**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the entity. The Board of directors of company assesses the financial performance and position of the Company and makes strategic decisions. It is identified as being the chief operating decision maker for the company.

The company is operating in the real estate and infrastructure industry and has only domestic operations. The Company has only one reportable business segment, which is development of real estate and infrastructure facilities and only one reportable geographical segment. All assets of the Company are domiciled in India and the Company has no revenue from operation.

**14 Other matters**

Information with regard to other matters specified in Schedule III of the Act is either nil or not applicable to the Company for the year.

**15 Capital commitment, contingencies and other commitments**

There are no capital commitments and contingent liabilities as at the balance sheet date.
Estimated amount of other commitments remaining to be executed on capital account and not provided for (net of advances) Rs Nil (2019: Rs Nil).

**16 Financial instruments – Fair values and risk management**

**A Credit risk**

Currently, the Company is not exposed to any credit risk from trade receivables.

**Cash and cash equivalents**

The Company held cash and cash equivalents with credit worthy banks of INR 0.12 and INR 0.12 as at 31 March 2020 and 31 March 2019 respectively. The credit worthiness of such banks is evaluated by the management on an ongoing basis and is considered to be good.

**B Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

As at 31 March 2020, the Company had working capital of INR (3.60). As at 31 March 2019, the Company had working capital of INR (3.01).

**C Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
- all non derivative financial liabilities

| Particulars | Carrying amount | Total | 1 year or less | 1-2 years | 2-5 years |
|---|---|---|---|---|---|
| **As at 31 March 2020** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 3.72 | 3.72 | 3.72 | - | - |
| Other financial liabilities | - | - | - | - | - |
| | 3.72 | 3.72 | 3.72 | - | - |
| **As at 31 March 2019** | | | | | |
| **Non-derivative financial liabilities** | | | | | |
| Unsecured short-term borrowings | 2.00 | 2.00 | 2.00 | - | - |
| Other financial liabilities | 1.13 | 1.13 | 1.13 | - | - |
| | 3.13 | 3.13 | 3.13 | - | - |

**D Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is not exposed to any significant currency risk and equity price risk.

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(Currency: Indian rupees in lakhs)

**E Interest rate risk**

Currently, the Company is not exposed to any interest rate risk on any financial assets and liabilities.

**F Capital management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The Company has adequate cash and bank balances and continues to remain debt-free. The company monitors its capital and makes a regular assessment of any debt requirements.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total borrowings, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The Company's adjusted net debt to equity ratio at March 31, 2020 was as follows.

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Total borrowings | 3.72 | 2.00 |
| Less : Cash and cash equivalent | 0.12 | 0.12 |
| Adjusted net debt | 3.60 | 1.88 |
| Adjusted equity | (3.60) | (3.01) |
| Adjusted net debt to adjusted equity ratio % | (1.00) | (0.62) |

**17 Financial instruments – Fair values and risk management**

**A Accounting classification and fair values**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value.

| Particulars | FVTPL | FVTOCI | Amotised Cost | Total | Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.12 | 0.12 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 3.72 | 3.72 | - | - | - | - |
| Other current financial liabilities | - | - | - | - | - | - | - | - |
| **31 March 2019** | | | | | | | | |
| **Financial assets** | | | | | | | | |
| Cash and cash equivalents | - | - | 0.12 | 0.12 | - | - | - | - |
| **Financial liabilities** | | | | | | | | |
| Interest-free loans from related parties | - | - | 2.00 | 2.00 | - | - | - | - |
| Other current financial liabilities | - | - | 1.13 | 1.13 | - | - | - | - |

**B Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

**C Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework.

**D Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| Amortised cost:<br>1. Borrowings | Discounted cash flow approach: The valuation model considers the present value of expected payments, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Transfers between Levels 1 and 2**

There have been no transfers between Level 1 and Level 2 during the reporting periods

**Level 3 fair values**

There are no items in Level 3 fair values

18 There are no offsetting of financial assets and financial liabilities during the year.

**19 Subsequent events**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

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For and on behalf of the **Board of Directors of**
**TRIF Gurgaon Housing Projects Private Limited**
CIN: U74900DL2009PTC188404

S.S.Mhadgut

**Amit Sheth**
Director
DIN - 07997663

**Santosh Mhadgut**
Director
DIN - 08049549

Mumbai
Dated : 17 June 2020

**Deloitte**
**Haskins & Sells LLP**

Chartered Accountants
Lotus Corporate Park
1st Floor, Wing A – G
CTS No.185/A, Jay Coach
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Goregaon (East)
Mumbai – 400 063
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## INDEPENDENT AUDITOR'S REPORT
## To The Members of Tata Realty and Infrastructure Limited
## Report on the Standalone Ind AS Financial Statements

### Opinion

We have audited the accompanying standalone Ind AS financial statements of **Tata Realty and Infrastructure Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises of Director's report, which we obtained prior to the date of this auditor's report.
- Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

HASKINS & SELLS LLP DELOITTE CHARTERED ACCOUNTANTS

- In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to reports this fact. We have nothing to report in this regard.

**Management's Responsibility for the Standalone Ind AS Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the "Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibility for the Audit of the Standalone Ind AS Financial Statements**

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

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As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:

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a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Company as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in Note 40 to its standalone Ind AS financial statements;

   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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**Haskins & Sells LLP**

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kalpesh J. Mehta
Partner
(Membership No.48791)

Mumbai: May 08, 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

We have audited the internal financial controls over financial reporting of Tata Realty and Infrastructure Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company and its joint operations companies incorporated in India (retain as applicable) 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

## Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

c. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

## Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the criteria for internal financial control over financial reporting 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 Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kjmehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai: May 08, 2019

Deloitte
Haskins & Sells LLP

## ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company performs physical verification of its property, plant and equipment annually. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, as disclosed in Note 4 to the standalone Ind AS financial statements, are held in the name of the Company as at the balance sheet date.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification between physical stock and the books of accounts.

(iii) According to the information and explanations given to us, the Company has granted unsecured loans to eleven companies covered in the register maintained under Section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.

(b) According to the information and explanations given to us, in respect of four unsecured loans, interest along with principal is repayable on demand and seven unsecured loans are interest free and the principal is repayable on demand. The Company has not demanded any loan during the year.

(c) There is no amount overdue for more than 90 days as at March 31, 2019.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act 2013. There are no unclaimed deposits any time during the year.

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(vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Income-tax, professional tax, provident fund, work contracts tax, labour cess, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, professional tax, provident fund, work contracts tax, labour cess, Goods & Services Tax, cess and other material statutory dues in arrears as at March 31, 2019 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax and Service Tax, which have not been deposited as on March 31, 2019 on account of disputes are given below:

| Name of the Statute | Nature of Dues | Forum where dispute is pending | Period to which the amount relates | Amount involved | Amount Unpaid |
|---|---|---|---|---|---|
| Income Tax Act, 1961 | Income Tax | Commissioner of Income Tax (Appeals) - Mumbai | FY 2014-2015 | 126,858,923 | 126,858,923 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise - Mumbai | FY 2010-2011 | 26,721,775 | 26,721,775 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise - Nagpur | FY 2010-11, FY 2011-12, FY 2012-13 | 8,837,820 | 79,54,038 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise - Kochi | FY 2010-11, FY 2011-12, FY 2012-13 | 18,207,459 | 16,386,713 |
| Finance Act, 1994 | Kerala VAT | Commissioner of CGST & Central Excise - Kochi | FY 2014-2015 | 20,010,000 | 20,010,000 |

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings from financial institutions and dues to debenture holders during the year. The Company did not have any outstanding dues to banks and government.

DELOITTE HASKINS & SELLS LLP
CHARTERED ACCOUNTANTS

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) According to the information and explanation given to us, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Kjmehta

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai: May 08, 2019

**Tata Realty and Infrastructure Limited**
**Balance Sheet as at 31 March 2019**
(Currency: Indian rupees in lakhs)

| Particulars | Note No. | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Property, plant and equipment (PPE) | 4 | 1,743.39 | 1,396.49 |
| (b) Capital work-in-progress | 4 | 3.76 | - |
| (c) Intangible assets | 4 | 50.43 | 58.54 |
| (d) Financial assets | | | |
| (i) Investments | 5 | 4,06,035.76 | 3,47,753.08 |
| (ii) Loans and advances | 7 | 52,124.48 | 37,553.93 |
| (iii) Others | 8 | 0.75 | 0.75 |
| (e) Current tax assets (net) | 9 | 6,012.90 | 5,370.81 |
| (f) Other non-current assets | 10 | 10,968.46 | 9,019.27 |
| **TOTAL NON-CURRENT ASSETS** | | **4,76,939.93** | **4,01,152.87** |
| **CURRENT ASSETS** | | | |
| (a) Inventories | 11 | 41,011.06 | 41,741.53 |
| (b) Financial assets | | | |
| (i) Investments | 5 | 311.42 | 6,966.15 |
| (ii) Trade and other receivables | 6 | 1,397.81 | 3,132.93 |
| (iii) Cash and cash equivalents | 12 | 445.25 | 955.96 |
| (iv) Other bank balances | 13 | 444.69 | 361.67 |
| (v) Loans and advances | 7 | 2,349.77 | 13,369.52 |
| (vi) Others financial assets | 8 | 2,861.19 | 2,908.05 |
| (c) Other current assets | 10 | 1,086.29 | 979.70 |
| **TOTAL CURRENT ASSETS** | | **49,907.48** | **70,415.51** |
| **TOTAL ASSETS** | | **5,26,847.41** | **4,71,568.38** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 14 | 1,01,730.77 | 1,01,730.77 |
| (b) Other equity | 15 | 96,955.18 | 88,015.40 |
| **TOTAL EQUITY** | | **1,98,685.95** | **1,89,746.17** |
| **LIABILITIES** | | | |
| **NON-CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Long-term borrowings | 16 | 72,460.15 | 1,82,310.91 |
| (ii) Other financial liabilities | 18 | 11,425.58 | 4,931.25 |
| (b) Long-term provisions | 19 | 685.48 | 855.83 |
| (c) Current tax liabilities (net) | 20 | 1,751.88 | 1,751.88 |
| (d) Deferred tax liabilities (net) | 21 | 13,258.38 | 10,470.12 |
| **TOTAL NON-CURRENT LIABILITIES** | | **99,581.47** | **2,00,319.99** |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Short-term borrowings | 16 | 94,685.15 | 59,694.74 |
| (ii) Trade and other payables other than MSME | 17 | 3,458.03 | 3,025.61 |
| (iii) Other financial liabilities | 18 | 1,25,092.20 | 14,407.41 |
| (b) Other current liabilities | 22 | 5,119.48 | 4,281.18 |
| (c) Short term provisions | 19 | 225.13 | 93.28 |
| **TOTAL CURRENT LIABILITIES** | | **2,28,579.99** | **81,502.22** |
| **TOTAL EQUITY AND LIABILITIES** | | **5,26,847.41** | **4,71,568.38** |

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-47
The accompanying notes 1 to 47 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 8 May, 2019

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Rajiv Sabharwal**
Director
DIN - 00057333

**S. Santhanakrishnan**
Director
DIN - 00032049

**Neera Saggi**
Director
DIN - 00501029

**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No: A6120

Mumbai
Dated : 8 May, 2019

**Tata Realty and Infrastructure Limited**

**Statement of Profit and Loss for the year ended 31 March 2019**

(Currency: Indian rupees in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|---|---|
| I | **Revenue from operations** | 23 | 14,493.29 | 13,202.18 |
| II | **Other income** | 24 | 12,753.95 | 5,423.20 |
| III | **Total Income (I +II)** | | **27,247.24** | **18,625.38** |
| IV | **Expenses:** | | | |
| | Cost of sale of flats | 25 | 6,122.91 | 4,496.96 |
| | Employee benefits expense | 26 | 5,585.39 | 5,031.40 |
| | Finance costs | 27 | 22,988.91 | 19,671.90 |
| | Depreciation and amortization expense | 28 | 140.30 | 145.87 |
| | Loss on fair valuation of derivative contracts | 29 | 440.00 | 2,854.76 |
| | Other expenses | 30 | 3,883.25 | 3,744.21 |
| | Amounts written off during the year | 31 | 5,414.38 | 117.24 |
| | **Total Expenses** | | **44,575.14** | **36,062.34** |
| V | **(Loss) before tax (III-IV)** | | **(17,327.90)** | **(17,436.96)** |
| VI | **Tax expenses** | 32 | | |
| | Current Tax | | - | - |
| | Deferred Tax charge | | (1,298.87) | (331.59) |
| | Current tax expenses relating to prior years | | - | (265.61) |
| | **Total tax expenses** | | **(1,298.87)** | **(597.20)** |
| VII | **(Loss) for the year (V-VI)** | | **(18,626.77)** | **(18,034.16)** |
| VIII | **Other Comprehensive Income:** | | | |
| | **A. (i) Items that will not be reclassified to profit or loss** | | | |
| | Remeasurements of defined benefit liability | | 52.65 | 21.64 |
| | Equity instruments fair valued through OCI | | 32,334.60 | 1,624.18 |
| | Income tax relating to items that will not be reclassified to profit or loss | | (3,516.56) | (175.95) |
| | **B. (i) Items that will not be reclassified to profit or loss** | | | |
| | Income tax relating to items that will be reclassified to profit or loss | | - | - |
| | | | **28,870.69** | **1,469.87** |
| IX | **Total Comprehensive Profit / (Loss) for the Year (VII+VIII)** | | **10,243.92** | **(16,564.29)** |
| X | **Earnings per equity share (Face value of INR 10 each)** | 34 | | |
| | Basic | | (1.83) | (1.77) |
| | Diluted | | (1.83) | (1.77) |

**Significant accounting policies** 1-3

**Notes to the standalone Ind AS financial statements** 4-47

The accompanying notes 1 to 47 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

(Firm's Registration No. 117366W / W-100018)

**Kalpesh J. Mehta**

Partner

Mumbai

Dated : 8 May, 2019

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**

CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Rajiv Sabharwal**
Director
DIN - 00057333

**S. Santhanakrishnan**
Director
DIN - 00032049

**Neera Saggi**
Director
DIN - 00501029

**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No: A6120

Mumbai

Dated : 8 May, 2019

## Tata Realty and Infrastructure Limited
## Statement of Cash Flow for the Year ended 31 March 2019
(Currency: Indian rupees in lakhs)

| Particulars | | For the Year Ended 31 March 2019 | | For the Year Ended 31 March 2018 | |
|---|---|---|---|---|---|
| **A CASH FLOW FROM OPERATING ACTIVITIES** | | | | | |
| **Loss before tax** | | | (17,327.90) | | (17,436.96) |
| **Adjustments for :** | | | | | |
| Depreciation and amortisation expense | | 140.30 | | 145.87 | |
| Loss on sale of PPE | | 23.17 | | 11.26 | |
| (Gain) on sale of current investments | | (263.43) | | (160.97) | |
| (Gain) / loss on fair valuation of investments and derivative instruments | | (5,685.50) | | 2,854.76 | |
| Interest Income | | (5,537.52) | | (4,102.00) | |
| Unwinding of advances | | (540.44) | | (597.13) | |
| Finance costs | | 22,988.91 | | 19,671.90 | |
| Amounts written off during the year | | 5,414.38 | | 117.24 | |
| Provision for employee benefits | | 14.15 | 16,554.02 | 102.10 | 18,043.03 |
| **Operating (loss) / profit before working capital changes** | | | **(773.88)** | | **606.07** |
| **Changes in working capital** | | | | | |
| Decrease in trade receivables | | 430.97 | | 555.47 | |
| Decrease in inventories | | 730.47 | | 1,921.41 | |
| Decrease in advances, other current assets and other non-current assets | | 1,418.20 | | 72.93 | |
| (Increase) / Decrease in trade payables, other financial liabilities and other financial liabilities | | 1,530.62 | | (2,118.38) | |
| | | | 4,110.26 | | 431.43 |
| **Cash flows generated from operating activities** | | | 3,336.38 | | 1,037.50 |
| Tax refund / (paid) during the year (net of payments) | | | (642.09) | | 496.21 |
| **Net cash flows generated from operating activities** | A | | **2,694.29** | | **1,533.71** |
| **B CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | | |
| Payment for purchase of Property, plant & equipment | | (538.52) | | (126.20) | |
| Proceeds on sale of Property, plant & equipments | | 32.51 | | 3.09 | |
| Investment in Fixed deposits under lien with maturity less than 12 months (net) | | (83.02) | | (21.66) | |
| Investment in subsidiaries and joint venture companies | | (14,072.95) | | (23,906.45) | |
| Investment in mutual fund | | (1,45,427.98) | | (22,336.09) | |
| Proceeds from sale of investments in mutual fund | | 1,52,366.17 | | 35,184.84 | |
| Inter-corporate deposit refunded | | 7,490.33 | | 21,885.65 | |
| Inter-corporate deposit given | | (24,717.17) | | (16,080.00) | |
| Interest Received | | 3,115.67 | | 5,195.22 | |
| **Net cash flows (used in) Investing Activities** | B | | **(21,834.96)** | | **(201.60)** |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | | | | |
| Proceeds from long-term borrowings | | - | | 32,500.00 | |
| Proceeds from short-term borrowings | | 35,245.66 | | 1,39,500.00 | |
| Repayment of short-term borrowings | | - | | (1,58,500.00) | |
| Finance costs paid | | (16,615.70) | | (14,861.63) | |
| **Net cash flows generated from Financing Activities** | C | | **18,629.96** | | **(1,361.63)** |
| **Net decrease in cash and cash equivalents** | (A+B+C) | | **(510.71)** | | **(29.52)** |
| Cash and cash equivalents at the beginning of the year | | | **955.96** | | **985.48** |
| **Cash and cash equivalents at the end of year** | | | **445.25** | | **955.96** |
| **Cash and bank balances at the end of the year comprise of:** | | | | | |
| Cash on Hand | | | - | | 0.61 |
| Balances with Bank | | | 445.25 | | 755.35 |
| Deposit Accounts with less than or equal to 3 months maturity | | | - | | 200.00 |
| **Total Balance** | | | **445.25** | | **955.96** |

**Note:**

The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

**Significant accounting policies** 1-3

**Notes to the standalone Ind AS financial statements** 4-47

The accompanying notes 1 to 47 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 8 May, 2019

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Rajiv Sabharwal**
Director
DIN - 00057333

**S. Santhanakrishnan**
Director
DIN - 00032049

**Neera Saggi**
Director
DIN - 00501029

**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No: A6120

Mumbai
Dated : 8 May, 2019

## Tata Realty and Infrastructure Limited
**Statement of Changes in Equity (SOCIE)**
for the year ended 31 March 2019
(Currency: Indian rupees in lakhs)

**A Equity Share Capital**

| Particulars | 31 March 2019 | | 31 March 2018 | |
|---|---|---|---|---|
| | Number of Shares | Amount | Number of Shares | Amount |
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 1,01,73,07,692 | 1,01,730.77 | 1,01,73,07,692 | 1,01,730.77 |
| Changes in equity share capital during the year | - | - | - | - |
| **Closing Balance** | **1,01,73,07,692** | **1,01,730.77** | **1,01,73,07,692** | **1,01,730.77** |

**B Other equity**

| Particulars | Reserves and surplus | | | Items of Other comprehensive income | | Total equity |
|---|---|---|---|---|---|---|
| | Capital Reserve | Securities Premium | Retained Earnings | Defined benefit plan adjustment | Equity Instruments through Other Comprehensive Income reserve | |
| **Balance as at 01 April 2017** | **4,783.49** | **15,769.23** | **(500.87)** | **(31.49)** | **84,559.33** | **1,04,579.69** |
| **Loss for the year** | - | - | (18,034.16) | - | - | **(18,034.16)** |
| **Other comprehensive income for the year** | | | | | | |
| Equity Instruments fair valued through Other Comprehensive Income | - | - | - | - | 1,624.18 | **1,624.18** |
| Remeasurements of defined benefit liability (asset) | - | - | - | 21.64 | - | **21.64** |
| Income tax relating on above | - | - | - | (8.93) | (167.02) | **(175.95)** |
| Conversion of 5% non-cumulative convertible preference shares into equity shares. | - | - | 806.49 | | (806.49) | - |
| **Balance as at 31 March 2018** | **4,783.49** | **15,769.23** | **(17,728.54)** | **(18.78)** | **85,210.00** | **88,015.40** |
| IND AS 115 Adjustment under transition (Refer Note 23) | - | - | (1,304.14) | - | - | **(1,304.14)** |
| **Loss for the year** | - | - | (18,626.77) | - | - | **(18,626.77)** |
| **Other comprehensive income for the year** | | | | | | |
| Equity Instruments fair valued through Other Comprehensive Income | - | - | - | - | 32,334.60 | **32,334.60** |
| Remeasurements of defined benefit liability (asset) | - | - | - | 52.65 | - | **52.65** |
| Income tax relating on above | - | - | - | (13.68) | (3,502.88) | **(3,516.56)** |
| **Balance as at 31 March 2019** | **4,783.49** | **15,769.23** | **(37,659.45)** | **20.19** | **1,14,041.72** | **96,955.18** |

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-47
The accompanying notes 1 to 47 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

**Kalpesh J. Mehta**
Partner

Mumbai
Dated : 8 May, 2019

For and on behalf of the **Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Rajiv Sabharwal**
Director
DIN - 00057333

**S. Santhanakrishnan**
Director
DIN - 00032049

**Neera Saggi**
Director
DIN - 00501029

**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No: A6120

Mumbai
Dated : 8 May, 2019

**1 Background of the Company**

Tata Realty and Infrastructure Limited ('the Company') was incorporated on 2 March 2007 to carry on the business of investment advisory services, project management consultancy services and real estate and infrastructure development. The Company is a wholly owned subsidiary of Tata Sons Private Limited.

**2 Basis of preparation**

**(a) Statement of compliance**

These standalone Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

**(b) Going Concern**

As at March 31, 2019, the Company is having :
- accumulated losses of INR 37,659.45 Lakhs.
- current liabilities exceeding its current assets by INR 68,672.52 Lakhs.
- repayment of INR. 1,10,000 Lakhs pertaining to the current portion of the long term debt (NCD) due in next 12 months.
- cash losses during the current year and previous year.

All of the above may indicate doubt about the Company's ability to continue as a going concern.

The Board of Directors have assessed going concern ability considering the following factors:

- Negative working capital is on account of management decision to borrow short-term funds through commercial papers considering benefits of interest arbitrage under current economic scenario.

- The Company has credit ratings of AA and A1+ from two credit rating agencies which supports raising of long-term funds or refinance short-term loans on a need basis respectively. Based on the credit rating, the Company has a long-term borrowing limit of INR 80,000 lakhs and short-term borrowing limit of INR 1,00,000 lakhs. The Company has a term sheet from a bank for long term funding upto INR 1,00,000 lakhs.

- The Board of Directors has approved rights issue of INR 3,60,000 lakhs approximately through equity capital from the parent i.e. Tata Sons Private Limited. The Board of Directors are confident that the same will be fully subscribed and thereby the Authorized Capital is realigned to accommodate the above rights issue.

- The Board of Directors of the Company are actively considering disposal of certain projects which are not strategically important to the business and yield positive cashflows in the next 12 months.

Hence in the opinion of the Board of Directors, the Company is able to continue as going concern. Accordingly, the financial statements have been prepared on a going concern basis.

**(c) Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupess (INR) and all amounts have been rounded-off to the nearest lakhs with two decimals, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

**(d) Basis of measurement**

The standalone Ind AS financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:
1 Certain financial assets and liabilities (including derivative instruments)
2 Defined benefit plans – plan assets measured at fair value

**(e) Critical accounting judgements and key sources of estimation of uncertainty**

In preparing these standalone Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**(i) Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone Ind AS financial statements is included in the following notes:

**(ii) Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2019 is included in the following notes:

Note 41 – measurement of defined benefit obligations: key actuarial assumptions;
Note 42 – determining the fair value of investments on the basis of significant unobservable inputs.

HASKINS & SELLS LLP DELOITTE Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

**(f) Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

**(g) Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

## 3 Significant accounting policies

### 3.01 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

**Sale of completed property.**

Revenue from sale of completed property (residential and commercial) is recognised when:

1. The Company has transferred to the buyer signicificant risk and rewards of ownership of the completed property;
2. The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the completed property sold;
3. The amount of revenue can be measured reliably;
4. It is probable that the ecomonic benefit associated with the transaction will flow to the Company; and
5. Cost incurred or to be incurred in respect of the transaction can be measured reliably.

Asset management fees and Project management consultancy fees are recognized in accordance with terms of agreement with customers.

A dividend is recognised as revenue when the right to receive payment has been established. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

### 3.02 Property, plant and equipment

**(i) Recognition and measurement**

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment comprises:

a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

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**(ii) Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

**(iii) Depreciation**

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation is provided using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act. Depreciation is charged on a monthly pro-rata basis for assets purchased or sold during the year.
In the following cases, the useful life is less than the corresponding useful life prescribed in Part 'C' of Schedule II of the Act, based on internal technical evaluation, taking into account the nature of the assets, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.:

| | |
|---|---|
| Data Processing Networks - Servers and Networks | 5 years |
| Motor Car | 5 years |

Leasehold improvements are amortised over the primary period of the lease.
Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.
Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).
Expenditure incurred on acquisition /construction of fixed assets which are not ready for their intended use at balance sheet date are disclosed under capital work-in-progress. Capital work in progress is stated at cost less impairment losses, if any. Cost comprises of expenditures incurred in respect of capital projects under development and includes any attributable / allocable cost and other incidental expenses. Revenues earned, if any, before capitalization from such capital project are adjusted against the capital work in progress.

Borrowing costs relating to acquisition / construction / development of tangible assets, intangible assets and capital work in progress which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

**3.03 Intangible assets**

Intangible assets comprise application software purchased / developed, which are not an integral part of the related hardware and are amortised using the straight line method over a period of the software license, which in the Management's estimate represents the period during which the economic benefits will be derived from their use. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific to which it relates.

**3.04 Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

The recoverable amount is higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

**3.05 Borrowing cost**

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.
Other borrowing costs are expensed in the period in which they are incurred.

**3.06 Income-tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

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**(i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

a) has a legally enforceable right to set off the recognised amounts; and

b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**(ii) Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset only if:

a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

**(iii) Current and deferred tax for the year**

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity / deemed equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity / deemed equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

**3.07 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalent includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**3.08 Inventories**

Direct expenses like land cost, development rights, site labour cost, material used for project construction, cost of borrowing, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are taken as the cost of the project work in progress and cost of unsold flats.

Material at site comprise of building material, components, stores and spares, consumables

Inventories are valued at lower of cost or net realizable value, cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

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**3.09 Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as put options, call options; and forward contracts.

**(i) Financial assets**

**Classification**

The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than fair valued through profit or loss) are added to the fair value of the financial assets, as appropriate , on initial recognition. Transaction costs directly attributable to the acquisition of financial assets fair valued through profit or loss are recognised immediately in profit or loss.

All regular way purchases or sales of financial assets are recognised and derecognised on trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entiretly at either amortised cost or fair value, depending on the classification of the financial assets.

**Debt instruments**

1, A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

2, After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

3, Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

**Equity instruments**

The Company measures its equity investments in equity shares of subsidiaries, joint ventures and associates at fair value through other comprehensive income.

Equity investments in companies other than equity investments in subsidiaries, joint ventures and associates are measured at fair value through profit and loss account.

Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

b) Lease receivables

c) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

Trade receivables which do not contain a significant financing component.

All lease receivables resulting from transactions.

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The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.
For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

**(ii) Financial liabilities**

**Classification**
The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Debt and equity instruments issued by the Company are classified as either financial liabilities or equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Initial recognition and measurement**
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.
All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.
The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

**Financial liabilities at fair value through profit or loss**
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. The company does not have any separated embedded derivatives.
Gains or losses on liabilities held for trading are recognised in the profit or loss.
Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

**Loans and borrowings**
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.
Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.
This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.
The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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

**Embedded derivatives**
If the hybrid contract contains a host that is a financial asset within the scope of Ind-AS 109, the Company does not separate embedded derivatives. The Company applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows.

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**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

**Derivative financial instruments**

The Company has entered into derivative financial instruments, such as put and call option contracts and forward purchase contracts to acquire stake from Non-controlling interests. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit or loss account. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The company has not designated its derivatives as hedging instruments.

**Financial guarantee contracts**

A financial guarantee contract is a contract that requires issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.
Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :
(i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
(ii)the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

**Commitments to provide a loan at a below-market interest rate**

Commitments to provide a loan at a below-market interest rate are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :
(i) the amount of loss allowance determined in accordance with the impairment requirements of Ind AS 109; and
(ii)the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

**3.10 Employee benefits**

**(i) Short term employee benefits**

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(ii) Compensated absences**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

**(iii) Defined contribution plans**

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

**(iv) Defined benefit plans**

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.
The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.
When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**(v) Other long-term employee benefits**

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement are recognised in profit or loss in the period in which they arise.
These plans typically expose the Company to actuarial risks such as : Investment risk, interest rate risk, longevity risk and salary risk:

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**(i) Investment risk :** The present value of the defined benefit plan liability is calculated using the discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities and other debt instruments. Further, the overseas plan has a relatively balanced investment in equity securities, debt instruments and real estates. Due to the long-term nature of the plan liabilities, the board of the overseas fund considers it appropriate that a reasonable portion of the plan assets should be invested in equity securities and in real estate to leverage the return generated by the Fund.

**(ii) Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

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

**(iv) Salary risk :** The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the Salary of the plan participants will increase the plan's liability.

### 3.11 Earnings per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

### 3.12 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which the Group has not applied as they are effective from April 1, 2019:

**Ind AS - 116**

Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.
The Company will adopt Ind AS 116, effective annual reporting period beginning April 1, 2019.

**Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)**

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement.

**Ind AS 109 – Prepayment Features with Negative Compensation**

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative The Compensation payments. The Company does not expect this amendment to have any impact on its financial statements.

**Ind AS 19 – Plan Amendment, Curtailment or Settlement**

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its financial statements.

**Ind AS 23 – Borrowing Costs**

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

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(Currency: Indian rupees in lakhs)

**4 Property, Plant and Equipment , Capital work-in-progress and Intangible assets**

**a Tangible Assets**

| Particulars | Freehold Land | Leasehold Improvements | Furniture & Fixtures | Data Processing Equipments | Office Equipments | Motor Vehicles | Total |
|---|---|---|---|---|---|---|---|
| **COST / DEEMED COST** | | | | | | | |
| **As at 01 April 2017** | 1,144.90 | - | 157.78 | 280.95 | 166.15 | 74.43 | 1,824.21 |
| Additions | - | 8.97 | 17.64 | 18.74 | 55.19 | 6.91 | 107.45 |
| Disposals/Adjustments | - | - | (30.06) | (1.77) | (24.42) | (10.62) | (66.87) |
| **As at 31 March 2018** | 1,144.90 | 8.97 | 145.36 | 297.92 | 196.92 | 70.72 | 1,864.79 |
| Additions | - | 466.93 | 7.41 | 15.62 | 39.09 | - | 529.05 |
| Disposals/Adjustments | - | - | (21.89) | (1.59) | (15.70) | (44.04) | (83.22) |
| **As at 31 March 2019** | 1,144.90 | 475.90 | 130.88 | 311.95 | 220.31 | 26.68 | 2,310.62 |
| **DEPRECIATION** | | | | | | | |
| **As at 01 April 2017** | - | - | 77.11 | 199.52 | 113.15 | 19.15 | 408.93 |
| Charge for the Year | - | 1.51 | 23.74 | 41.86 | 27.56 | 17.23 | 111.90 |
| Disposals/Adjustments | - | - | (18.81) | (1.00) | (22.13) | (10.59) | (52.53) |
| **As at 31 March 2018** | - | 1.51 | 82.04 | 240.38 | 118.58 | 25.79 | 468.30 |
| Charge for the Year | - | 30.56 | 15.81 | 35.69 | 37.17 | 7.24 | 126.47 |
| Disposals/Adjustments | - | - | (4.06) | (1.09) | (4.77) | (17.62) | (27.54) |
| **As at 31 March 2019** | - | 32.07 | 93.79 | 274.98 | 150.98 | 15.41 | 567.23 |
| **NET BLOCK** | | | | | | | |
| **As at 31 March 2018** | 1,144.90 | 7.46 | 63.32 | 57.54 | 78.34 | 44.93 | 1,396.49 |
| **As at 31 March 2019** | 1,144.90 | 443.83 | 37.09 | 36.97 | 69.33 | 11.27 | 1,743.39 |

**b Intangible Assets**

| Particulars | Computer Software | Total |
|---|---|---|
| **GROSS BLOCK** | | |
| **As at 01 April 2017** | 340.94 | 340.94 |
| Additions | 18.75 | 18.75 |
| Disposals/Adjustments | (9.95) | (9.95) |
| **As at 31 March 2018** | 349.74 | 349.74 |
| Additions | 5.72 | 5.72 |
| Disposals/Adjustments | - | - |
| **As at 31 March 2019** | 355.46 | 355.46 |
| **AMORTISATION** | | |
| **As at 01 April 2017** | 267.17 | 267.17 |
| Charge for the Year | 33.97 | 33.97 |
| Disposals/Adjustments | (9.94) | (9.94) |
| **As at 31 March 2018** | 291.20 | 291.20 |
| Charge for the Year | 13.83 | 13.83 |
| Disposals/Adjustments | - | - |
| **As at 31 March 2019** | 305.03 | 305.03 |
| **NET BLOCK** | | |
| **As at 31 March 2019** | 58.54 | 58.54 |
| **As at 31 March 2019** | 50.43 | 50.43 |

**c Capital Work in Progress**

| Particulars | Total |
|---|---|
| **As at 01 April 2017** | - |
| Additions | - |
| **As at 31 March 2018** | - |
| Additions | 3.76 |
| **As at 31 March 2019** | 3.76 |

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Tata Realty And Infrastructure Limited Mumbai

**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300
**Notes to Ind AS financial statements**
for the year ended 31 March 2019
(Currency: Indian rupees in lakhs)

**5 Investments**

| Particulars | March 31, 2019 Quantity | March 31, 2019 Amount | March 31, 2018 Quantity | March 31, 2018 Amount |
|---|---|---|---|---|
| **a) Non-current Investments** | | | | |
| **(i) Fair valued through Other Comprehensive Income:** | | | | |
| **Unquoted Equity shares of INR 10 each, fully paid-up:** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| Acme Living Solutions Private Limited | 50,000 | - | 50,000 | - |
| Arrow Infra Estates Private Limited | 1,02,300 | 6,362.00 | 1,02,300 | 6,792.72 |
| Gurgaon Constructwell Private Limited | 65,700 | 8,599.00 | 65,700 | 11,552.66 |
| Deemed Equity Investments in Gurgaon Constructwell Private Limited | - | 619.68 | - | |
| Gurgaon Realtech Limited | 66,500 | 6,907.00 | 66,500 | 8,154.62 |
| TRIL Roads Private Limited* | 77,45,012 | 34,723.00 | 77,45,012 | 18,572.86 |
| Deemed Equity Investments in TRIL Roads Private Limited | - | 2,421.61 | - | |
| TRIF Gurgaon Housing Projects Private Limited | 50,000 | - | 50,000 | - |
| TRIL Urban Transport Private Limited* | 2,68,38,000 | 2,334.00 | 43,38,000 | 304.33 |
| Deemed Equity Investments in TRIL Urban Transport Private Limited | - | 240.43 | - | |
| Wellkept Facility Management Services Private Limited | 4,00,000 | - | 4,00,000 | - |
| TRIL Constructions Limited | 2,44,00,000 | 2,451.51 | 2,44,00,000 | 3,111.24 |
| TRIL Infopark Limited (Refer Foot Note 1) | 62,89,00,000 | 1,03,922.85 | 62,89,00,000 | 89,568.11 |
| TRIL Amritsar Projects Limited* | 32,43,08,408 | 3,492.00 | 32,43,08,408 | 5,935.92 |
| Deemed Equity Investments in TRIL Amritsar Projects Limited | - | 2,487.94 | - | |
| TRIF Real Estate Development Limited* | 38,78,843 | 7,615.00 | 38,78,843 | 6,989.09 |
| HV Farms Private Limited | 10,000 | 1.00 | 10,000 | 7.94 |
| MIA Infratech Private Limited | 13,57,300 | - | 13,57,300 | - |
| International Infrabuild Private Limited* | 26,000 | 150.28 | 26,000 | 1,577.51 |
| **II) Investment in joint ventures:** | | | | |
| TRIL IT 4 Private Limited* | 7,40,000 | 24,487.00 | 7,40,000 | 21,636.53 |
| Mikado Realtors Private Limited.* | 1,99,87,400 | 33,228.20 | 1,99,87,400 | 31,258.72 |
| Industrial Minerals and Chemicals Company Private Limited* | 3,256 | 22,270.60 | 3,256 | 21,919.74 |
| Taj Air Limited | 1,90,00,000 | - | 1,90,00,000 | - |
| **Unquoted Preference shares, fully paid-up (Compound financial instruments)** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| 0.001% Compulsory Convertible Preference shares of INR 10 each in TRIL Constructions Limited | 5,92,80,000 | 5,970.40 | 5,92,80,000 | 7,559.00 |
| 0% Compulsory Convertible Preference shares of INR 100 each in TRIL Infopark Limited | 3,00,00,000 | 49,578.00 | 3,00,00,000 | 42,729.00 |
| **Unquoted Debentures, fully paid-up:** | | | | |
| **I) Investment in joint venture:** | | | | |
| Compulsorily Convertible Debentures of INR 100 each in Industrial Minerals and Chemicals Company Private Limited | 1,04,73,960 | 10,636.70 | - | - |
| **(ii) Fair valued through Profit and Loss:** | | | | |
| **Unquoted Debentures of INR 10 each, fully paid-up:** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| 0% Optionally Convertible Debentures in TRIL Urban Transport Private Limited. | 1,13,40,400 | 1,242.00 | 1,09,10,000 | 1,314.00 |
| Compulsorily Convertible Debentures in TRIL Urban Transport Private Limited | 3,11,53,750 | 2,918.00 | 2,85,43,750 | 3,024.01 |
| 0% Optionally Convertible Debentures in TRIL Roads Private Limited | 24,57,00,000 | 22,565.00 | 22,12,00,000 | 20,544.00 |
| 0.01% Unsecured Compulsorily Convertible Debentures in TRIL Infopark Limited. | 25,00,00,000 | 41,273.00 | 25,00,00,000 | 35,608.00 |
| 0% Optionally Convertible Debentures in HV Farms Private Limited | 10,00,000 | 1,188.00 | 10,00,000 | 1,148.00 |
| 0% Optionally Convertible Debentures in International Infrabuilds Private Limited | 27,80,000 | 211.56 | 27,80,000 | 199.70 |
| Deemed investment in 0% Optionally Convertible Debentures in International Infrabuilds Private Limited | - | - | - | 105.38 |
| **(iii) Quoted Debentures fully paid-up:** | | | | |
| **Investment in joint venture:** | | | | |
| Redeemable Non-convertible Debentures of INR 687,500 each in TRIL IT4 Private Limited | 1,184 | 8,140.00 | 1,184 | 8,140.00 |
| | | **4,06,035.76** | | **3,47,753.08** |
| **Aggregate value of quoted investments** | | | | |
| Aggregate book value | | **8,140.00** | | **8,140.00** |
| Aggregate fair value. | | **8,140.00** | | **8,140.00** |
| **Aggregate value of unquoted investments** | | **3,97,895.76** | | **3,39,613.08** |

**Foot note:**

1. 50,000,000 (2018: 50,000,000) equity shares have been pledged with Tamilnadu Industrial Development Corporation Limited for a period upto 09th December 2019.

* The Company has provided Non Disposal Undertakings to the lenders / Investors of its subsidiaries and joint ventures for the minimum shareholding that the Company needs to maintain until the final settlement date of the loan.

| Particulars | March 31, 2019 Quantity | March 31, 2019 Amount | March 31, 2018 Quantity | March 31, 2018 Amount |
|---|---|---|---|---|
| **b) Current Investments** | | | | |
| **Investment in mutual funds:** | | | | |
| TATA money market fund - Direct Plan - Growth<br>NAV per unit (in INR) 2,944.44 (2018 : 2,738.28) | **10,576.43** | **311.42** | 2,54,398.32 | 6,966.15 |
| | | **311.42** | | **6,966.15** |

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**6 Financial Assets - Trade Receivables**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Unsecured, considered good | | | | |
| **Trade receivables from related parties** | | | | |
| Outstanding for a period exceeding six months | - | 660.21 | - | 1,301.10 |
| Outstanding for a period less than six months | - | 670.66 | - | 788.00 |
| **Trade receivables from others** | | | | |
| Outstanding for a period exceeding six months | - | - | - | - |
| Outstanding for a period less than six months (Refer Note No. 44) | - | 66.94 | - | 1,043.83 |
| **Total** | | **1,397.81** | | **3,132.93** |

**7 Financial Assets: Loans and Advances**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| (Unsecured, considered good) | | | | |
| Advances recoverable from related parties | - | 2,015.66 | - | 4,142.15 |
| Inter corporate deposits to related parties | 52,124.48 | - | 36,190.00 | 4,137.53 |
| Security deposits | - | 38.41 | - | 700.15 |
| Other advances | - | 295.70 | - | 339.69 |
| (Unsecured, considered doubtful) | | | | |
| Advances recoverable from related parties | - | 35.00 | - | 35.00 |
| Inter corporate deposits to related parties | - | 95.00 | - | 95.00 |
| Less : Provisions | - | (130.00) | - | (130.00) |
| (Secured, considered good) | | | | |
| Other advances | - | - | 1,363.93 | 4,050.00 |
| **Total** | **52,124.48** | **2,349.77** | **37,553.93** | **13,369.52** |

**8 Other Financial Assets**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Interest Accrued Receivable: | | | | |
| Considered Good | - | 2,861.19 | - | 2,806.27 |
| Considered Doubtful | - | 10.00 | - | 10.00 |
| Less : Provision for Doubtful Interest | - | (10.00) | - | (10.00) |
| Fixed deposits with more than 12 months maturity (Refer Foot Note) | 0.75 | - | 0.75 | - |
| Unbilled revenue | - | - | - | 101.78 |
| **Total** | **0.75** | **2,861.19** | **0.75** | **2,908.05** |

Foot Note:
Bank deposit of INR 75,000 (2018: INR 75,000) is having lien in favour of Commercial Tax Officer, KVAT Works Contract Ernakulam.

**9 Current Tax Assets (net)**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Advance Payment of taxes | 10,407.62 | 9,765.53 |
| Provision for tax | (4,394.72) | (4,394.72) |
| **Total** | **6,012.90** | **5,370.81** |

**10 Other Assets**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Capital Advances | 159.91 | - | 159.91 | - |
| Call Option Premium (Refer Foot note) | 5,725.23 | - | 5,205.20 | - |
| Derivative asset | 5,079.00 | - | 3,654.00 | - |
| Balance with Tax Authority | - | 1,008.66 | - | 872.77 |
| Prepaid Expenses | 4.32 | 70.54 | 0.16 | 106.93 |
| Other Receivables | - | 7.09 | - | - |
| **Total** | **10,968.46** | **1,086.29** | **9,019.27** | **979.70** |

**Foot note:**
The Company had paid an interest free advance of INR 7,110/- lakhs to Indian Hotels Company Limited (IHCL) vide MOU dated 11th July, 2011 and MOU dated 23 February, 2010. The consideration for the advance is with an option to acquire the equity investment of TRIL Infopark Limited amounting to INR 7,110/- lakhs representing fair value of shares. The shares will be transferred on or before 10th July, 2021.

**11 Inventories**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Bought out construction materials | 52.15 | 256.31 |
| Work In Progress | 12,710.70 | 10,983.89 |
| Finished Goods | 28,248.21 | 30,501.33 |
| **Total** | **41,011.06** | **41,741.53** |

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Chartered Accountants

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Mumbai

(Currency: Indian rupees in lakhs)

## 12 Cash and Bank Balance

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| **Cash and Cash Equivalents** | | |
| Cash on Hand | - | 0.61 |
| Balances with Banks | | |
| - in current accounts | 445.25 | 755.35 |
| Deposit Accounts with less than or equal to 3 months original maturity | - | 200.00 |
| **Total** | **445.25** | **955.96** |

## 13 Other Bank Balances

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Deposit Accounts with less than 12 months maturity | 444.69 | 361.67 |
| **Total** | **444.69** | **361.67** |

## 14 Equity Share Capital

**(a) Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| 3,00,00,00,000 (2018: 2,00,00,00,000) equity shares of INR 10 each | 30000,00,000 | 3,00,000.00 | 20000,00,000 | 2,00,000.00 |
| NIL (2018: 1,00,00,00,000) 5% Non cumulative convertible preference shares of INR 10 each | - | - | 10000,00,000 | 1,00,000.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| 1,01,73,07,692 (2018: 1,01,73,07,692) equity shares of INR 10 each | 10173,07,692 | 1,01,730.77 | 10173,07,692 | 1,01,730.77 |
| **Total** | **10173,07,692** | **1,01,730.77** | **10173,07,692** | **1,01,730.77** |

**(b) Reconciliation of Number of Shares Outstanding**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 10173,07,692 | 1,01,730.77 | 10173,07,692 | 1,01,730.77 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **10173,07,692** | **1,01,730.77** | **10173,07,692** | **1,01,730.77** |

**(c) Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(d) Shares of the company held by the Holding company**

| Name of Shareholder | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up by **Tata Sons Private Limited** | 10173,07,692 | 1,01,730.77 | 10173,07,692 | 1,01,730.77 |

**(e) Details of shareholding more than 5% in the Company**

| Name of Shareholder | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up by **Tata Sons Private Limited** | 10173,07,692 | 100% | 10173,07,692 | 100% |

## 15 Other Equity

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| **Reserves and surplus** | | |
| Securities Premium Account | 15,769.23 | 15,769.23 |
| Capital reserve | 4,783.49 | 4,783.49 |
| Retained earnings | (37,659.45) | (17,728.54) |
| **Items of Other comprehensive income** | | |
| FVOCI - equity instruments | 1,14,041.72 | 85,210.00 |
| Defined benefit plan adjustment | 20.19 | (18.78) |
| **TOTAL** | **96,955.18** | **88,015.40** |

**Securities premium**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Opening balance | 15,769.23 | 15,769.23 |
| **Balance at the end of the Year** | **15,769.23** | **15,769.23** |

**Capital reserve**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Opening balance | 4,783.49 | 4,783.49 |
| **Balance at the end of the Year** | **4,783.49** | **4,783.49** |

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**Retained earnings**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Balance at the beginning of the year | (17,728.54) | (500.87) |
| IND AS 115 Adjustment (refer note 23) | (1,304.14) | - |
| Transferred from other comprehensive income | - | 806.49 |
| Add: (Loss) for the year | (18,626.77) | (18,034.16) |
| **Balance at the end of the Year** | **(37,659.45)** | **(17,728.54)** |

**Equity Instruments through Other Comprehensive Income (OCI) reserve**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Opening balance | 85,210.00 | 84,559.33 |
| Equity instruments fair value through OCI (FVOCI) | 32,334.60 | 1,624.18 |
| Transferred to retained earnings | - | (806.49) |
| Income tax relating to items that will not be reclassified to profit or loss | (3,502.88) | (167.02) |
| **Balance at the end of the Year** | **1,14,041.72** | **85,210.00** |

**Other comprehensive income**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Opening balance | (18.78) | (31.49) |
| Remeasurements of defined benefit liability (asset) | 52.65 | 21.64 |
| Income tax relating to items that will not be reclassified to profit or loss | (13.68) | (8.93) |
| **Balance at the end of the Year** | **20.19** | **(18.78)** |

**Nature and purpose of the reserve**

**Capital reserve**

Capital reserve was created to record excess of net assets taken over pursuant to scheme of merger sanctioned by the Bombay High Court in the year 2015-16 between Tata Realty and Infrastructure Limited, Mara Builder Private Limited and TRIF Real Estate and Development Limited.

**Debenture redemption reserve**

The Company has not created debenture redemption reserve as per Section 71 of the Companies Act, 2013 due to losses incurred post issuance of debentures.

**Equity Instruments through Other Comprehensive Income reserve**

The Company has elected to recognise changes in the fair value, of investments in equity and preference securities of subsibaries in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity.

The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

## 16 Financial Liabilities - Borrowings

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **Non Convertible Debentures - Unsecured, Unlisted** | | | | |
| 18,250 (2018: 18,250) 8.25% - 9.25% Non convertible debentures (NCD) @ INR 10 Lacs | 72,500.00 | | 1,82,500.00 | - |
| Less : Unexpired issuance costs | (39.85) | | (189.09) | |
| Bank Overdraft | | 4,117.86 | | - |
| Commercial Papers from Mutual funds (Refer Foot Note No. 2 below) | | 77,500.00 | | 60,500.00 |
| Less : Unexpired discount | | (932.71) | | (805.26) |
| Inter Corporate Deposits (Refer Foot Note No. 3 below) | - | 14,000.00 | - | - |
| TOTAL | **72,460.15** | **94,685.15** | **1,82,310.91** | **59,694.74** |
| **The above amount includes** | | | | |
| Secured Borrowings | - | - | - | - |
| Unsecured Borrowings | **72,460.15** | **94,685.15** | **1,82,310.91** | **59,694.74** |

**Foot Note:**

**1) Terms of repayment and Interest of Unsecured Non Convertible Debentures:**

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Yes Bank Ltd. -Interest @ 9.25 % payable annually. Principal on Bullet repayment on maturity, on 23-May-2019. | - | 35,000.00 | 35,000.00 | - |
| Yes Bank Ltd. -Interest @ 9.25 % payable annually. Principal on Bullet repayment on maturity, on 23-July-2019. | - | 25,000.00 | 25,000.00 | - |
| Kotak Mahindra Bank -Interest @ 9.10 % payable annually. Principal on Bullet repayment on maturity, on 25-June-2019. | - | 24,000.00 | 24,000.00 | - |
| Kotak Mahindra Bank -Interest @ 9.10 % payable annually. Principal on Bullet repayment on maturity, on 23-Aug-2019. | - | 26,000.00 | 26,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 20-Apr-2020. | 10,000.00 | - | 10,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 17-Aug-2020. | 10,000.00 | - | 10,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 20-May-2020. | 20,000.00 | - | 20,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.57 % payable on maturity. Principal on Bullet repayment on maturity, on 20-Apr-2021. | 32,500.00 | - | 32,500.00 | - |
| TOTAL | **72,500.00** | **1,10,000.00** | **1,82,500.00** | **-** |

2) Commercial paper issued to mutual funds are at a discount rate ranging from 7.20% - 9.10 % per annum (2018: 7.05% - 7.50% per annum), and the same are repayable within one year at the agreed upon full face value.

3) Inter Corporate Deposit is obtained from a group company at interest rate of 9.00 % per annum and the same is repayable within 90 days.

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### 17 Financial Liabilities - Trade Payable

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **Trade Payables** | | | | |
| Micro, Small and Medium Enterprises | - | - | - | - |
| Other than Micro, Small and Medium Enterprises | - | 3,458.03 | - | 3,025.61 |
| Retention / Deposits | | - | | - |
| **Total** | - | **3,458.03** | - | **3,025.61** |

Based on information received by the Company from its vendors, the amount of principal outstanding in respect of MSME as at Balance Sheet date covered under the Micro, Small and Medium Enterprises Development Act, 2006 is INR Nil. There were no delays in the payment of dues to Micro and Small Enterprises.

### 18 Other financial liabilities

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Interest accrued but not due on borrowings | 11,425.58 | 7,731.74 | 4,931.25 | 7,725.41 |
| Current Maturity of Unsecured Long term borrowings | - | 1,10,000.00 | - | - |
| Less : Unexpired issuance costs | - | (21.44) | - | - |
| Derivatives - Put option (Refer Foot Note) | - | 7,122.00 | - | 6,682.00 |
| Creditors for Capital Goods | | 259.90 | | - |
| | **11,425.58** | **1,25,092.20** | **4,931.25** | **14,407.41** |

Foot Note:
As per the terms of agreement of the Company with Tamil Nadu Industrial Development Corporation (TIDCO) dated 24th March 2008 and as per the Company's letter dated 8th March, 2017 for extending the period of put option for a year upto 31 December, 2019, TIDCO has an option to sell its investments in TRIL Infopark Limited for an aggregate consideration of INR 14,583 lakhs. As a security for the above transaction, the Company has pledged its investment in TRIL Infopark Limited with TIDCO, (5,00,00,000 equity shares of INR 10 each, fully paid) and also placed postdated cheque of INR 14,583 lakhs.

### 19 Provisions

| Particulars | March 31, 2019 | | March 31, 2018 | |
|---|---|---|---|---|
| | Non-Current Provisions | Current Provisions | Non-Current Provisions | Current Provisions |
| **Provision for Employee Benefits:** | | | | |
| Gratuity | 292.38 | 75.55 | 387.77 | 19.81 |
| Leave encashment and compensated absences | 393.10 | 149.58 | 468.06 | 73.47 |
| **Total** | **685.48** | **225.13** | **855.83** | **93.28** |

### 20 Current Tax Liabilities

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Provision for taxation | 8,965.86 | 8,965.86 |
| Advance Payment of taxes | (7,213.98) | (7,213.98) |
| **Total** | **1,751.88** | **1,751.88** |

### 21 Deferred Tax (Liabilities) / Assets (Net)

| Particulars | As at March 31, 2018 | Movement Recognised in Statement of Profit and Loss | Movement Recognised in Other comprehensive income | Movement Others (Footnote 1) | As at March 31, 2019 |
|---|---|---|---|---|---|
| **Deferred Tax Assets** | | | | | |
| Property, plant and equipments and intangible assets | 1,410.43 | (619.92) | - | - | **790.51** |
| Fair valuation of derivatives at FVTPL | 881.76 | (350.57) | - | - | **531.19** |
| Defined benefit obligation | 276.38 | (25.94) | (13.68) | - | **236.76** |
| Deemed Investment on ICD discounting | - | (615.40) | - | 2,027.17 | **1,411.77** |
| **Deferred Tax Liabilities** | | | | | |
| Fair valuations of Equity investments at FVOCI | (10,986.83) | - | (3,502.88) | - | **(14,489.71)** |
| Fair valuations of other financial assets at FVTPL | (2,051.86) | 312.96 | - | - | **(1,738.90)** |
| **Total** | **(10,470.12)** | **(1,298.87)** | **(3,516.56)** | **2,027.17** | **(13,258.38)** |

| Particulars | As at March 31, 2017 | Movement Recognised in Statement of Profit and Loss | Movement Recognised in Other comprehensive income | Movement Others (Footnote 1) | As at March 31, 2018 |
|---|---|---|---|---|---|
| **Deferred Tax Assets** | | | | | - |
| Property, plant and equipments and intangible assets | 1,112.60 | 297.83 | - | - | 1,410.43 |
| Fair valuation of derivatives at FVTPL | 849.54 | 32.22 | - | - | 881.76 |
| Defined benefit obligation | 1,482.69 | (1,197.38) | (8.93) | | 276.38 |
| **Deferred Tax Liabilities** | | | | | |
| Fair valuations of Equity investments at FVOCI | (10,819.81) | - | (167.02) | - | (10,986.83) |
| Fair valuations of other financial assets at FVTPL | (2,587.60) | 535.74 | - | - | (2,051.86) |
| **Total** | **(9,962.58)** | **(331.59)** | **(175.95)** | - | **(10,470.12)** |

Footnote:
1. Movement in Deemed Equity Investments (Note 5).

### 22 Other Current Liabilities

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Advances from customers | 3,939.16 | 2,956.42 |
| Statutory dues including provident fund and tax deducted at source | 82.02 | 340.37 |
| Compensation on delayed possession payable | 10.88 | 54.20 |
| Corpus fund collection | 676.09 | 622.62 |
| Advance maintenance charges | 95.06 | 243.87 |
| Security deposits from customers | 63.70 | 63.70 |
| Other Payable | 252.57 | - |
| **Total** | **5,119.48** | **4,281.18** |

### 23 Revenue from Operations

| Particulars | For the year ended 31 March 2019 | | For the year ended 31 March 2018 | |
|---|---|---|---|---|
| **Sale of residential flats** | | 9,463.27 | | 7,081.06 |
| **Sale of services** | | | | |
| Project management consultancy fees | 3,281.49 | | 4,598.46 | |
| Asset management fees | 1,120.39 | | 998.78 | |
| Maintenance and other receipts | 628.14 | 5,030.02 | 523.88 | 6,121.12 |
| **Total revenue from operations** | | **14,493.29** | | **13,202.18** |

Effective 1 April 2018, the Company has transited to Ind AS 115 and has availed exemption from retrospective restatement of revenue by adopting the modified approach as permissible under the transition provisions of the standard. The effect of initially applying this standard is recognised at the date of initial application (i.e. 1 April 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated (Refer Note 43).

### 24 Other Income

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| **Interest Income on:** | | |
| Inter corporate deposits / non convertible debentures* | 5,441.88 | 4,082.93 |
| Income-tax refund | 67.40 | 331.26 |
| Fixed deposits | 95.64 | 19.07 |
| Unwinding of advances | 540.44 | 597.13 |
| Profit on sale of Current Investments | 263.43 | 160.97 |
| Gain on fair valuations of investments | 4,680.48 | - |
| Gain on fair valuations of call options | 1,425.00 | - |
| Mark to Market gain on current investment in Mutual funds | 20.02 | - |
| Other income from residential projects | 161.62 | 225.23 |
| Miscellaneous Income | 58.04 | 6.61 |
| **Total** | **12,753.95** | **5,423.20** |

* Includes Unwinding of interest amounting to INR 2,366.93 lakhs (2018: Nil)

### 25 Cost of sale of flats

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| **Material consumed** | | |
| Opening Stock | 256.31 | 394.46 |
| Add : Purchases of materials | - | - |
| Less : Closing inventories (Refer Note 11) | (52.15) | (256.31) |
| **Total cost of materials consumed** | **204.16** | **138.15** |
| **Expenditure during the year** | | |
| **Opening Stock of Inventories** | 41,485.22 | 43,268.47 |
| **Addition during the year** | | |
| Professional fees and technical fees | 10.00 | 21.53 |
| Project management consultancy charges | 37.26 | 18.82 |
| Approval and permission expenses | 70.09 | 27.64 |
| Construction cost | 3,318.50 | 2,453.33 |
| Other expenses | 86.21 | 54.24 |
| | **45,007.28** | **45,844.03** |
| | **45,211.44** | **45,982.18** |
| Less: Closing Stock of Inventories (Refer Note 11) | (40,958.91) | (41,485.22) |
| Add: Reversal of cost of IND AS 115 | 1,870.38 | - |
| **Total** | **6,122.91** | **4,496.96** |

### 26 Employee Benefits

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Salaries, wages and bonus | 6,598.04 | 5,226.91 |
| Less: Deputation charges recovered | (1,566.48) | (837.43) |
| Gratuity charges and Contributions to Provident and pension funds | 222.41 | 217.64 |
| Staff welfare expenses | 252.97 | 380.48 |
| Compensated absences | 78.45 | 43.80 |
| **Total** | **5,585.39** | **5,031.40** |

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Chartered Accountants

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**27 Finance Cost**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Interest Expense | | |
| - on NCD | 16,594.33 | 13,798.82 |
| - on bank overdraft | 33.48 | 60.59 |
| - on commercial paper | 6,140.06 | 5,505.06 |
| Finance charges | 221.04 | 307.43 |
| **Total** | **22,988.91** | **19,671.90** |

**28 Depreciation & Amortisation**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Depreciation | 126.48 | 111.90 |
| Amortisation | 13.82 | 33.97 |
| **Total** | **140.30** | **145.87** |

**29 Loss on fair valuations through profit or loss**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Loss on fair valuation of investments | - | 2,388.76 |
| Loss on fair valuation of derivatives | | |
| - on call options | - | 364.00 |
| - on put options | 440.00 | 102.00 |
| **Total** | **440.00** | **2,854.76** |

**30 Other Expenses**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Advertisement and business promotion expenses | 734.02 | 1,012.25 |
| Audit Fees (Refer Foot Note) | 23.65 | 18.20 |
| Brokerage | 93.49 | 79.75 |
| Telephone and Communication expenses | 90.35 | 97.43 |
| Compensation to Customers | 98.67 | 7.10 |
| Directors Sitting Fees | 47.60 | 42.13 |
| Fees & Consultations | 885.27 | 484.90 |
| Insurance | 33.09 | 24.31 |
| Loss on Sale of PPE | 23.17 | 11.26 |
| Miscellaneous expenses | 46.35 | 16.26 |
| Office and common area maintenance charges | 840.73 | 771.54 |
| Power & Utilities | 29.96 | 42.38 |
| Printing, courier and stationery | 25.03 | 45.31 |
| Rates & Taxes | 66.62 | 249.47 |
| Recruitment and conference expenses | 109.54 | 75.70 |
| Rent | 364.34 | 395.90 |
| Repairs and maintenance | 138.33 | 123.03 |
| Security charges | 41.56 | 34.17 |
| Travelling and conveyance | 191.48 | 213.12 |
| **Total** | **3,883.25** | **3,744.21** |

Foot Note:

**Remuneration to Statutory Auditors:**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Statutory Audit | 21.00 | 13.00 |
| Other Services | 1.15 | - |
| Taxation Matters | 1.50 | 5.20 |
| **Total** | **23.65** | **18.20** |

**31 Amounts written off during the year**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Advances written off | 5,414.38 | 15.50 |
| Service tax input credit written off | - | 101.74 |
| **Total** | **5,414.38** | **117.24** |

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(Currency: Indian rupees in lakhs)

### 32 Tax Expense

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| **(a) Amounts recognised in profit and loss** | | |
| Current income tax | - | - |
| Deferred Tax | (1,298.87) | (331.59) |
| **Tax expense for the year** | (1,298.87) | (331.59) |
| **(b) Income tax recognised in other comprehensive income** | | |
| **Items that will not be reclassified to profit or loss** | | |
| Remeasurements of the defined benefit plans | (13.68) | (8.93) |
| Equity Instruments through Other Comprehensive Income | (3,502.88) | (167.02) |
| **Tax expense for the year** | (3,516.56) | (175.95) |
| **(c) Income tax expense for the year can be reconciled to the accounting profit as follows** | | |
| **Loss before tax** | (17,275.25) | (17,415.32) |
| Tax using the Company's domestic tax rate 26.00% (2018: 26.00%) | - | - |
| **Tax effect of:** | | |
| Reduction in tax rate | - | - |
| Deferred tax on fair valuation through profit or loss | (678.95) | (629.42) |
| Deferred tax on business expenses | (619.92) | 297.83 |
| **Income tax expense / (benefit) recognised in Statement of profit and loss** | (1,298.87) | (331.59) |

**(d) Movement in deferred tax balances**

| Particulars | Net balance April 1, 2018 | Recognised in profit or loss | Recognised in OCI | Recognised in Deemed Equity Investments | Net balance March 31, 2019 | Deferred tax asset | Deferred tax liability |
|---|---|---|---|---|---|---|---|
| Deferred tax asset | - | - | - | - | - | - | - |
| Deferred tax liability | (10,470.11) | (1,298.87) | (3,516.56) | 2,027.17 | (13,258.37) | - | (13,258.37) |
| | **(10,470.11)** | **(1,298.87)** | **(3,516.56)** | **2,027.17** | **(13,258.37)** | - | **(13,258.37)** |

| Particulars | Net balance April 1, 2017 | Recognised in profit or loss | Recognised in OCI | Recognised in Deemed Equity Investments | Net balance March 31, 2018 | Deferred tax asset | Deferred tax liability |
|---|---|---|---|---|---|---|---|
| Deferred tax asset | - | - | - | - | - | - | - |
| Deferred tax liability | (9,962.57) | (331.59) | (175.95) | - | (10,470.11) | - | (10,470.11) |
| | **(9,962.57)** | **(331.59)** | **(175.95)** | - | **(10,470.11)** | - | **(10,470.11)** |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

**Tax losses carried forward**
Deferred tax assets have not been recognised in respect of unabsorbed business losses, because it is not probable that future capital gains profit will be available against which the Company can use the benefits therefrom.

### 33 Expenditure in foreign currency (on accrual basis)

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Professional fees | - | 23.56 |
| Training and conference expenses | 1.21 | 61.88 |
| Membership & Subscription Expenses | 11.56 | - |
| Travelling expenses | 0.95 | 6.83 |

### 34 Earning Per Share

**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (18,626.77) | (18,034.16) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | C | 1,01,73,07,692 | 1,01,73,07,692 |
| Number of equity shares outstanding at the end of the year | | 1,01,73,07,692 | 1,01,73,07,692 |
| Weighted average number of equity shares outstanding during the year | B | 1,01,73,07,692 | 1,01,73,07,692 |
| Earning Per Share – Basic (INR) | (A / B) | (1.83) | (1.77) |
| Earning Per Share – Diluted (INR) | | (1.83) | (1.77) |

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**35 Contingencies and commitments**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| **(i) Contingent Liabilities (Refer footnote 1)** | | |
| Claims against the Company not acknowledged as debts | | |
| - Income tax demands contested by the Company | 1,268.59 | 2,300.83 |
| - Indirect tax demands contested by the Company | 467.30 | 467.30 |
| - Claims made by contractors | 1,179.00 | 1,104.00 |

Foot Note
1. The Company does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof.

**(ii) Commitments**
(a) The Company has issued letter of comfort to banks in respect of loans availed by a few of its subsidiaries :

| Name of Subsidiaries | Nature of Comfort given |
|---|---|
| Mikado Realtors Pvt. Ltd. | Shortfall undertaking to meet any shortfall during the tenure of facility |
| International Infrabuild Private Limited | To ensure payment to debenture holders in the event of termination of the concession agreement. |
| TRIF Real Estate Development Limited | Undertake to meet cost overrun to the extent of 10% of project Cost. |

(b) The Company has issued financial support letter to following subsidiaries :
1) Acme Living Solutions Private Limited
2) MIA Infrastructure Private Limited
3) Wellkept Facility Management Services Private Limited (Previously known as TRIL Hospitality Private Limited)
4) TRIF Gurgaon Housing Projects Private Limited
5) TRIL Amritsar Projects Limited
6) Gurgaon Constructwell Private Limited

**36 a) Capital commitments**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | 12.16 | - |

**b) Financial commitments**

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Commitments towards investment in 0.001% Non Cumulative Convertible Preference shares of TRIL Constructions Ltd. | 7,935.85 | 7,935.85 |

**37 Operating lease**
(a) The Company has taken various residential premises under cancellable operating leases.
(b) The Company has also taken a commercial property and certain residential premises on non-cancellable operating leases. The future minimum lease payments in respect of these properties as on 31 March 2019 is as follows:

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Not later than one year | - | 328.34 |
| Later than one year but not later than five years | - | 242.86 |
| Later than five years | - | - |
| Payments of lease rentals during the year (includes recorded under personnel costs INR 19.89 lakh (2018: 47.88 lakh) | 384.24 | 429.72 |

(c)There are no exceptional/restrictive covenants in the lease agreements.

38 The operations of the Company are classified as 'infrastructure facilities' as defined under Schedule VI to the Act. Accordingly, the disclosure requirements specified in sub-section 4 of Section 186 of the Act in respect of loans given, investment made or guarantee given or security provided and the related disclosures on purposes/ utilisation by recipient companies, are not applicable to the Company.

**Details of investments made by Company as on 31 March 2019 (including investments made during the year)**

| Name of the entity | 31 March 2018 | Investments made during the year | Sale of Investments during the year | Ind AS adjustments | 31 March 2019 |
|---|---|---|---|---|---|
| A. Non-current investments | | | | | |
| Investment in subsidiaries | | | | | |
| Investment in equity shares | | | | | |
| Acme Living Solutions Private Limited | - | - | - | - | - |
| Arrow Infra Estates Private Limited | 6,792.72 | - | - | (430.72) | **6,362.00** |
| Gurgaon Constructwell Private Limited | 11,552.66 | - | - | (2,953.66) | **8,599.00** |
| Deemed Investment in Gurgaon Constructwell Private Limited | - | - | - | 619.68 | **619.68** |
| Gurgaon Realtech Limited | 8,154.62 | - | - | (1,247.62) | **6,907.00** |
| TRIL Roads Private Limited | 18,572.86 | - | - | 16,150.14 | **34,723.00** |
| Deemed Investment in TRIL Roads Private Limited | - | - | - | 2,421.61 | **2,421.61** |
| TRIF Gurgaon Housing Projects Private Limited | - | - | - | - | - |
| TRIL Urban Transport Private Limited | 304.33 | 2,250.00 | - | (220.33) | **2,334.00** |
| Deemed Investment in TRIL Urban Transport Private Limited | - | - | - | 240.43 | **240.43** |
| Wellkept Facility Management Services Private Limited | - | - | - | - | - |
| TRIL Constructions Limited | 3,111.24 | - | - | (659.72) | **2,451.52** |
| TRIL Infopark Limited | 89,568.11 | - | - | 14,354.74 | **1,03,922.85** |
| TRIL Amritsar Projects Limited | 5,935.92 | - | - | (2,443.92) | **3,492.00** |
| Deemed Investment in TRIL Amritsar Projects Limited | - | - | - | 2,487.94 | **2,487.94** |
| TRIF Real Estate Development Limited | 6,989.09 | - | - | 625.91 | **7,615.00** |
| MIA Infrastructure Private Limited | - | - | - | - | - |
| HV Farms Private Limited | 7.94 | - | - | (6.94) | **1.00** |
| International Infrabuild Private Limited | 1,577.51 | - | - | (1,427.23) | **150.28** |
| | **1,52,567.00** | **2,250.00** | **-** | **27,510.30** | **1,82,327.30** |

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| Name of the entity | 31 March 2018 | Investments made during the year | Sale of Investments during the year | Ind AS adjustments | 31 March 2019 |
|---|---|---|---|---|---|
| **Investment in Joint venture companies** | | | | | |
| **Investment in equity shares** | | | | | |
| TRIL IT4 Private Limited | 21,636.53 | - | - | 2,850.47 | **24,487.00** |
| Industrial Minerals and Chemicals Company Private Limited | 21,919.74 | - | - | 350.86 | **22,270.60** |
| Mikado Realtors Pvt. Ltd. | 31,258.72 | - | - | 1,969.48 | **33,228.20** |
| | **74,814.99** | - | - | **5,170.82** | **79,985.81** |
| **Investment in Preference shares** | | | | | |
| TRIL Constructions Limited | 7,559.00 | - | - | (1,588.60) | **5,970.40** |
| TRIL Infopark Limited | 42,729.00 | - | - | 6,849.00 | **49,578.00** |
| | **50,288.00** | - | - | **5,260.40** | **55,548.40** |
| **Investment in Debentures** | | | | | |
| TRIL Urban Transport Private Limited | 4,338.00 | 304.04 | - | (482.04) | **4,160.00** |
| TRIL Roads Private Limited | 20,544.00 | 2,450.00 | - | (429.00) | **22,565.00** |
| TRIL IT4 Private Limited | 8,140.00 | - | - | - | **8,140.00** |
| TRIL Infopark Limited | 35,608.00 | - | - | 5,665.00 | **41,273.00** |
| HV Farms Private Limited | 1,148.00 | - | - | 40.00 | **1,188.00** |
| International Infrabuilds Private Limited | 305.08 | - | - | (93.52) | **211.56** |
| Industrial Minerals and Chemicals Company Private Limited | - | 10,473.96 | - | 162.74 | **10,636.70** |
| | **70,083.08** | **13,228.00** | - | **4,863.18** | **88,174.26** |
| **B. Trade Investments** | | | | | |
| **Investment in Mutual Funds** | | | | | |
| Tata money market mutual funds | 6,966.16 | 1,45,427.98 | 1,52,102.74 | 20.02 | **311.42** |
| | 6,966.16 | 1,45,427.98 | 1,52,102.74 | 20.02 | **311.42** |
| **Total** | **3,54,719.23** | **1,60,905.98** | **1,52,102.74** | **42,824.72** | **4,06,347.18** |

**39 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24 "Related Party Disclosures" has been set out below:**

**(a) List of Related Parties:**

**Holding Company:**

Tata Sons Private Limited

**Subsidiary Companies:**

Acme Living Solutions Private Limited
Arrow Infraestate Private Limited
Dharamshala Ropeway Limited (subsidiary of TRIL Urban Transport Private Limited)
Durg Shivnath Expressways Private Limited (Formerly known as SMS Shivnath Infrastructure Pvt Ltd) (wholly owned subsidiary of TRPL Roadways Private Limited)
Gurgaon Constructwell Private Limited
Gurgaon Realtech Limited
Hampi Expressways Private Limited (wholly owned subsidiary of TRIL Roads Private Limited)
HV Farms Private Limited
International Infrabuild Private Limited
Manali Ropeway Private Limited (subsidiary of TRIL Urban Transport Private Limited)
Matheran Rope-Way Private Limited (subsidiary of TRIL Urban Transport Private Limited)
MIA Infrastructure Private Limited
TRIF Gurgaon Housing Projects Private Limited
TRIF Real Estate And Development Limited
TRIL Amritsar Projects Limited (formerly known as TRIF Amritsar Projects Limited)
TRIL Constructions Limited
TRIL Infopark Limited
TRIL Roads Private Limited
TRIL Urban Transport Private Limited
TRPL Roadways Private Limited (wholly-owned subsidiary of TRIL Roads Private Limited w.e.f. March 20, 2017)
Uchit Expressways Private Limited (wholly owned subsidiary of TRIL Roads Private Limited)
Wellkept Facility Management Services Private Limited (Previously known as TRIL Hospitality Private Limited)

**Joint Venture:**

A & T Road Construction Management and Operation Private Limited (Investment is held by TRIL Roads Private Limited, which is 100% subsidiary of Tata Realty and Infrastructure Limited)
Industrial Minerals and Chemicals Private Limited
Mikado Realtors Private Limited
Pune Solapur Expressways Private Limited (Investment is held by TRIL Roads Private Limited, which is 100% subsidiary of Tata Realty and Infrastructure Limited)
TRIL IT4 Private Limited (Previously known as Albrecht Builder Private Limited)

**Other related parties with whom transactions have taken place during the year:**

**Fellow Subsidiaries:**

Ewart Investments Limited
Infinity Retail Limited
One Colombo Project (Private) Limited
Tata AIA Life Insurance Company Limited (Formerly known as Tata AIG Life Insurance Company Limited)
Tata AIG General Insurance Limited
Tata Asset Management Limited
Tata Business Excellence Group (A Division of Tata Sons Limited)
Tata Capital Financial Services Limited
Tata Consultancy Services Limited
Tata Consulting Engineers Limited
Tata Housing Development Company Limited
Tata Quality Management Services (A Division of Tata Sons Limited)
TC Travel and Services Limited (up to October 31, 2017)

**Key Managerial Personnel:**

| | |
|---|---|
| Sanjay Dutt | Managing Director & CEO - w.e.f. 1st April 2018 |
| Sanjay Ubale | Managing Director - upto 31st March 2018 |
| Sanjay Sharma | Chief Financial Officer - w.e.f. 10th September 2018 |
| Arvind Chokhany | Chief Financial Officer - upto 28th February 2019 |
| Vinay Gaokar | Company Secretary |

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Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Associates / Joint Ventures | Total |
|---|---|---|---|---|---|
| **Unsecured loan taken** | - | - | 14,000.00 | - | **14,000.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Housing Development Company Limited | - | - | 14,000.00 | - | **14,000.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Interest expenses on unsecured loans** | - | - | 20.71 | - | **20.71** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Housing Development Company Limited | - | - | 20.71 | - | **20.71** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Purchase of fixed assets** | - | - | - | - | **-** |
| | (-) | (-) | (7.12) | (-) | **(7.12)** |
| Infinity Retail Limited | - | - | - | - | **-** |
| | (-) | (-) | (7.12) | (-) | **(7.12)** |
| **Investments in Equity,CCD,OCD during the year** | - | 5,004.04 | - | 10,473.96 | **15,478.00** |
| | (-) | (15,922.56) | (-) | (7,983.46) | **(23,906.02)** |
| Mikado Realtors Private Limited | - | - | - | - | **-** |
| | (-) | (-) | (-) | (6,239.28) | **(6,239.28)** |
| TRIL Roads Private Limited | - | 2,450.00 | - | - | **2,450.00** |
| | (-) | (12,815.00) | (-) | (-) | **(12,815.00)** |
| TRIL Urban Transport Private Limited | - | 2,554.04 | - | - | **2,554.04** |
| | (-) | (3,035.38) | (-) | (-) | **(3,035.38)** |
| Industrial Minerals and Chemicals Private Limited | - | - | - | 10,473.96 | **10,473.96** |
| | (-) | (-) | (-) | (1,744.18) | **(1,744.18)** |
| Others | - | - | - | - | **-** |
| | (-) | (72.19) | (-) | (-) | **(72.19)** |
| **Sale of fixed assets** | 28.32 | - | 2.19 | - | **30.50** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Sons Private Limited | 28.32 | - | - | - | **28.32** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Ewart Investments Limited | - | - | 2.19 | - | **2.19** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Inter Corporate Deposit Given** | - | 24,717.17 | - | - | **24,717.17** |
| | (-) | (16,080.00) | (-) | (-) | **(16,080.00)** |
| Arrow Infraestate Private Limited | - | 2,253.00 | - | - | **2,253.00** |
| | (-) | (3.00) | (-) | (-) | **(3.00)** |
| Gurgaon Constructwell Private Limited | - | 4,664.79 | - | - | **4,664.79** |
| | (-) | (16.00) | (-) | (-) | **(16.00)** |
| International Infrabuild Private Limited | - | 1,540.00 | - | - | **1,540.00** |
| | (-) | (1,662.00) | (-) | (-) | **(1,662.00)** |
| Gurgaon Realtech Limited | - | 2,657.00 | - | - | **2,657.00** |
| | (-) | (160.00) | (-) | (-) | **(160.00)** |
| TRIL Roads Private Limited | - | 8,363.00 | - | - | **8,363.00** |
| | (-) | (12,616.00) | (-) | (-) | **(12,616.00)** |
| TRIF Real Estate And Development Limited | - | 2,500.00 | - | - | **2,500.00** |
| | (-) | (500.00) | (-) | (-) | **(500.00)** |
| TRIL Urban Transport Private Limited | - | 1,193.48 | - | - | **1,193.48** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Others | - | 1,545.90 | - | - | **1,545.90** |
| | (-) | (1,123.00) | (-) | (-) | **(1,123.00)** |
| **Inter Corporate Deposit Refunded** | - | 7,490.33 | - | - | **7,490.33** |
| | (-) | (21,885.65) | (-) | (-) | **(21,885.65)** |
| Arrow Infraestate Private Limited | - | 2,453.52 | - | - | **2,453.52** |
| | (-) | (1,092.88) | (-) | (-) | **(1,092.88)** |
| Gurgaon Realtech Limited | - | 3,228.81 | - | - | **3,228.81** |
| | (-) | (992.77) | (-) | (-) | **(992.77)** |
| TRIL Amritsar Projects Limited | - | 1,030.00 | - | - | **1,030.00** |
| | (-) | (9,300.00) | (-) | (-) | **(9,300.00)** |
| TRIL Roads Private Limited | - | - | - | - | **-** |
| | (-) | (8,500.00) | (-) | (-) | **(8,500.00)** |
| International Infrabuild Private Limited | - | 765.00 | - | - | **765.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Others | - | 13.00 | - | - | **13.00** |
| | (-) | (2,000.00) | (-) | (-) | **(2,000.00)** |

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Associates / Joint Ventures | Total |
|---|---|---|---|---|---|
| **Project Management Consultancy fees** | - | 2,158.91 | - | 1,118.49 | **3,277.40** |
| | (-) | (3,016.70) | (251.24) | (1,313.72) | **(4,581.66)** |
| Gurgaon Realtech Limited | - | 1,045.46 | - | - | **1,045.46** |
| | (-) | (1,402.34) | (-) | (-) | **(1,402.34)** |
| International Infrabuild Private Limited | - | 14.35 | - | - | **14.35** |
| | (-) | (470.61) | (-) | (-) | **(470.61)** |
| Mikado Realtors Private Limited | - | - | - | 1,118.49 | **1,118.49** |
| | (-) | (-) | (-) | (1,313.72) | **(1,313.72)** |
| TRIF Real Estate And Development Limited | - | 208.18 | - | - | **208.18** |
| | (-) | (299.56) | (-) | (-) | **(299.56)** |
| TRIL Infopark Limited | - | 422.92 | - | - | **422.92** |
| | (-) | (116.26) | (-) | (-) | **(116.26)** |
| Uchit Expressways Private Limited | - | 378.00 | - | - | **378.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Consultancy Services Limited | - | - | - | - | **-** |
| | (-) | (-) | (251.24) | (-) | **(251.24)** |
| Others | - | 90.00 | - | - | **90.00** |
| | (-) | (727.93) | (-) | (-) | **(727.93)** |
| **Asset Management Fees** | - | 972.88 | - | 148.40 | **1,121.28** |
| | (-) | (855.37) | (-) | (143.40) | **(998.78)** |
| TRIL Infopark Limited | - | 882.78 | - | - | **882.78** |
| | (-) | (769.33) | (-) | (-) | **(769.33)** |
| TRIL IT4 Private Limited | - | - | - | 148.40 | **148.40** |
| | (-) | (-) | (-) | (143.40) | **(143.40)** |
| Others | - | 90.10 | - | - | **90.10** |
| | (-) | (86.05) | (-) | (-) | **(86.05)** |
| **Interest Income** | - | 1,609.75 | - | 1,465.20 | **3,074.95** |
| | (-) | (2,617.73) | (-) | (1,465.20) | **(4,082.93)** |
| TRIL Roads Private Limited | - | 1,164.20 | - | - | **1,164.20** |
| | (-) | (1,074.60) | (-) | (-) | **(1,074.60)** |
| TRIL Amritsar Projects Limited | - | - | - | - | **-** |
| | (-) | (1,463.34) | (-) | (-) | **(1,463.34)** |
| TRIL IT4 Private Limited | - | - | - | 1,465.20 | **1,465.20** |
| | (-) | (-) | (-) | (1,465.20) | **(1,465.20)** |
| Others | - | 445.55 | - | - | **445.55** |
| | (-) | (79.80) | (-) | (-) | **(79.80)** |
| **Other Expenses** | 2.20 | - | 530.21 | - | **532.41** |
| | (99.08) | (51.03) | (407.33) | (-) | **(557.43)** |
| Ewart Investments Limited | - | - | 175.30 | - | **175.30** |
| | (-) | (-) | (237.55) | (-) | **(237.55)** |
| Tata Sons Private Limited | 2.20 | - | - | - | **2.20** |
| | (99.08) | (-) | (-) | (-) | **(99.08)** |
| Tata AIG General Insurance Limited | - | - | 151.46 | - | **151.46** |
| | (-) | (-) | (93.99) | (-) | **(93.99)** |
| TC Travel and Services Limited | - | - | - | - | **-** |
| | (-) | (-) | (60.84) | (-) | **(60.84)** |
| Tata Consulting Engineers Limited | - | - | 150.03 | - | **150.03** |
| | (-) | (-) | (-) | (-) | **-** |
| Others | - | - | 53.42 | - | **53.42** |
| | (-) | (51.03) | (14.95) | (-) | **(65.98)** |
| **Reimbursement of expenses** | 7.61 | 1,093.47 | 604.61 | 29.38 | **1,735.08** |
| | (55.00) | (1,114.37) | (-) | (38.02) | **(1,207.39)** |
| Arrow Infraestate Private Limited | - | 0.02 | - | - | **0.02** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Gurgaon Realtech Limited | - | 214.17 | - | - | **214.17** |
| | (-) | (174.98) | (-) | (-) | **(174.98)** |
| Gurgaon Constructwell Private Limited | - | 0.04 | - | - | **0.04** |
| | (-) | (-) | (-) | (-) | **(-)** |
| International Infrabuild Private Limited | - | 68.47 | - | - | **68.47** |
| | (-) | (124.85) | (-) | (-) | **(124.85)** |
| TRIL Roads Private Limited | - | 425.53 | - | - | **425.53** |
| | (-) | (360.02) | (-) | (-) | **(360.02)** |
| TRIL Urban Transport Private Limited | - | 187.53 | - | - | **187.53** |
| | (-) | (173.39) | (-) | (-) | **(173.39)** |
| Tata Housing Development Co. Limited | - | | 604.61 | - | **604.61** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Others | 7.61 | 197.71 | - | 29.38 | **234.71** |
| | (55.00) | (281.13) | (-) | (38.02) | **(374.15)** |

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Tata Realty And Infrastructure Limited
Mumbai

Tata Realty and Infrastructure Limited
CIN No: U70102MH2007PLC168300
Notes to Ind AS financial statements
for the year ended 31 March 2019
(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Associates / Joint Ventures | Total |
|---|---|---|---|---|---|
| **Deposit Refund Received** | 150.00 | - | - | - | **150.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Sons Private Limited | 150.00 | - | - | - | **150.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Deposit Given** | - | - | 34.90 | - | **34.90** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Consulting Engineers Limited | - | - | 34.90 | - | **34.90** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Employee Benefit Transfer** | 56.50 | - | - | - | **56.50** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Sons Private Limited | 56.50 | - | - | - | **56.50** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Prepaid Expenses** | - | - | - | - | **-** |
| | (-) | (-) | (61.30) | (-) | **(61.30)** |
| Tata AIG General Insurance Limited | - | - | - | - | **-** |
| | (-) | (-) | (52.93) | (-) | **(52.93)** |
| Others | - | - | - | - | **-** |
| | (-) | (-) | (8.37) | (-) | **(8.37)** |
| **<u>Outstanding Balances Receivables</u>** | | | | | |
| **Inter Corporate Deposit - Current - Unsecured** | - | - | - | - | **-** |
| | (-) | (4,232.53) | (-) | (-) | **(4,232.53)** |
| Arrow Infraestate Private Limited | - | - | - | - | **-** |
| | (-) | (440.52) | (-) | (-) | **(440.52)** |
| Gurgaon Realtech Limited | - | - | - | - | **-** |
| | (-) | (871.81) | (-) | (-) | **(871.81)** |
| International Infrabuild Private Limited | - | - | - | - | **-** |
| | (-) | (1,462.00) | (-) | (-) | **(1,462.00)** |
| TRIF Real Estate And Development Limited | - | - | - | - | **-** |
| | (-) | (500.00) | (-) | (-) | **(500.00)** |
| TRIL Constructions Limited | - | - | - | - | **-** |
| | (-) | (670.00) | (-) | (-) | **(670.00)** |
| TRIL Roads Private Limited | - | - | - | - | **-** |
| | (-) | (-) | (-) | (-) | **(-)** |
| TRIL Amritsar Projects Limited | - | - | - | - | **-** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Others | - | - | - | - | **-** |
| | (-) | (288.21) | (-) | (-) | **(288.21)** |
| **Inter Corporate Deposit - Non-Current - Unsecured** | - | 57,649.38 | - | - | **57,649.38** |
| | (-) | (36,190.00) | (-) | (-) | **(36,190.00)** |
| TRIL Amritsar Projects Limited | - | 19,372.00 | - | - | **19,372.00** |
| | (-) | (19,752.00) | (-) | (-) | **(19,752.00)** |
| TRIL Roads Private Limited | - | 24,801.00 | - | - | **24,801.00** |
| | (-) | (16,438.00) | (-) | (-) | **(16,438.00)** |
| Others | - | 13,476.38 | - | - | **13,476.38** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Interest Accrued but not due** | - | 2,806.97 | - | 64.23 | **2,871.19** |
| | (-) | (2,736.05) | (-) | (64.23) | **(2,800.28)** |
| TRIL Amritsar Projects Limited | - | 1,317.01 | - | - | **1,317.01** |
| | (-) | (1,317.01) | (-) | (-) | **(1,317.01)** |
| TRIL Roads Private Limited | - | 1,047.78 | - | - | **1,047.78** |
| | (-) | (1,367.14) | (-) | (-) | **(1,367.14)** |
| Others | - | 442.18 | - | 64.23 | **506.41** |
| | (-) | (51.91) | (-) | (64.23) | **(116.14)** |
| **Other Recoverable** | - | 1,429.19 | 652.98 | 14.46 | **2,096.64** |
| | (5.90) | (4,137.12) | (4.37) | (11.20) | **(4,158.59)** |
| Arrow Infraestate Private Limited | - | 0.02 | - | - | **0.02** |
| | (-) | (801.58) | (-) | (-) | **(801.58)** |
| Gurgaon Realtech Limited | - | - | - | - | **-** |
| | (-) | (1,083.20) | (-) | (-) | **(1,083.20)** |
| Gurgaon Constructwell Private Limited | - | 0.04 | - | - | **0.04** |
| | (-) | (1,359.38) | (-) | (-) | **(1,359.38)** |
| TRIL Urban Transport Private Limited | - | 759.28 | - | - | **759.28** |
| | (-) | (572.36) | (-) | (-) | **(572.36)** |
| TRIL Constructions Limited | - | 199.17 | - | - | **199.17** |
| | (-) | (113.42) | (-) | (-) | **(113.42)** |
| TRIL Roads Private Limited | - | 198.77 | - | - | **198.77** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Housing Development Co. Ltd. | - | - | 652.98 | - | **652.98** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Others | - | 271.91 | - | 14.46 | **286.37** |
| | (5.90) | (207.17) | (4.37) | (11.20) | **(228.64)** |

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Tata Realty and Infrastructure Limited
Mumbai

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Associates / Joint Ventures | Total |
|---|---|---|---|---|---|
| **Security Deposits - Non-Current - Unsecured** | - | - | - | - | **-** |
| | (150.00) | (-) | (300.00) | (-) | **(450.00)** |
| Tata Sons Private Limited | - | - | - | - | **-** |
| | (150.00) | (-) | (-) | (-) | **(150.00)** |
| Ewart Investments Limited | - | - | - | - | **-** |
| | (-) | (-) | (300.00) | (-) | **(300.00)** |
| **Trade Receivable** | - | 749.16 | 300.00 | 287.69 | **1,336.84** |
| | (-) | (985.43) | (300.00) | (788.72) | **(2,074.15)** |
| Gurgaon Realtech Limited | - | 289.37 | - | - | **289.37** |
| | (-) | (252.12) | (-) | (-) | **(252.12)** |
| TRIF Real Estate And Development Limited | - | 175.79 | - | - | **175.79** |
| | (-) | (-) | (-) | (-) | **(-)** |
| TRIL Infopark Limited | - | 234.40 | - | - | **234.40** |
| | (-) | (665.20) | (-) | (-) | **(665.20)** |
| Mikado Realtors Private Limited | - | - | - | 272.83 | **272.83** |
| | (-) | (-) | (-) | (788.72) | **(788.72)** |
| International Infrabuild Private Limited | - | 1.67 | - | - | **1.67** |
| | (-) | (17.02) | (-) | (-) | **(17.02)** |
| Tata Consultancy Services Limited | - | - | 300.00 | - | **300.00** |
| | (-) | (-) | (300.00) | (-) | **(300.00)** |
| Others | - | 47.94 | - | 14.86 | **62.80** |
| | (-) | (51.09) | (-) | (-) | **(51.09)** |
| **Provision for Inter Corporate Deposit** | - | 95.00 | - | - | **95.00** |
| | (-) | (95.00) | (-) | (-) | **(95.00)** |
| TRIL Urban Transport Private Limited | - | 95.00 | - | - | **95.00** |
| | (-) | (95.00) | (-) | (-) | **(95.00)** |
| **Provision for Interest Accrued but not due** | - | 10.00 | - | - | **10.00** |
| | (-) | (10.00) | (-) | (-) | **(10.00)** |
| TRIL Urban Transport Private Limited | - | 10.00 | - | - | **10.00** |
| | (-) | (10.00) | (-) | (-) | **(10.00)** |
| **Provision for Advances recoverable** | - | 35.00 | - | - | **35.00** |
| | (-) | (35.00) | (-) | (-) | **(35.00)** |
| TRIL Urban Transport Private Limited | - | 35.00 | - | - | **35.00** |
| | (-) | (35.00) | (-) | (-) | **(35.00)** |
| **Amount Written off - Interest Accrued but not due** | - | - | - | - | **-** |
| | (-) | (6.00) | (-) | (-) | **(6.00)** |
| Acme Living Solutions Private Limited | - | - | - | - | **-** |
| | (-) | (6.00) | (-) | (-) | **(6.00)** |
| **Amount Written off - Inter Corporate Deposit** | - | - | - | - | **-** |
| | (-) | (9.50) | (-) | (-) | **(9.50)** |
| Acme Living Solutions Private Limited | - | - | - | - | **-** |
| | (-) | (1.00) | (-) | (-) | **(1.00)** |
| TRIF Gurgaon Housing Projects Private Limited | - | - | - | - | **-** |
| | (-) | (2.00) | (-) | (-) | **(2.00)** |
| Welkept Facility Management Services Private Limited | - | - | - | - | **-** |
| | (-) | (6.50) | (-) | (-) | **(6.50)** |
| **Outstanding Balances Payable** | | | | | |
| **towards unsecured loans** | - | - | 14,000.00 | - | **14,000.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Housing Development Co. Ltd. | - | - | 14,000.00 | - | **14,000.00** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **towards interest on unsecured loans** | - | - | 18.64 | - | **18.64** |
| | (-) | (-) | (-) | (-) | **(-)** |
| Tata Housing Development Co. Ltd. | - | - | 18.64 | - | **18.64** |
| | (-) | (-) | (-) | (-) | **(-)** |
| **Advances received** | - | - | - | - | **-** |
| | (-) | (59.08) | (66.12) | (-) | **(125.20)** |
| TRIF Real Estate And Development Limited | - | - | - | - | **-** |
| | (-) | (58.67) | (-) | (-) | **(58.67)** |
| Tata Consultancy Services Limited | - | - | - | - | **-** |
| | (-) | (-) | (66.12) | (-) | **(66.12)** |
| Others | - | - | - | - | **-** |
| | (-) | (0.42) | (-) | (-) | **(0.42)** |

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| (b) | Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Associates / Joint Ventures | Total |
|---|---|---|---|---|---|---|
| | **Trade Payable** | - | - | 6.54 | - | **6.54** |
| | | (-) | (36.89) | (2.90) | (-) | **(39.79)** |
| | Tata Consultancy Services Limited | - | - | 6.54 | - | **6.54** |
| | | (-) | (-) | (2.90) | (-) | **(2.90)** |
| | TRIF Real Estate And Development Limited | - | - | - | - | **-** |
| | | (-) | (36.89) | (-) | (-) | **(36.89)** |
| | **guarantee given outstanding** | - | - | - | - | **-** |
| | | (-) | (-) | (-) | (-) | **(-)** |
| | **Managerial remuneration** | | | | | **1,521.32** |
| | | | | | | **(754.64)** |
| | Sanjay Dutt* | | | | | **1,007.97** |
| | | | | | | **(-)** |
| | Sanjay Ubale | | | | | **-** |
| | | | | | | **(414.61)** |
| | Sanjay Sharma | | | | | **179.44** |
| | | | | | | **(-)** |
| | Arvind Chokhany | | | | | **224.49** |
| | | | | | | **(236.83)** |
| | Vinay Gaokar | | | | | **109.41** |
| | | | | | | **(103.20)** |

- Figures in brackets pertains to previous year.
* Recovery of managerial remuneration from fellow subsidiary is not netted off for this disclosure.

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Tata Realty And Infrastructure Limited
Mumbai

(Currency: Indian rupees in lakhs)

**40 Segment Reporting**

The Company is engaged in development of real estate and infrastructure facilities for residential use and project management consultancy services for real estate and infrastructure development. Thus, the Company is engaged in three business segments viz. development of residential property for outright sale, project management and consultancy services and Investment and Lending services. Further, the Company is engaged in providing services in domestic market only. Hence, there are no separate reportable geographical segments.

| | Development of residential property for outright sale | | Project management and consultancy services | | Investment and Lending services | | Total | |
|---|---|---|---|---|---|---|---|---|
| | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 |
| **REVENUE** | | | | | | | | |
| **Net sales** | | | | | | | | |
| Segment Revenue | 10,253.03 | 7,830.17 | 4,401.88 | 5,597.24 | 12,466.89 | 4,860.10 | 27,121.80 | 18,287.51 |
| Inter segment sales | - | - | - | - | - | - | - | - |
| **Total revenue** | 10,253.03 | 7,830.17 | 4,401.88 | 5,597.24 | 12,466.89 | 4,860.10 | 27,121.80 | 18,287.51 |
| Segment Expenses | 8,236.33 | 6,789.14 | 1,614.15 | 188.48 | 10,663.02 | 8,641.58 | 20,513.50 | 15,619.20 |
| **RESULT** | | | | | | | | |
| Segment Result | 2,016.70 | 1,041.03 | 2,787.73 | 5,408.76 | 1,803.87 | (3,781.48) | 6,608.30 | 2,668.31 |
| Unallocated income | - | - | - | - | - | - | 125.44 | 337.87 |
| Unallocated expenses | - | - | - | - | - | - | 932.43 | 625.37 |
| Operating Profit / (Loss) | 2,016.70 | 1,041.03 | 2,787.73 | 5,408.76 | 1,803.87 | (3,781.48) | 5,801.31 | 2,380.81 |
| Finance costs allocated | - | - | - | - | 18,799.22 | 15,068.21 | 18,799.22 | 15,068.21 |
| Finance cost unallocated | - | - | - | - | - | - | 4,189.69 | 4,603.69 |
| Depreciation / Amortisation | 13.84 | 21.46 | 63.23 | 62.20 | 63.23 | 62.20 | 140.30 | 145.87 |
| **Net Profit / (Loss )** | 2,002.87 | 1,019.57 | 2,724.50 | 5,346.56 | (17,058.58) | (18,911.90) | (17,327.90) | (17,436.96) |
| **OTHER INFORMATION** | | | | | | | | |
| **ASSETS** | | | | | | | | |
| Segment Assets | 43,382.01 | 45,369.70 | 1,308.00 | 2,014.44 | 4,76,144.51 | 4,18,813.43 | 5,20,834.51 | 4,66,197.57 |
| Unallocated assets | - | - | - | - | - | - | 6,012.90 | 5,370.81 |
| **Total Assets** | 43,382.01 | 45,369.70 | 1,308.00 | 2,014.44 | 4,76,144.51 | 4,18,813.43 | 5,26,847.41 | 4,71,568.38 |
| **LIABILITIES** | | | | | | | | |
| Segment Liabilities | 6,691.48 | 5,695.44 | - | - | 2,26,618.52 | 1,85,370.61 | 2,33,310.00 | 1,91,066.05 |
| Unallocated Liabilities | - | - | - | - | - | - | 94,851.43 | 90,756.16 |
| **Total Liabilities** | 6,691.48 | 5,695.44 | - | - | 2,26,618.52 | 1,85,370.61 | 3,28,161.43 | 2,81,822.21 |
| Cost incurred to acquire Segment fixed assets during the year | 1.71 | 8.66 | 268.41 | 58.77 | 268.41 | 58.77 | 538.52 | 126.20 |

**Segment accounting policies**

Segment accounting policies are in line with accounting policies of the Company. In addition, the following specific accounting policies have been followed for segment reporting:
Segment revenue includes income directly identifiable with the segments.

Expenses that are directly identifiable with the segments are considered for determining the segment result. Expenses which relate to the Company as a whole and not allocable to segments and expenses which relate to the operating activities of the segment but are impracticable to allocate to the segment, are included under "Unallocable expenses".

Income which relates to the Company as a whole and not allocable to segments is included in Unallocable Income and netted off from Unallocable expenses.

Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

**41 Employee Benefits:**

(i) The Company has adopted Ind AS 19 on "Employee Benefits" as prescribed by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government.

(ii) **Contribution to Provident fund**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Contribution to provident fund recognised as an expense under "Employee benefits". | 134.56 | 120.41 |

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(iii) **Defined Benefit Plans**

**Gratuity**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement calculated as per the Payment of Gratuity Act, 1972 with no ceiling.

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **I Change in the defined benefit obligation** | | |
| Liability at the beginning of the year | 407.58 | 351.62 |
| Interest cost | 31.97 | 25.91 |
| Current service cost | 70.58 | 70.83 |
| Benefits paid | (89.55) | (19.61) |
| Actuarial loss on obligations | (52.65) | (21.17) |
| Liability acquired on acquisition / (settled on Divestiture) | | - |
| **Liability at the end of the year** | **367.93** | **407.58** |
| | | |
| **II Amount Recognised in the Balance Sheet** | | |
| Liability at the end of the year | 367.93 | 407.58 |
| Fair Value of Plan Assets at the end of the year | - | - |
| Difference | 367.93 | 407.58 |
| **Amount recognised in the Balance Sheet** | 367.93 | 407.58 |
| | | |
| **Expenses Recognised in the statement of profit and loss** | | |
| Current Service Cost | 70.58 | 70.83 |
| Interest Cost | 31.97 | 25.91 |
| Expected Return on Plan Assets | | - |
| Net Actuarial (Gain) / Loss To Be Recognised | (52.65) | (21.17) |
| Past service cost | | - |
| **Expense Recognised in the statement of profit and loss** | 49.90 | 75.57 |
| | | |
| **Balance Sheet Reconciliation** | | |
| Opening net liability | 407.58 | 351.62 |
| Expense as above | 49.90 | 75.57 |
| Employer's contribution received / (paid) | (89.55) | (19.61) |
| Liability acquired on acquisition / (settled on Divestiture) | - | - |
| **Amount recognised in Balance Sheet** | 367.93 | 407.58 |
| | | |
| **Actuarial Assumptions :** | | |
| Discount Rate | 7.05% | 7.85% |
| Salary escalation | 7.00% | 7.00% |

Attrition Rate: Directors - Nil, Age 21-30 years - 5%, Age 31-40 years - 3%, Age 41-59 years -2%

Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The Company's liability on account of gratuity is not funded and hence, the disclosures relating to the planned assets are not applicable.

| **Experience Adjustments:** | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Defined benefit obligation | 367.93 | 407.58 |
| Plan assets | - | - |
| Surplus / (Deficit) | (367.93) | (407.58) |
| Experience adjustment on plan liabilities | - | - |
| Experience adjustment on plan assets | - | - |

(iv) **Other long term employment benefits**

**Compensated absences**

The liability towards compensated absences for the year ended 31 March 2019 recognised in the Balance Sheet based on actuarial valuation using the projected unit credit method amounted to INR 542.68 lakhs (2018: INR 541.53 lakhs) and the charge to the Statement of profit and loss amounted to INR 1.15 lakhs (2018: INR 24.51 lakhs).

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

Discount rate ( % movement)
Salary escalation (% movement)

| | 31 March 2019 | 31 March 2019 | 31 March 2018 | 31 March 2018 |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate ( % movement) | (2.6) | 2.7 | (4.9) | 5.3 |
| Salary escalation (% movement) | 2.7 | (2.6) | 5.3 | (4.9) |
| Additional Rate (% movement) | (5.7) | 8.6 | - | - |

(Currency: Indian rupees in lakhs)

## 42 Financial instruments – Fair values and risk management

### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. The Company's secured loan under current maturities has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

| | Carrying amount | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price in active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| **Non-current financial assets** | | | | | | | | |
| - Equity instruments in subsidiaries, joint ventures and associate | - | 2,62,313.10 | - | 2,62,313.10 | - | - | 2,62,313.10 | **2,62,313.10** |
| - Preference shares | - | 55,548.40 | - | 55,548.40 | - | - | 55,548.40 | **55,548.40** |
| - Bonds and debentures | 69,397.56 | 10,636.70 | 8,140.00 | 88,174.26 | - | - | 88,174.26 | **88,174.26** |
| Long-term loans and advances | 52,124.48 | - | - | 52,124.48 | - | - | 52,124.48 | **52,124.48** |
| Other non-current financial assets | - | - | 0.75 | 0.75 | - | - | 0.75 | **0.75** |
| **Current financial assets** | | | | | | | | |
| Current investments | 311.42 | - | - | 311.42 | 311.42 | - | - | **311.42** |
| Trade receivables | - | - | 1,397.81 | 1,397.81 | - | - | 1,397.81 | **1,397.81** |
| Cash and cash equivalents | - | - | 445.25 | 445.25 | - | - | 445.25 | **445.25** |
| Other Bank Balances | - | - | 444.69 | 444.69 | - | - | 444.69 | **444.69** |
| Short-term loans and advances | - | - | 2,349.77 | 2,349.77 | - | - | 2,349.77 | **2,349.77** |
| Other financial assets | - | - | 2,861.19 | 2,861.19 | - | - | 2,861.19 | **2,861.19** |
| **Total Financial Assets** | **1,21,833.46** | **3,28,498.20** | **15,639.46** | **4,65,971.12** | **311.42** | **-** | **4,65,659.70** | **4,65,971.12** |
| **Financial liabilities** | | | | | | | | |
| **Non-current Financial liabilities** | | | | | | | | |
| Long-term borrowings | - | - | 72,460.15 | 72,460.15 | - | - | 72,460.15 | **72,460.15** |
| Interest accrued but not due on borrowings | - | - | 11,425.58 | 11,425.58 | - | - | 11,425.58 | **11,425.58** |
| **Current Financial liabilities** | | | | | | | | |
| Short-term borrowings | - | - | 94,685.15 | 94,685.15 | - | - | 94,685.15 | **94,685.15** |
| Trade and other payables other than MSME | - | - | 3,458.03 | 3,458.03 | - | - | 3,458.03 | **3,458.03** |
| Other financial liability | 7,122.00 | - | 1,17,970.20 | 1,25,092.20 | - | - | 1,25,092.20 | **1,25,092.20** |
| **Total Financial Liabilities** | **7,122.00** | **-** | **2,99,999.11** | **3,07,121.11** | **-** | **-** | **3,07,121.11** | **3,07,121.11** |

| | Carrying amount | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2018** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price in active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| **Non-current financial assets** | | | | | | | | |
| - Equity instruments in subsidiaries, joint ventures and associate | - | 2,27,381.99 | - | 2,27,381.99 | - | - | 2,27,381.99 | **2,27,381.99** |
| - Preference shares | - | 50,288.00 | - | 50,288.00 | - | - | 50,288.00 | **50,288.00** |
| - Bonds and debentures | 61,943.09 | - | 8,140.00 | 70,083.09 | - | - | 70,083.08 | **70,083.08** |
| Long-term loans and advances | 37,553.93 | - | - | 37,553.93 | - | - | 37,553.93 | **37,553.93** |
| Other non-current financial assets | - | - | 0.75 | 0.75 | - | - | 0.75 | **0.75** |
| **Current financial assets** | | | | | | | | |
| Current investments | 6,966.15 | - | - | 6,966.15 | 6,966.15 | - | - | **6,966.15** |
| Trade receivables | - | - | 3,132.93 | 3,132.93 | - | - | 3,132.93 | **3,132.93** |
| Cash and cash equivalents | - | - | 955.96 | 955.96 | - | - | 955.96 | **955.96** |
| Other Bank Balances | - | - | 361.67 | 361.67 | - | - | 361.67 | **361.67** |
| Short-term loans and advances | - | - | 13,369.52 | 13,369.52 | - | - | 13,369.52 | **13,369.52** |
| Other financial assets | - | - | 2,908.05 | 2,908.05 | - | - | 2,908.05 | **2,908.05** |
| **Total Financial Assets** | **1,06,463.17** | **2,77,669.99** | **28,868.88** | **4,13,002.04** | **6,966.15** | **-** | **4,06,035.88** | **4,13,002.03** |
| **Financial liabilities** | | | | | | | | |
| **Non-current Financial liabilities** | | | | | | | | |
| Long-term borrowings | - | - | 1,82,310.91 | 1,82,310.91 | - | - | 1,82,310.91 | **1,82,310.91** |
| Interest accrued but not due on borrowings | - | - | 4,931.25 | 4,931.25 | - | - | 4,931.25 | **4,931.25** |
| **Current Financial liabilities** | | | | | | | | |
| Short-term borrowings | - | - | 59,694.74 | 59,694.74 | - | - | 59,694.74 | **59,694.74** |
| Trade and other payables other than MSME | - | - | 3,025.61 | 3,025.61 | - | - | 3,025.61 | **3,025.61** |
| Other financial liability | 6,682.00 | - | 7,725.41 | 14,407.41 | - | - | 14,407.41 | **14,407.41** |
| | **6,682.00** | **-** | **2,57,687.92** | **2,64,369.92** | **-** | **-** | **2,64,369.92** | **2,64,369.92** |

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Chartered Accountants

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(Currency: Indian rupees in lakhs)

**FVTPL : Fair valued through profit or loss**

**FVTOCI : Fair valued through other comprehensive income**

**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The Company has appointed independent valuer to determine the fair value of each of its investments. The Company has given certain unobservable inputs to the valuer to compute the valuation. Considering micro market and industry scenario the valuer has derived valuation by using appropriate technique for valuation. The Company has accounted fair valuation gain / loss in value of its investments using this report.

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant unobservable inputs | Inter-relationship between significant unobservable inputs and fair value measurement |
|---|---|---|---|
| Unquoted equity shares (Infopark) | Discounted cash flow technique: DCF method/analysis is a financial modelling technique based on explicit assumptions regarding the prospective income arising out of the subject property. In case of a valuation of a large land parcel, where the development potential is realized over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used. | * Rent growth every three years (%) 2019: (2018: 12% - 18%). (2018: 12% - 18%).<br>* Occupancy (%) 2019: 100 % (2018: 97.2%)<br>* Capitalization Rate (%) 2019: 8.5% - 9.0% (2018: 8.4% - 9.4%) | Estimated fair value would increase (decrease) if expected lease rent were higher (lower).<br>Estimated fair value would increase (decrease) if expected lease escalation were higher (lower).<br>Estimated fair value would decrease if occupancy is lower.<br>Estimated fair value would increase (decrease) if expected lease escalation were lower (higher). |
| Unquoted equity shares (Nagpur) | | * Rent growth every years (%) 2019: 4.77% (2018: 4.77%).<br>* Occupancy (%) 2019: 90% (2018: 90%).<br>* Capitalization Rate (%) 2019: 9.0% (2018: 9.5%) | |
| Unquoted equity shares (IT 4) | | * Rent growth every three years (%) 2019: 12% - 18% (2018: 12% - 18%).<br>* Stabilised Occupancy (%) 2019: 93% (2018: 95%).<br>* Capitalization Rate (%) 2019: 9.0% - 10.0% (2018: 9.5% - 10.5%) | |
| Unquoted equity shares - Amritsar | | * Rent growth every three years (%) 2019: 12% - 18% (2018: 12% - 18%).<br>* Stabilised Occupancy (%) 2019: 80 % (2018: 90%).<br>* Capitalization Rate (%) 2019: 9.0% - 10.0% (2018: 9.0% - 10.0%) | |
| Unquoted equity shares (IIPL) | | * Rent growth every three years (%) 2019: 12% - 18% (2018: 12% - 18%).<br>* Occupancy (%) 2019: 95% (2018: 90%).<br>* Capitalization Rate (%) - Not applicable | |
| Unquoted equity shares (Gurgaon R/Arrow/Gurgaon C) | | * Rent growth every three years (%) 2019: 12% - 18% (2018: 12% - 18%).<br>* Occupancy (%) 2019: 95% (2018: 90%).<br>* Capitalization Rate (%) 2019: 9.0% - 10.0% (2018: 9.5% - 10.5%) | |
| Unquoted equity shares & Compulsory Convertible Debentures (IMCC) | Discounted cash flow technique: DCF method/analysis is a financial modelling technique based on explicit assumptions regarding the prospective income arising out of the subject property. In case of a valuation of a large land parcel, where the development potential is realized over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison. | Technique - Land Comparision Method has been used for valuation. | Estimated fair value would increase/ (decrease) if fair value of land increases/ decreases. |
| **Investments in unlisted corporate debt instruments** | | | |
| Optionally & Fully Convertible Debentures-TRPL | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsarily convertible debentures and optionally convertible debentures. | 2019:<br>* Volatility of share price of comparable companies (21% of volatility) (2018 :44.7%) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease) |
| **Investments in unlisted corporate debt instruments** | | | |
| Optionally Convertible Debentures-HV farms | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsarily convertible debentures and optionally convertible debentures. | 2019:<br>* Volatility of share price of comparable companies (37.5% of volatility) (2018 : 37.5 %) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease) |
| Optionally Convertible Debentures- TUTPL | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsarily convertible debentures and optionally convertible debentures. | 2019 :<br>* Volatility of share price of comparable companies (45% of volatility) (2018 : 41%) | 2019 :<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| Compulsorily Convertible Debentures- Infopark | | 2019:<br>* Volatility of share price of comparable companies (21% of volatility) (2018: 45%) | |

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| **Investments in preference shares** | | | |
| Fully Convertible Preference Shares- TRIL Infopark | The value is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsarily convertible preference and optionally convertible preference shares | 2019:<br>* Volatility of share price of comparable companies (21% of volatility) (2018: 45%) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would increase/(decrease).<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would decrease. |
| Fully Convertible Preference Shares-TCL | The value is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsarily convertible preference and optionally convertible preference shares | Technique - Land Comparision Method has been used for valuation. | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase. |
| **Derivative -Put option** | | | |
| Tamil Nadu Industrial Corporation Limited ("TIDCO") Put option | The Company has used Monte Carlo Simulation to estimate the fair value of the options. | 2019:<br>* Volatility of share price of comparable companies (21% of volatility) (2018: 45%) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| **Put / call options** | | | |
| The Indian Hotels Company Limited ("IHCL") Call option | The Company has used Monte Carlo Simulation to estimate the fair value of the options. | 2019:<br>* Volatility of share price of comparable companies (21% of volatility) (2018: 45%) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| Amortised cost type items (including security deposits, loans , cash , trade receivables and payables ) | Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**43 Disclosure in respect of Sale of Residential Flats**

**a) Disclosure with respect to transition adjustment of IndAS 115**

| | Amount |
|---|---|
| Opening Retained Earnings (before Ind AS 115) | (17,728.54) |
| Reversal of revenue | (3,174.43) |
| Reversal of Cost of sale | 1,870.38 |
| **Opening Retained Earning (After Ind AS 115** | **(19,032.59)** |
| **Increase in Inventory** | **1,870.38** |
| **Decrease in Trade Receivable (Other than related Party)** | **(3,174.43)** |

**b) Disclosure in respect of Construction Contacts**

| Particulars | For the year ended 31 March 2019 | For the year ended 31 March 2018 |
|---|---|---|
| Contract revenue recognised as revenue during the year | 9,463.27 | 7,081.06 |

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Cumulative revenue recognised (net of Ind AS 115 adjustment INR 3,174.42 Lakhs,(2018: INR Nil)) | 1,07,331.21 | 1,01,042.35 |
| Cumulative costs recognised (net of Ind AS 115 adjustment INR 1,870.38 Lakhs,(2018: INR Nil)) | 72,606.23 | 68,156.21 |
| Cumulative margins accounted | 34,724.98 | 32,886.15 |
| Advances paid | 83.30 | 193.68 |
| Retention money payable | 227.54 | 275.27 |

**44 Financial instruments – Fair values and risk management**

**(i) Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

A. Credit risk
B. Liquidity risk
C. Market risk

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**Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**A. Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and advances to related parties and investments at amortised cost. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables, loans and advances and investments.

**Trade and other receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

**Credit risk for receivables pertaining to residential business**

The risk for trade receivables pertaining to residential business is considered nil as the possession of the residential property is transferred only after the receipt of payment from the customer.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Past due but not impaired | - | - |
| Past due 1–90 days | 643.12 | 1,584.51 |
| Past due 91–180 days | 94.48 | 247.32 |
| Past due 181–270 days | - | 710.93 |
| Past due 271–365 days | 96.93 | 277.71 |
| Past due more than 365 | 563.28 | 312.46 |
| | **1,397.81** | **3,132.93** |

**Cash and cash equivalents**

The Company held cash and bank balances with credit worthy banks and financial institutions of INR 890.69 lakhs and INR 1,318.38 lakhs as at 31 March 2019 and 31 March 2018 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

**Derivatives**

The derivatives are entered into with credit worthy counterparties. The credit worthiness is evaluated by the management on an ongoing basis and is considered to be good.

**Security deposits given to lessors**

The security deposit majorly pertains to rent deposit amounting to INR 22.64 The Company does not expect any losses from non-performance by theses counter-parties.

**B. Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained fund and non-fund based working capital lines from banks, commercial papers issued to Mutual funds and through issue of debentures .The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

**Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
* all non derivative financial liabilities
* net and gross settled derivative financial instruments for which the contractual maturities are essential for the understanding of the timing of the cash flows.

| As at 31 March, 2019 | Carrying amount | Contractual cash flows | | | | |
|---|---|---|---|---|---|---|
| | | Total | 1 year or less | 1-2 years | 2-5 years | More than 5 years |
| **Non-derivative financial liabilities** | | | | | | |
| Commercial paper issued to mutual funds | 76,567.29 | 77,500.00 | 77,500.00 | - | - | - |
| Inter Corporate Deposits | 14,000.00 | 14,000.00 | 14,000.00 | - | - | - |
| Trade and other payables | 3,458.03 | 3,458.03 | 3,458.03 | - | - | - |
| Bank overdraft | 4,117.86 | 4,117.86 | 4,117.86 | - | - | - |
| Other financial liabilities | 1,29,395.78 | 1,29,135.88 | 1,17,710.30 | 11,425.58 | - | - |
| Secured loan from Banks | - | - | - | - | - | - |
| Non convertible debentures | 72,460.15 | 72,460.15 | - | 72,460.15 | - | - |
| | **2,99,999.11** | **3,00,671.92** | **2,16,786.19** | **83,885.73** | - | - |
| **Derivative financial liabilities** | | | | | | |
| Derivatives liabilities at fair value | 7,122.00 | 7,122.00 | 7,122.00 | - | - | - |
| | **7,122.00** | **7,122.00** | **7,122.00** | - | - | - |

HASKINS & SELLS LLP DELOITTE Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| As at 31 March, 2018 | Carrying amount | Contractual cash flows | | | | | |
|---|---|---|---|---|---|---|---|
| | | Total | 1 year or less | 1-2 years | 2-5 years | More than 5 years |
| **Non-derivative financial liabilities** | | | | | | |
| Commercial paper issued to mutual funds | 59,694.74 | 60,500.00 | 60,500.00 | - | - | - |
| Trade and other payables | 3,025.61 | 3,025.61 | 3,025.61 | - | - | - |
| Bank overdraft | - | - | - | - | - | - |
| Other financial liabilities | 12,656.66 | 12,656.66 | 7,725.41 | - | 4,931.25 | - |
| Secured loan from Banks | - | - | - | - | - | - |
| Non convertible debentures | 1,82,310.91 | 2,12,497.61 | 2,361.90 | 1,20,357.29 | 89,778.42 | - |
| | **2,57,687.92** | **2,88,679.88** | **73,612.92** | **1,20,357.29** | **94,709.67** | **-** |
| **Derivative financial liabilities** | | | | | | |
| Derivatives liabilities at fair value | 6,682.00 | 6,682.00 | 6,682.00 | - | - | - |
| | **6,682.00** | **6,682.00** | **6,682.00** | **-** | **-** | **-** |

The inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives that are net cash-settled and gross cash inflow and outflow amounts for derivatives that have simultaneous gross cash settlement.

**C. Market risk**

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk.

**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to fixed deposits and borrowings from financial institutions.

**Exposure to interest rate risk**

The interest rate profile of the Company's interest-bearing financial instruments is as follows:

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| **Zero-rate instruments** | | |
| Financial assets | 3,63,988.20 | 3,32,501.61 |
| Financial liabilities | 1,39,975.81 | 22,364.27 |
| **Fixed-rate instruments** | | |
| Financial assets | 1,01,982.92 | 80,500.42 |
| Financial liabilities | 1,67,145.30 | 2,42,005.65 |
| **Variable-rate instruments** | | |
| Financial assets | - | - |
| Financial liabilities | - | - |

**Interest rate sensitivity - fixed rate instruments**

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps) except for the following:

1. Financial liability - 0.01% Compulsorily convertible debentures subscribed by Tata Sons Private Limited which are carried at fair value through profit or loss
2. Financial asset - 0.01% Compulsorily convertible debentures invested in TRIL Infopark Limited which are carried at fair value through profit or loss

Since both the instruments are compulsorily convertible in nature, there is no redemption value. Further sensitivity pertaining to risk free rate will not have any impact on fair values due to monte carlo simulation techniques used. Refer Note 42 for valuation techniques used to determine fair value.

Therefore, a change in interest rates at the reporting date would not affect profit or loss for any of these fixed interest bearing financial instruments accounted at fair value through profit or loss

**Interest rate sensitivity - variable rate instruments**

The Company is having only fixed rate borrowings and fixed rate bank deposits which are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IND AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

**45 Capital Management**

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The funding requirements are met through a mixture of equity, convertible debt securities, and other borrowings. The Group's policy is to use short-term and long-term borrowings to meet anticipated funding requirements.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The Company's adjusted net debt to equity ratio is as follows:

| Particulars | March 31, 2019 | March 31, 2018 |
|---|---|---|
| Total liabilities (comprising of interest bearing borrowings and interest accrued thereon) | 1,86,302.62 | 2,54,662.31 |
| Less : Cash and cash equivalent | 890.69 | 1,318.38 |
| Adjusted net debt | 1,85,411.93 | 2,53,343.93 |
| Adjusted equity | 1,98,685.95 | 1,89,746.17 |
| Adjusted net debt to adjusted equity ratio | 0.93 | 1.34 |

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Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

**46 Events after the balance sheet date**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**47 Previous Year's Figures**

Previous year figures have been regrouped / reclassified to conform to current year presentation, wherever considered necessary.

For and on behalf of the Board of Directors of
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

| | | |
|---|---|---|
| **Banmali Agrawala**<br>Chairman<br>DIN - 00120029 | **Sanjay Dutt**<br>Managing Director<br>DIN - 05251670 | **F. N. Subedar**<br>Director<br>DIN - 00028428 |
| **Rajiv Sabharwal**<br>Director<br>DIN - 00057333 | **S. Santhanakrishnan**<br>Director<br>DIN - 00032049 | **Neera Saggi**<br>Director<br>DIN - 00501029 |
| **Sanjay Sharma**<br>Chief Financial Officer | **Vinay Gaokar**<br>Company Secretary<br>Membership No: A6120 | |

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Mumbai
Dated : 8 May, 2019

# Deloitte Haskins & Sells LLP

**Chartered Accountants**
Indiabulls Finance Centre
Tower 3, 27th - 32nd Floor
Senapati Bapat Marg
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Mumbai - 400 013
Maharashtra, India
Tel: +91 22 6185 4000
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## INDEPENDENT AUDITOR'S REPORT

**To The Members of Tata Realty and Infrastructure Limited**
**Report on the Audit of the Standalone Financial Statements**

### Opinion

We have audited the accompanying standalone financial statements of **Tata Realty and Infrastructure Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and its loss, total comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

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

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr. No. | Key Audit Matter | Auditor's Response |
|---|---|---|
| 1 | The determination of the fair value of investments requires significant judgement, due to various intricate assumptions / estimates such as market rent levels, toll revenues, expenditure to be incurred, vacancy factors, prevailing market yields and market transactions, cash flows as well as impact due to COVID 19.<br><br>As at 31 March 2020, the Company had investments in various subsidiaries and joint ventures which have been accounted for at fair value amounting to Rs. 4231,81.34 lakhs (Refer note 5 and 2(f) to the financial statements).<br><br>The valuation of unquoted investments is considered to be a key audit matter as this amount represents a very significant portion of the total assets of the Company included in the standalone financial statements, combined with the competence of management's expert and the level of judgement exercised for determining the fair values. | We assessed the Company's process for the valuation of non-current investments carried at Fair Value.<br><br>Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows:<br>• Evaluated the design of the internal controls relating to the valuation of non-current investments at Fair Value.<br>• Tested the operating effectiveness of controls for the review of assumptions and estimates used in evaluation of inputs for the purpose of fair valuation. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls.<br><br>Principal audit procedures performed:<br><br>• Assessed the management's maker / checker controls over preparation of the discounted cash flow model for the valuation of investments and controls over management's analysis of the variances in values in comparison with previous year.<br>• Ascertained whether the fair value of investments has been determined by external, independent valuer, having appropriate recognised professional qualifications and recent experience in the location and category of the property underlying the investments being valued based on information and explanations provided by the management. We assessed their competence, independence and integrity.<br>• The audit team included Fair Value Specialists for reviewing the assumptions of WACC, capitalisation rate and market rent levels, attended meetings with the management team and the valuation experts appointed by the Company's management to understand the methodology applied, the main assumptions underlying their valuations and more particularly, amongst other |

| | | |
|---|---|---|
| | | inputs, WACC, capitalisation rate, market rental levels, toll road traffic growth/decline, vacancy factor, impact due to COVID 19.<br>• Documented the understanding from the meetings for the basis on which WACC rate were determined<br>• Checked the arithmetic accuracy of the cash flow models.<br>• Performed procedures to reconcile the valuations concluded by the management expert and the recognition done by the management in the financial statements.<br>• Performed analytical procedures by comparing assumptions and fair values on a year-on-year basis and obtained reasons for the variations. |

**Information Other than the Financial Statements and Auditor's Report Thereon**

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Directors report, but does not include the standalone financial statements and our auditor's report thereon.

- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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

**Auditor's Responsibility for the Audit of the Standalone Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

**Report on Other Legal and Regulatory Requirements**

1. As required by 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 including Other Comprehensive Loss, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

    d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

    e) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.

    f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

    g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
   ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
(Partner)
(Membership No. 36920)

UDIN: 20036920AAAACA1696

Place: Mumbai
Date: 6 July 2020

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT**
**(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

We have audited the internal financial controls over financial reporting of Tata Realty and Infrastructure Limited ("the Company") as of 31 March 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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

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

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, based on the criteria for internal financial control over financial reporting 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 **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
(Partner)
(Membership No. 36920)

UDIN: 20036920AAAACA1696

Place: Mumbai
Date: 6 July 2020

**ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT**
(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' Section of our report of even date)

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(b) The Company performs physical verification of its property, plant and equipment annually. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, as disclosed in Note 4 to the standalone financial statements, are held in the name of the Company as at the balance sheet date.

(ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification between physical stock and the books of accounts.

(iii) According to the information and explanations given to us, the Company has granted unsecured loans to eleven companies covered in the register maintained under Section 189 of the Companies Act, 2013, in respect of which:

(a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.

(b) According to the information and explanations given to us, in respect of four unsecured loans, interest along with principal is repayable on demand and seven unsecured loans are interest free and the principal is repayable on demand. The Company has not demanded any loan during the year.

(c) There is no amount overdue for more than 90 days as at 30 March 2020.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposit during the year as provided under Section 73 to 76 or any other relevant provisions of the Companies Act 2013. There are no unclaimed deposits any time during the year.

**Deloitte Haskins & Sells LLP**

(vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Income-tax, professional tax, provident fund, work contracts tax, labour cess, Goods & Services Tax, cess and other material statutory dues applicable to it to the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Income-tax, professional tax, provident fund, work contracts tax, labour cess, Goods & Services Tax, cess and other material statutory dues in arrears as at 31 March 2020 for a period of more than six months from the date they became payable.

(c) Details of dues of Income-tax and Service Tax, which have not been deposited as on 31 March 2020 on account of disputes are given below:

| Name of the Statute | Nature of Dues | Forum where dispute is pending | Period to which the amount relates | Amount involved | Amount Unpaid |
|---|---|---|---|---|---|
| Income Tax Act, 1961 | Income Tax | Income Tax Appellate Tribunal - Mumbai | FY 2014-2015 | 4,43,65,426 | 4,43,65,426 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise – Mumbai | FY 2010-2011 | 2,67,21,775 | 2,67,21,775 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise – Nagpur | FY 2010-11, FY 2011-12, FY 2012-13 | 88,37,820 | 79,54,038 |
| Finance Act, 1994 | Service Tax | Commissioner of CGST & Central Excise - Kochi | FY 2010-11, FY 2011-12, FY 2012-13 | 1,82,07,459 | 1,63,86,713 |
| Finance Act, 1994 | Kerala VAT | Commissioner of CGST & Central Excise - Kochi | FY 2014-2015 | 2,00,10,000 | 2,00,10,000 |

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings from financial institutions and dues to debenture holders during the year. The Company did not have any outstanding dues to banks and government.

(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause (ix) of the CARO 2016 Order is not applicable.

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

(xiv) According to the information and explanation given to us, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or associate company or persons connected with them and hence provisions of Section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Rajesh K. Hiranandani
Partner
(Membership No. 36920)
UDIN: 20036920AAAACA1696

Place: Mumbai
Date: 6 July 2020

**Tata Realty and Infrastructure Limited**
**Balance Sheet as at 31 March 2020**
(Currency: Indian rupees in lakhs)

| Particulars | Note No. | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **ASSETS** | | | |
| **NON-CURRENT ASSETS** | | | |
| (a) Property, plant and equipment (PPE) | 4 | 1,594.84 | 1,743.39 |
| (b) Intangible assets | 4 | 77.70 | 50.43 |
| (c) Right to use an asset | 4 | 146.38 | - |
| (d) Capital work-in-progress | 4 | - | 3.76 |
| (e) Financial assets | | | |
| (i) Investments | 5 | 4,30,771.34 | 4,06,035.76 |
| (ii) Loans and advances | 7 | 39,709.19 | 52,124.48 |
| (iii) Others | 8 | 0.75 | 0.75 |
| (f) Current tax assets (net) | 9 | 6,934.68 | 6,012.90 |
| (g) Other non-current assets | 10 | 12,779.98 | 10,968.46 |
| **TOTAL NON-CURRENT ASSETS** | | **4,92,014.86** | **4,76,939.93** |
| **CURRENT ASSETS** | | | |
| (a) Inventories | 11 | 30,957.33 | 41,011.06 |
| (b) Financial assets | | | |
| (i) Investments | 5 | 71,179.33 | 311.42 |
| (ii) Trade and other receivables | 6 | 1,878.42 | 1,397.81 |
| (iii) Cash and cash equivalents | 12 | 25,580.30 | 445.25 |
| (iv) Other bank balances | 13 | 419.25 | 444.69 |
| (v) Loans and advances | 7 | 2,464.51 | 2,349.77 |
| (vi) Others financial assets | 8 | 1,428.91 | 2,861.19 |
| (c) Other current assets | 10 | 431.31 | 1,086.29 |
| **TOTAL CURRENT ASSETS** | | **1,34,339.36** | **49,907.48** |
| **TOTAL ASSETS** | | **6,26,354.22** | **5,26,847.41** |
| **EQUITY AND LIABILITIES** | | | |
| **EQUITY** | | | |
| (a) Equity share capital | 14 | 1,01,730.77 | 1,01,730.77 |
| (b) Other equity | 15 | 1,91,695.85 | 96,955.18 |
| **TOTAL EQUITY** | | **2,93,426.62** | **1,98,685.95** |
| **LIABILITIES** | | | |
| **NON-CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Long-term borrowings | 16 | 1,39,419.04 | 72,460.15 |
| (ii) Other financial liabilities | 18 | 6,071.09 | 11,425.58 |
| (b) Long-term provisions | 19 | 626.53 | 685.48 |
| (c) Current tax liabilities (net) | 20 | 1,751.88 | 1,751.88 |
| (d) Deferred tax liabilities (net) | 21 | 19,168.35 | 13,258.38 |
| **TOTAL NON-CURRENT LIABILITIES** | | **1,67,036.90** | **99,581.47** |
| **CURRENT LIABILITIES** | | | |
| (a) Financial liabilities | | | |
| (i) Short-term borrowings | 16 | 95,303.21 | 94,685.15 |
| (ii) Trade and other payables from Micro and Small Enterprises | 17 | - | - |
| (iii) Trade and other payables other than MSME | 17 | 3,185.65 | 3,458.03 |
| (iv) Other financial liabilities | 18 | 64,132.53 | 1,25,092.20 |
| (b) Other current liabilities | 22 | 3,084.76 | 5,119.48 |
| (c) Short term provisions | 19 | 184.56 | 225.13 |
| **TOTAL CURRENT LIABILITIES** | | **1,65,890.71** | **2,28,579.99** |
| **TOTAL EQUITY AND LIABILITIES** | | **6,26,354.22** | **5,26,847.41** |

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-48
The accompanying notes 1 to 48 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 06 July 2020

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
Dated : 06 July 2020

**Tata Realty and Infrastructure Limited**
**Statement of Profit and Loss for the year ended 31 March 2020**
(Currency: Indian rupees in lakhs)

| | Particulars | Note No. | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|---|
| I | **Revenue from operations** | 23 | 17,584.54 | 14,493.29 |
| II | **Other income** | 24 | 14,966.08 | 12,753.95 |
| III | **Total Income (I +II)** | | **32,550.62** | **27,247.24** |
| IV | **Expenses:** | | | |
| | Cost of sale of flats | 25 | 12,118.10 | 6,122.91 |
| | Employee benefits expense | 26 | 5,469.96 | 5,585.39 |
| | Finance costs | 27 | 28,496.17 | 22,988.91 |
| | Depreciation and amortization expense | 28 | 191.80 | 140.30 |
| | Loss on fair valuation of derivative contracts | 29 | - | 440.00 |
| | Other expenses | 30 | 6,441.84 | 3,883.25 |
| | Amounts written off during the year | 31 | - | 5,414.38 |
| | **Total Expenses** | | **52,717.87** | **44,575.14** |
| V | **(Loss) before tax (III-IV)** | | **(20,167.25)** | **(17,327.90)** |
| VI | **Tax expenses** | 32 | | |
| | Current Tax | | - | - |
| | Deferred Tax charge | | (2,417.51) | (1,298.87) |
| | **Total tax expenses** | | **(2,417.51)** | **(1,298.87)** |
| VII | **(Loss) for the year (V-VI)** | | **(22,584.76)** | **(18,626.77)** |
| VIII | **Other Comprehensive Income:** | | | |
| | **A. Items that will not be reclassified to profit or loss** | | | |
| | Remeasurements of defined benefit (asset) / liability | | (17.31) | 52.65 |
| | Equity instruments fair valued through OCI | | 835.21 | 32,334.60 |
| | Income tax relating to items that will not be reclassified to profit or loss | 21 | (3,492.47) | (3,516.56) |
| | **B. Items that will not be reclassified to profit or loss** | | - | - |
| | | | **(2,674.57)** | **28,870.69** |
| IX | **Total Comprehensive Income / (Loss) for the Year (VII+VIII)** | | **(25,259.33)** | **10,243.92** |
| X | **Earnings per equity share (Face value of INR 10 each)** | 34 | | |
| | Basic | | (2.22) | (1.83) |
| | Diluted | | (2.22) * | (1.83) |
| | * Diluted EPS for the year ended 31 March 2020 is anti-dilutive hence not considered | | | |

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-48
The accompanying notes 1 to 48 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 06 July 2020

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
Dated : 06 July 2020

## Tata Realty and Infrastructure Limited
## Statement of Cash Flow for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

| Particulars | | For the year ended 31 March 2020 | | For the year ended 31 March 2019 | |
|---|---|---|---|---|---|
| **A CASH FLOW FROM OPERATING ACTIVITIES** | | | | | |
| **Loss before tax** | | | (20,167.25) | | (17,327.90) |
| **Adjustments for :** | | | | | |
| Depreciation and amortisation expense | | 191.80 | | 140.30 | |
| (Gain) / Loss on sale of PPE | | (0.33) | | 23.17 | |
| (Gain) on sale of current investments | | (818.52) | | (263.43) | |
| (Gain) on fair valuation of investments and derivative instruments | | (6,737.53) | | (5,685.50) | |
| Interest Income | | (6,779.71) | | (5,537.52) | |
| Unwinding of call option premium | | (574.09) | | (540.44) | |
| Finance costs | | 28,496.17 | | 22,988.91 | |
| Amounts written off during the year | | - | | 5,414.38 | |
| Provision for credit impaired Trade Receivables | | 306.00 | | | |
| Provision for impairment of inter corporate deposits | | 516.62 | | | |
| Provision for employee benefits | | (116.84) | 14,483.57 | 14.15 | 16,554.02 |
| **Operating (loss) before working capital changes** | | | (5,683.68) | | (773.88) |
| **Changes in working capital** | | | | | |
| (Increase) / Decrease in trade receivables | | (786.61) | | 430.97 | |
| Decrease in inventories | | 10,053.73 | | 730.47 | |
| Decrease in advances, other current assets and other non-current assets | | 1,216.81 | | 1,418.20 | |
| (Decrease) / Increase in trade payables, other financial liabilities and other financial liabilities | | (2,418.72) | | 1,530.62 | |
| | | | 8,065.21 | | 4,110.26 |
| **Cash flows generated from operating activities** | | | 2,381.53 | | 3,336.38 |
| Tax refund / (paid) during the year (net) | | | (921.78) | | (642.09) |
| **Net cash flows generated from operating activities** | A | | 1,459.75 | | 2,694.29 |
| **B CASH FLOW FROM INVESTMENT ACTIVITIES** | | | | | |
| Payment for purchase of Property, plant & equipment and intangible asset | | (219.48) | | (538.52) | |
| Proceeds on sale of Property, plant & equipment | | 6.69 | | 32.51 | |
| Investment in Fixed deposits under lien with maturity less than 12 months (net) | | 25.44 | | (83.02) | |
| Investment in subsidiaries and joint venture companies | | (18,985.50) | | (14,072.95) | |
| Proceeds from sale of investments in subsidiary companies | | 9,177.38 | | - | |
| Investment in mutual fund | | (4,46,529.96) | | (1,45,427.98) | |
| Proceeds from sale of investments in mutual fund | | 3,76,915.78 | | 1,52,366.17 | |
| Inter-corporate deposit refunded | | 48,799.48 | | 7,490.33 | |
| Inter-corporate deposit given | | (43,086.52) | | (24,717.17) | |
| Interest Received | | 4,692.75 | | 3,115.67 | |
| **Net cash flows used in Investing Activities** | B | | (69,203.94) | | (21,834.96) |
| **C CASH FLOW FROM FINANCING ACTIVITIES** | | | | | |
| Rights Issue Application Money Received | | 1,20,000.00 | | - | |
| Proceeds from long-term borrowings | | 1,07,000.00 | | - | |
| Repayment of long-term borrowings | | (1,10,000.00) | | - | |
| Proceeds from short-term borrowings | | 16,356.61 | | 35,245.66 | |
| Repayment of ICD taken from related parties | | (14,000.00) | | - | |
| Finance costs paid | | (26,477.37) | | (16,615.70) | |
| **Net cash flows from Financing Activities** | C | | 92,879.24 | | 18,629.96 |
| **Net increase/ (decrease) in cash and cash equivalents** | (A+B+C) | | 25,135.05 | | (510.71) |
| Cash and cash equivalents at the beginning of the year | | | 445.25 | | 955.96 |
| **Cash and cash equivalents at the end of year** | | | 25,580.30 | | 445.25 |
| **Cash and bank balances at the end of the year comprise of:** | | | | | |
| Cash on Hand | | | 0.06 | | - |
| Balances with Bank | | | 970.24 | | 445.25 |
| Deposit Accounts with less than or equal to 3 months maturity | | | 24,610.00 | | - |
| **Total Balance** | | | 25,580.30 | | 445.25 |

**Note:**
The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under Section 133 of the Companies Act, 2013.

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-48
The accompanying notes 1 to 48 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

For and on behalf of the **Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 06 July 2020

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
Dated : 06 July 2020

**Tata Realty and Infrastructure Limited**
**Statement of Changes in Equity (SOCIE)**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**A Equity Share Capital**

| Particulars | 31 March 2020 Number of Shares | 31 March 2020 Amount | 31 March 2019 Number of Shares | 31 March 2019 Amount |
|---|---|---|---|---|
| **Subscribed and Fully Paid up Capital** | | | | |
| Equity shares of INR 10 each | | | | |
| Opening Balance | 1,01,73,07,692 | 1,01,730.77 | 1,01,73,07,692 | 1,01,730.77 |
| Changes in equity share capital during the year | - | - | - | - |
| **Closing Balance** | **1,01,73,07,692** | **1,01,730.77** | **1,01,73,07,692** | **1,01,730.77** |

**B Other equity**

| Particulars | Reserves and surplus | | | Share application money pending allotment | Items of Other comprehensive income | | Total other equity |
|---|---|---|---|---|---|---|---|
| | Capital reserve | Retained earnings | Securities premium reserve | | Defined benefit plan adjustment | Equity Instruments through Other Comprehensive Income reserve | |
| **Balance as at 01 April 2018** | **4,783.49** | **(17,728.54)** | **15,769.23** | - | **(18.78)** | **85,210.00** | **88,015.40** |
| IND AS 115 Adjustment under transition | - | (1,304.14) | - | - | - | - | **(1,304.14)** |
| **Loss for the year** | - | (18,626.77) | - | - | - | - | **(18,626.77)** |
| **Other comprehensive income for the year** | | | | | | | |
| Equity Instruments fair valued through Other Comprehensive Income | - | - | - | - | - | 32,334.60 | **32,334.60** |
| Remeasurements of defined benefit liability | - | - | - | - | 52.65 | - | **52.65** |
| Income tax relating on above | - | - | - | - | (13.68) | (3,502.88) | **(3,516.56)** |
| **Balance as at 31 March 2019** | **4,783.49** | **(37,659.45)** | **15,769.23** | - | **20.19** | **1,14,041.72** | **96,955.18** |
| **Loss for the year** | - | (22,584.76) | - | | - | - | **(22,584.76)** |
| **Share application money pending allotment received during the year** | - | | | 1,20,000.00 | | | **1,20,000.00** |
| **Other comprehensive income for the year** | | | | | | | |
| Equity Instruments fair valued through Other Comprehensive Income | - | - | - | | - | 835.21 | **835.21** |
| Remeasurements of defined benefit (asset) | - | - | - | | (17.31) | - | **(17.31)** |
| Income tax relating on above | - | - | - | | 4.50 | (3,496.97) | **(3,492.47)** |
| Transferred from OCI to Retained eqrnings on derecogntion of equity instruments | | (13,307.84) | | | | 13,307.84 | - |
| **Balance as at 31 March 2020** | **4,783.49** | **(60,244.21)** | **15,769.23** | **1,20,000.00** | **7.38** | **1,11,379.96** | **1,91,695.85** |

**Significant accounting policies** 1-3
**Notes to the standalone Ind AS financial statements** 4-48
The accompanying notes 1 to 48 form an integral part of these standalone Ind AS financial statements.

As per our report of even date attached
**For Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W / W-100018)

**Rajesh K. Hiranandani**
Partner

Mumbai
Dated : 06 July 2020

For and on behalf of the **Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
Dated : 06 July 2020

**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300
**Notes to Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**1 Background of the Company**

Tata Realty and Infrastructure Limited ('the Company') was incorporated on 2 March 2007 to carry on the business of investment advisory services, project management consultancy services and real estate and infrastructure development. The Company is a wholly owned subsidiary of Tata Sons Private Limited.

**2 Basis of preparation**

**(a) Summary of Significant Accounting Policies**

These standalone Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

**(b) Going Concern**

The Company is primarily engaged in development of commercial and Infrastructure projects to generate stable cashflows and capital appreciation over the life of the assets through investments in various project SPVs.

The Company has incurred losses amounting to Rs. 22,585 lakhs in the current year (previous year Rs. 18,627 lakhs). As at 31 March 2020 the Company has a net current liability position of Rs. 31,552 lakhs where the current liabilities at Rs. 1,65,891 lakhs exceed the current assets at Rs. 1,34,339 lakhs. Based on scheduled repayment Rs 2,29,000 lakhs is due for repayment within 12 months from the approval of these financial statements. The Company has also agreed to provide financial support of Rs. 33,800 lakhs to its subsidiary companies.

**Assessment:** The Board of Directors have assessed the above operational conditions and indicators and have come to the conclusion that no material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern based on cashflow forecasts and the plan management has put in place.

**Mitigating factors:** In spite of difficult market conditions over a period, the superior nature of portfolio of the Company's developments has increased the Fair Value of these assets to Rs 456,000 Lakhs over its historical cost of Rs 284,400 Lakhs.

During FY 2020-21 based on projections, the SPV's are expected to generate operational net cash flow of more than Rs 450,00 Lakhs which will increase the value of investments of the Company. The management is evaluating possibility of divestment of selected assets and change in capital structure in its project SPVs' which is expected to generate more than Rs 1,50,000 Lakhs as equity value. Also, the free cashflow from sale of Ready to Move in (RTMI) residential inventory will support its operations during coming financial years.

Negative working capital is on account of management decision to borrow short-term funds through commercial papers to take advantage of interest arbitrage. However, management has modified the strategy to replace, to the extent possible, short term funding with long term funding arrangement going forward.

The equity capital from the parent i.e. Tata Sons Private Limited, of an amount of Rs. 1,20,000 Lakhs received during the year has improved the company's net worth allowing the company further ability for additional borrowing in future and is reflected in the ratings of the Company

**Conclusion:** The Board of Directors based on cash flow forecasts and management plans have concluded on ability of the Company to continue as going concern and the financial statements have been prepared on that basis.

**(c) Functional and presentation currency**

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupees (INR) and all amounts have been rounded-off to the nearest lakhs with two decimals, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

**(d) Basis of measurement**

The standalone Ind AS financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Certain financial assets and liabilities (including derivative instruments)

2 Defined benefit plans – plan assets measured at fair value

**(e) Critical accounting judgements and key sources of estimation of uncertainty**

In preparing these standalone Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**(i) Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the standalone Ind AS financial statements is included in the following notes:

Note 41 – measurement of defined benefit obligations: key actuarial assumptions;
Note 42 – determining the fair value of investments on the basis of significant unobservable inputs.

**(ii) Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2020is included in the following notes:

Note 41 – measurement of defined benefit obligations: key actuarial assumptions;
Note 42 – determining the fair value of investments on the basis of significant unobservable inputs.

**(f) Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

**(g) Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

## 3 Significant accounting policies

### 3.01 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

**Sale of completed property.**

Revenue from sale of completed property (residential and commercial) is recognised when:

1. The Company has transferred to the buyer significant risk and rewards of ownership of the completed property;
2. The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the completed property sold;
3. The amount of revenue can be measured reliably;
4. It is probable that the economic benefit associated with the transaction will flow to the Company; and
5. Cost incurred or to be incurred in respect of the transaction can be measured reliably.

Asset management fees and Project management consultancy fees are recognized in accordance with terms of agreement with customers.

A dividend is recognised as revenue when the right to receive payment has been established. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

### 3.02 Property, plant and equipment

**(i) Recognition and measurement**

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment comprises:

a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

**(ii) Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

**(iii) Depreciation**

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation is provided using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act. Depreciation is charged on a monthly pro-rata basis for assets purchased or sold during the year.

In the following cases, the useful life is less than the corresponding useful life prescribed in Part 'C' of Schedule II of the Act, based on internal technical evaluation, taking into account the nature of the assets, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.:

| | |
|---|---|
| Data Processing Networks - Servers and Networks | 5 years |
| Motor Car | 5 years |

Leasehold improvements are amortised over the primary period of the lease.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/(losses).

Expenditure incurred on acquisition /construction of property, plant and equipment which are not ready for their intended use at balance sheet date are disclosed under capital work-in-progress. Capital work in progress is stated at cost less impairment losses, if any. Cost comprises of expenditures incurred in respect of capital projects under development and includes any attributable / allocable cost and other incidental expenses. Revenues earned, if any, before capitalization from such capital project are adjusted against the capital work in progress.

Borrowing costs relating to acquisition / construction / development of tangible assets, intangible assets and capital work in progress which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

**3.03 Intangible assets**

Intangible assets comprise application software purchased / developed, which are not an integral part of the related hardware and are amortised using the straight line method over a period of the software license, which in the Management's estimate represents the period during which the economic benefits will be derived from their use. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific to which it relates.

**3.04 Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

The recoverable amount is higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

**3.05 Borrowing cost**

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.
Other borrowing costs are expensed in the period in which they are incurred.

**3.06 Income-tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI.

**(i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.
Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Company will pay normal tax. Accordingly, MAT is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Company.

Current tax assets and liabilities are offset only if, the Company:

a) has a legally enforceable right to set off the recognised amounts; and
b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**(ii) Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).
Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.
Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset only if:
a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

**(iii) Current and deferred tax for the year**
Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity / deemed equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity / deemed equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

**3.07 Cash and cash equivalents**
For the purpose of presentation in the statement of cash flows, cash and cash equivalent includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**3.08 Inventories**
Direct expenses like land cost, development rights, site labour cost, material used for project construction, cost of borrowing, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are taken as the cost of the project work in progress and cost of unsold flats.
Material at site comprise of building material, components, stores and spares, consumables
Inventories are valued at lower of cost or net realizable value, cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**3.09 Financial instruments**
A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as put options, call options; and forward contracts.

**(i) Financial assets**
**Classification**
The Company shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**
Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than fair valued through profit or loss) are added to the fair value of the financial assets, as appropriate , on initial recognition. Transaction costs directly attributable to the acquisition of financial assets fair valued through profit or loss are recognised immediately in profit or loss.
All regular way purchases or sales of financial assets are recognised and derecognised on trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.
All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

**Debt instruments**
1, A 'debt instrument' is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

2, After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.
3, Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

**Equity instruments**

The Company measures its equity investments in equity shares of subsidiaries, joint ventures and associates at fair value through other comprehensive income.

Equity investments in companies other than equity investments in subsidiaries, joint ventures and associates are measured at fair value through profit and loss account.

Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.

**De-recognition**

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

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

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

b) Lease receivables

c) Trade receivables

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

Trade receivables which do not contain a significant financing component.

All lease receivables resulting from transactions.

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

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

**(ii) Financial liabilities**

**Classification**

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

Debt and equity instruments issued by the Company are classified as either financial liabilities or equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

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

**Financial liabilities at fair value through profit or loss**
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. The company does not have any separated embedded derivatives.
Gains or losses on liabilities held for trading are recognised in the profit or loss.
Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

**Loans and borrowings**
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.
Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.
This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.
The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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

**Embedded derivatives**
If the hybrid contract contains a host that is a financial asset within the scope of Ind-AS 109, the Company does not separate embedded derivatives. The Company applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows.

**Offsetting of financial instruments**
Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

**Derivative financial instruments**
The Company has entered into derivative financial instruments, such as put and call option contracts and forward purchase contracts to acquire stake from Non-controlling interests. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit or loss account. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

The company has not designated its derivatives as hedging instruments.

**Financial guarantee contracts**
A financial guarantee contract is a contract that requires issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.
Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :
(i) the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
(ii)the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

**Commitments to provide a loan at a below-market interest rate**
Commitments to provide a loan at a below-market interest rate are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of :
(i) the amount of loss allowance determined in accordance with the impairment requirements of Ind AS 109; and
(ii)the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

**3.10 Employee benefits**

**(i) Short term employee benefits**
Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(ii) Compensated absences**
The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

**(iii) Defined contribution plans**
Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

**(iv) Defined benefit plans**
The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.
The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.
When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**(v) Other long-term employee benefits**
The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement are recognised in profit or loss in the period in which they arise.
These plans typically expose the Company to actuarial risks such as : Investment risk, interest rate risk, longevity risk and salary risk:

**(i) Investment risk :** The present value of the defined benefit plan liability is calculated using the discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. For other defined benefit plans, the discount rate is determined by reference to market yields at the end of the reporting period on high quality corporate bonds when there is a deep market for such bonds; if the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities and other debt instruments. Further.

**(ii) Interest risk :** A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

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

**(iv) Salary risk :** The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the Salary of the plan participants will increase the plan's liability.

**3.11 Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

**3.12 Leases**

The Company evaluates each contract or arrangement, whether it qualifies as lease as defined under Ind AS 116.

**The Company as a lessee**

The Company assesses, whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract involves:
(a) the use of an identified asset,
(b) the right to obtain substantially all the economic benefits from use of the identified asset, and
(c) the right to direct the use of the identified asset.

The Company at the inception of the lease contract recognizes a Right-of-Use (RoU) asset at cost and corresponding lease liability, except for leases with term of less than twelve months (short term) and low-value assets.

The cost of the right-of-use assets comprises the amount of the initial measurement of the lease liability, any lease payments made at or before the inception date of the lease plus any initial direct costs, less any lease incentives received. Subsequently, the right of-use assets is measured at cost less any accumulated depreciation and accumulated impairment losses, if any. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use assets.

The Company applies Ind AS 36 to determine whether a Right-of-Use asset is impaired and accounts for any identified impairment loss in the Statement of Profit and Loss.

For lease liabilities at inception, the Company measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate is readily determined, if that rate is not readily determined, the lease payments are discounted using the incremental borrowing rate.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use assets. Where the carrying amount of the right-of-use assets is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in the Statement of Profit and Loss.

Lease payments (other than short term, low value leases) have been classified as cash used in Financing activities in the Statement of Cash Flows.

Lease payments for short-term and low value leases, have been classified as cash used in Operating activities in the Statement of Cash Flows.

The Company has no assets given on lease to others.

**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300
**Notes to Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

**4 Property, Plant and Equipment , Intangible assets, Right to use an asset and Capital work-in-progress**

**a Property, plant and equipment (PPE)**

| Particulars | Freehold Land | Leasehold Improvements | Plant & Equipments | Furniture & Fixtures | Data Processing Equipments | Office Equipments | Motor Vehicles | Total |
|---|---|---|---|---|---|---|---|---|
| **COST / DEEMED COST** | | | | | | | | |
| **As at 01 April 2018** | 1,144.90 | 8.97 | - | 145.36 | 297.92 | 196.92 | 70.72 | 1,864.79 |
| Additions | - | 466.93 | | 7.41 | 15.62 | 39.09 | - | 529.05 |
| Disposals/Adjustments | - | - | | (21.89) | (1.59) | (15.70) | (44.04) | (83.22) |
| **As at 31 March 2019** | 1,144.90 | 475.90 | - | 130.88 | 311.95 | 220.31 | 26.68 | 2,310.62 |
| Additions | - | - | 18.11 | - | 11.34 | 0.89 | - | 30.34 |
| Disposals/Adjustments | - | 0.25 | 2.12 | (2.01) | (21.91) | (45.81) | (13.68) | (81.04) |
| **As at 31 March 2020** | 1,144.90 | 476.15 | 20.23 | 128.87 | 301.38 | 175.39 | 13.00 | 2,259.92 |
| **DEPRECIATION** | | | | | | | | |
| **As at 01 April 2018** | - | 1.51 | | 82.04 | 240.38 | 118.58 | 25.79 | 468.30 |
| Charge for the Year | - | 30.57 | | 15.81 | 35.69 | 37.17 | 7.24 | 126.48 |
| Disposals/Adjustments | - | - | | (4.07) | (1.09) | (4.77) | (17.62) | (27.55) |
| **As at 31 March 2019** | - | 32.08 | - | 93.78 | 274.98 | 150.98 | 15.41 | 567.24 |
| Charge for the Year | - | 108.72 | 3.39 | 9.49 | 21.92 | 24.65 | 4.60 | 172.77 |
| Disposals/Adjustments | - | - | 0.37 | (0.75) | (19.78) | (45.15) | (9.61) | (74.93) |
| **As at 31 March 2020** | - | 140.80 | 3.76 | 102.51 | 277.12 | 130.48 | 10.40 | 665.08 |
| **NET BLOCK** | | | | | | | | |
| **As at 31 March 2019** | 1,144.90 | 443.82 | - | 37.10 | 36.97 | 69.33 | 11.27 | 1,743.39 |
| **As at 31 March 2020** | 1,144.90 | 335.35 | 16.47 | 26.36 | 24.26 | 44.92 | 2.60 | 1,594.84 |

**b Intangible Assets**

| Particulars | Computer Software | Total |
|---|---|---|
| **GROSS BLOCK** | | |
| **As at 01 April 2018** | 349.74 | 349.74 |
| Additions | 5.72 | 5.72 |
| Disposals/Adjustments | - | - |
| **As at 31 March 2019** | 355.46 | 355.46 |
| Additions | 42.24 | 42.24 |
| Disposals/Adjustments | (33.22) | (33.22) |
| **As at 31 March 2020** | 364.48 | 364.48 |
| **AMORTISATION** | | |
| **As at 01 April 2018** | 291.20 | 291.20 |
| Charge for the Year | 13.82 | 13.82 |
| Disposals/Adjustments | | - |
| **As at 31 March 2019** | 305.02 | 305.02 |
| Charge for the Year | 14.75 | 14.75 |
| Disposals/Adjustments | (32.98) | (32.98) |
| **As at 31 March 2020** | 286.78 | 286.78 |
| **NET BLOCK** | | |
| **As at 31 March 2019** | 50.43 | 50.43 |
| **As at 31 March 2020** | 77.70 | 77.70 |

**c Right to use an asset**

| Particulars | Total |
|---|---|
| **GROSS BLOCK** | |
| **As at 01 April 2018** | - |
| Additions | - |
| **As at 31 March 2019** | - |
| Additions | 150.66 |
| **As at 31 March 2020** | 150.66 |
| **AMORTISATION** | |
| Charge for the Year | - |
| **As at 31 March 2019** | - |
| Charge for the Year | 4.28 |
| **As at 31 March 2020** | 4.28 |
| **NET BLOCK** | |
| **As at 31 March 2019** | - |
| **As at 31 March 2020** | 146.38 |

**d Capital Work in Progress**

| Particulars | Total |
|---|---|
| **As at 01 April 2018** | 3.76 |
| Additions/Transfer to PPE | - |
| **As at 31 March 2019** | 3.76 |
| Additions/Transfer to PPE | (3.76) |
| **As at 31 March 2020** | - |

(Currency: Indian rupees in lakhs)

**5 Investments**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Quantity | Amount | Quantity | Amount |
| **a) Non-current Investments** | | | | |
| **(i) Fair valued through Other Comprehensive Income:** | | | | |
| **Unquoted Equity shares of INR 10 each, fully paid-up:** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| Acme Living Solutions Private Limited | 50,000 | - | 50,000 | - |
| Arrow Infra Estates Private Limited | 1,02,300 | 3,583.00 | 1,02,300 | 6,362.00 |
| Gurgaon Constructwell Private Limited | 65,700 | 8,164.00 | 65,700 | 8,599.00 |
| Deemed Equity Investments in Gurgaon Constructwell Private Limited | - | 619.68 | - | 619.68 |
| Gurgaon Realtech Limited | 66,500 | 5,568.00 | 66,500 | 6,907.00 |
| TRIL Roads Private Limited* | 77,45,012 | 28,243.74 | 77,45,012 | 34,723.00 |
| Deemed Equity Investments in TRIL Roads Private Limited | - | 2,421.61 | - | 2,421.61 |
| TRIF Gurgaon Housing Projects Private Limited | 50,000 | - | 50,000 | - |
| TRIL Urban Transport Private Limited* | 7,12,38,000 | 6,212.00 | 2,68,38,000 | 2,334.00 |
| Deemed Equity Investments in TRIL Urban Transport Private Limited | - | 240.43 | - | 240.43 |
| Wellkept Facility Management Services Private Limited | 4,00,000 | - | 4,00,000 | - |
| TRIL Constructions Limited | 2,44,00,000 | 2,889.19 | 2,44,00,000 | 2,451.51 |
| TRIL Infopark Limited (Refer Foot Note 1) | 62,89,00,000 | 1,12,824.66 | 62,89,00,000 | 1,03,922.85 |
| TRIL Amritsar Projects Limited* | - | - | 32,43,08,408 | 3,492.00 |
| Deemed Equity Investments in TRIL Amritsar Projects Limited | - | - | - | 2,487.94 |
| TRIF Real Estate Development Limited* | - | - | 38,78,843 | 7,615.00 |
| HV Farms Private Limited | 10,000 | 1.00 | 10,000 | 1.00 |
| MIA Infratech Private Limited | 13,57,300 | - | 13,57,300 | - |
| International Infrabuild Private Limited* | 26,000 | - | 26,000 | 150.28 |
| Deemed Equity investment in International Infrabuild Private Limited | - | 1,680.35 | - | - |
| **II) Investment in joint ventures:** | | | | |
| TRIL IT 4 Private Limited* | 7,40,000 | 40,358.00 | 7,40,000 | 24,487.00 |
| Mikado Realtors Private Limited.* | 1,99,87,400 | 25,806.76 | 1,99,87,400 | 33,228.20 |
| Industrial Minerals and Chemicals Company Private Limited* | 3,256 | 23,057.79 | 3,256 | 22,270.60 |
| **Unquoted Preference shares, fully paid-up (Compound financial instruments)** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| 0.001% Compulsory Convertible Preference shares of INR 10 each in TRIL Constructions Limited | 5,92,80,000 | 7,019.32 | 5,92,80,000 | 5,970.40 |
| 0% Compulsory Convertible Preference shares of INR 100 each in TRIL Infopark Limited | 3,00,00,000 | 53,835.00 | 3,00,00,000 | 49,578.00 |
| **Unquoted Debentures, fully paid-up:** | | | | |
| **I) Investment in joint venture:** | | | | |
| Compulsorily Convertible Debentures of INR 100 each in Industrial Minerals and Chemicals Company Private Limited | 1,17,87,460 | 12,314.95 | 1,04,73,960 | 10,636.70 |
| **(ii) Fair valued through Profit and Loss:** | | | | |
| **Unquoted Debentures of INR 10 each, fully paid-up:** | | | | |
| **I) Investment in subsidiary companies:** | | | | |
| 0% Optionally Convertible Debentures in TRIL Urban Transport Private Limited. | 1,13,40,400 | 1,176.00 | 1,13,40,400 | 1,242.00 |
| 0.01% Compulsorily Convertible Debentures in TRIL Urban Transport Private Limited | 3,23,53,750 | 2,821.00 | 3,11,53,750 | 2,918.00 |
| 0% Optionally Convertible Debentures in TRIL Roads Private Limited | 37,68,20,000 | 37,577.26 | 24,57,00,000 | 22,565.00 |
| 0.01% Compulsorily Convertible Debentures in TRIL Infopark Limited. | 25,00,00,000 | 44,862.00 | 25,00,00,000 | 41,273.00 |
| 0% Optionally Convertible Debentures in HV Farms Private Limited | 10,00,000 | 1,064.00 | 10,00,000 | 1,188.00 |
| 0% Optionally Convertible Debentures in International Infrabuild Private Limited | 27,80,000 | 191.60 | 27,80,000 | 211.56 |
| **Quoted Debentures fully paid-up:** | | | | |
| **I) Investment in joint venture:** | | | | |
| 18% Redeemable Non-convertible Debentures of INR 687,500 each in TRIL IT4 Private Limited | 1,184 | 8,140.00 | 1,184 | 8,140.00 |
| | | **4,30,771.34** | | **4,06,035.76** |
| **Aggregate value of quoted investments** | | | | |
| Aggregate book value | | **8,140.00** | | **8,140.00** |
| Aggregate fair value. | | **8,140.00** | | **8,140.00** |
| **Aggregate value of unquoted investments** | | **4,22,631.34** | | **3,97,895.76** |

| **b) Current Investments** | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| **Investment in mutual funds (Fair valued through Profit and Loss):** | Quantity | Amount | Quantity | Amount |
| ABSL Liquid Fund - Growth-Direct<br>NAV per unit (in INR) 319.5593 (2019 : NA) | 32,89,874.36 | **10,513.10** | - | - |
| HDFC Liquid Fund - Direct Plan - Growth Option<br>NAV per unit (in INR) 3,906.6111 (2019 : NA) | 3,85,284.66 | **15,051.57** | - | - |
| ICICI Prudential Liquid Fund - Direct Plan - Growth<br>NAV per unit (in INR) 293.7816 (2019 : NA) | 1,02,86,570.04 | **30,220.05** | - | - |
| TATA liquid fund - Direct Plan - Growth<br>NAV per unit (in INR) 3,131.9848 (2019 : 2,944.44) | 4,91,528.95 | **15,394.61** | 10,576.43 | 311.42 |
| | | **71,179.33** | | **311.42** |

**Foot note:**

1. 50,000,000 (2019: 50,000,000) equity shares have been pledged with Tamilnadu Industrial Development Corporation Limited for a period upto 31 March 2021.

* The Company has provided Non Disposal Undertakings to the lenders / Investors of its subsidiaries and joint ventures for the minimum shareholding that the Company needs to maintain until the final settlement date of the loan.

### 6 Financial Assets - Trade and other receivables

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **Trade receivables from related parties** | | | | |
| Unsecured, considered good | | | | |
| Outstanding for a period exceeding six months | - | 445.51 | - | 660.21 |
| Outstanding for a period less than six months | - | 1,274.91 | - | 670.66 |
| Unsecured, considered doutful | | | | |
| Outstanding for a period exceeding six months | - | 306.00 | - | - |
| Provision for credit impaired Trade Receivables | - | (306.00) | - | - |
| **Trade receivables from others** | | | | |
| Unsecured, considered good | | | | |
| Outstanding for a period exceeding six months | - | - | - | - |
| Outstanding for a period less than six months | - | 158.00 | - | 66.94 |
| **Total** | **-** | **1,878.42** | **-** | **1,397.81** |

### 7 Financial Assets: Loans and Advances

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **(Unsecured, considered good)** | | | | |
| Advances recoverable from related parties | - | 1,029.21 | - | 2,015.66 |
| Inter corporate deposits to related parties | 39,709.19 | - | 52,124.48 | - |
| Inter corporate deposits to other parties | - | 675.00 | - | - |
| Security deposits | - | 515.33 | - | 38.41 |
| Other advances | - | 244.97 | - | 295.70 |
| **(Unsecured, considered doubtful)** | | | | |
| Advances recoverable from related parties | - | 35.00 | - | 35.00 |
| Inter corporate deposits to related parties | - | 95.00 | - | 95.00 |
| Less : Provisions for credit impaired advances and ICDs | - | (130.00) | - | (130.00) |
| Inter corporate deposits to other parties | - | 516.62 | - | - |
| Less : Provisions for credit impaired ICDs | - | (516.62) | - | - |
| **Total** | **39,709.19** | **2,464.51** | **52,124.48** | **2,349.77** |

### 8 Financial Assets: Others

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Interest Accrued Receivable: | | | | |
| Considered Good | - | 1,428.91 | - | 2,861.19 |
| Considered Doubtful | - | 10.00 | - | 10.00 |
| Less : Provision for Doubtful Interest | - | (10.00) | - | (10.00) |
| Fixed deposits with more than 12 months maturity (Refer Foot Note) | 0.75 | - | 0.75 | - |
| **Total** | **0.75** | **1,428.91** | **0.75** | **2,861.19** |

Foot Note:
Bank deposit of INR 0.75 lakhs (2019: INR 0.75 lakhs) is having lien in favour of Commercial Tax Officer, KVAT Works Contract Ernakulam.

### 9 Current Tax Assets (net)

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Advance Payment of taxes | 11,329.40 | 10,407.62 |
| Provision for tax | (4,394.72) | (4,394.72) |
| **Total** | **6,934.68** | **6,012.90** |

### 10 Other Assets

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Capital Advances | 159.91 | - | 159.91 | - |
| Call Option Premium (Refer Foot note) | 6,299.32 | - | 5,725.23 | - |
| Derivative asset (Refer Foot note) | 6,318.00 | - | 5,079.00 | - |
| Balance with Tax Authority | - | 5.62 | - | 1,008.66 |
| Prepaid Expenses | 2.75 | 132.74 | 4.32 | 70.54 |
| Other Receivables | - | 292.95 | - | 7.09 |
| **Total** | **12,779.98** | **431.31** | **10,968.46** | **1,086.29** |

**Foot note:**
The Company had paid an interest free advance of INR 7,110/- lakhs to Indian Hotels Company Limited (IHCL) vide MOU dated 23 February, 2010 and MOU dated 11 July, 2011. The consideration for the advance is with an option to acquire the equity investment of TRIL Infopark Limited for an amount of INR 7,110/- lakhs. The fair value of these shares are disclosed above as Call option premium and Derivative Asset appropriately. The shares will be transferred on or before 10 July, 2021.

### 11 Inventories (Lower of cost and net realisable value)

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Bought out construction materials | 52.15 | 52.15 |
| Work In Progress | - | 12,710.70 |
| Finished Goods (Refer Foot note) | 30,905.18 | 28,248.21 |
| **Total** | **30,957.33** | **41,011.06** |

**Foot note:**
Represent value of residential units. Net off NRV provision on inventories INR 1,420.78 Lakhs (2019: NIL)

(Currency: Indian rupees in lakhs)

**12 Cash and cash equivalents**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Cash on Hand | 0.06 | - |
| Balances with Banks | | |
| - in current accounts | 970.24 | 445.25 |
| - in deposit accounts with less than or equal to 3 months original maturity | 24,610.00 | - |
| **Total** | **25,580.30** | **445.25** |

**13 Other Bank Balances**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Deposit Accounts with less than 12 months maturity | 419.25 | 444.69 |
| **Total** | **419.25** | **444.69** |

**14 Equity Share Capital**

(a) **Authorised, Issued, Subscribed and Fully Paid up :**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| **Authorised Capital :** | | | | |
| 8,00,00,00,000 (2019: 3,00,00,00,000) equity shares of INR 10 each | 8,00,00,00,000 | 8,00,000.00 | 3,00,00,00,000 | 3,00,000.00 |
| **Issued, Subscribed and Fully Paid up Capital :** | | | | |
| 1,01,73,07,692 (2018: 1,01,73,07,692) equity shares of INR 10 each | 1,01,73,07,692 | 1,01,730.77 | 1,01,73,07,692 | 1,01,730.77 |
| **Total** | **1,01,73,07,692** | **1,01,730.77** | **1,01,73,07,692** | **1,01,730.77** |

(b) **Reconciliation of Number of Shares Outstanding**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| As at the beginning of the year | 1,01,73,07,692 | 1,01,730.77 | 1,01,73,07,692 | 1,01,730.77 |
| Add: Issued during the year | - | - | - | - |
| **As at the end of the year** | **1,01,73,07,692** | **1,01,730.77** | **1,01,73,07,692** | **1,01,730.77** |

(c) **Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(d) **Shares of the company held by the Holding company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | Amount | No of Shares | Amount |
| Equity shares of INR 10 each, fully paid-up | | | | |
| **Tata Sons Private Limited** | 1,01,73,07,692 | 1,01,730.77 | 1,01,73,07,692 | 1,01,730.77 |

(e) **Details of shareholding more than 5% in the Company**

| Name of Shareholder | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | No of Shares | % Holding | No of Shares | % Holding |
| Equity shares of INR 10 each, fully paid-up | | | | |
| **Tata Sons Private Limited** | 1,01,73,07,692 | 100% | 1,01,73,07,692 | 100% |

**15 Other Equity**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Share application money pending allotment** | 1,20,000.00 | - |
| **Reserves and surplus** | | |
| Securities Premium reserve | 15,769.23 | 15,769.23 |
| Capital reserve | 4,783.49 | 4,783.49 |
| Retained earnings | (73,552.05) | (37,659.45) |
| **Items of Other comprehensive income** | | |
| FVOCI - equity instruments | 1,24,687.80 | 1,14,041.72 |
| Defined benefit plan adjustment | 7.38 | 20.19 |
| **TOTAL** | **1,91,695.85** | **96,955.18** |

**Share application money pending allotment**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Balance at the beginning of the year | - | - |
| Add: received during the year | 1,20,000.00 | - |
| **Balance at the end of the Year** | **1,20,000.00** | **-** |

**Securities premium reserve**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Opening balance | 15,769.23 | 15,769.23 |
| **Balance at the end of the Year** | **15,769.23** | **15,769.23** |

**Capital reserve**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Opening balance | 4,783.49 | 4,783.49 |
| **Balance at the end of the Year** | **4,783.49** | **4,783.49** |

**Retained earnings**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Balance at the beginning of the year | (37,659.45) | (17,728.54) |
| IND AS 115 Adjustment | - | (1,304.14) |
| Transferred from OCI to Retained eqrnings on derecogntion of equity instruments | (13,307.84) | - |
| Add: (Loss) for the year | (22,584.76) | (18,626.77) |
| **Balance at the end of the Year** | **(73,552.05)** | **(37,659.45)** |

**Equity Instruments through Other Comprehensive Income (OCI)**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Opening balance | 1,14,041.72 | 85,210.00 |
| Equity instruments fair value through OCI (FVOCI) | 835.21 | 32,334.60 |
| Income tax relating to items that will not be reclassified to profit or loss | (3,496.97) | (3,502.88) |
| Transferred from OCI to Retained eqrnings on derecogntion of equity instruments | 13,307.84 | - |
| **Balance at the end of the Year** | **1,24,687.80** | **1,14,041.72** |

**Other comprehensive income - Defined benefit plan adjustment**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Opening balance | 20.19 | (18.78) |
| Remeasurements of defined benefit (asset) / liability | (17.31) | 52.65 |
| Income tax relating to items that will not be reclassified to profit or loss | 4.50 | (13.68) |
| **Balance at the end of the Year** | **7.38** | **20.19** |

**Nature and purpose of the reserve**

**Securities premium reserve**

0.01% Compulsorily convertible debentures were compulsorily convertible into equity shares by 25 August 2016 or before at the option of investor. During the Financial year 2016-17 (on 24 August 2016), these debentures were converted into 192,307,692 Equity shares of INR 10 each at a premium of INR 3 each.

**Capital reserve**

Capital reserve was created to record excess of net assets taken over pursuant to scheme of merger sanctioned by the Bombay High Court in the year 2015-16 between Tata Realty and Infrastructure Limited, Mara Builder Private Limited and TRIF Real Estate and Development Limited.

**Debenture redemption reserve**

The Company has not created debenture redemption reserve as per Section 71 of the Companies Act, 2013 due to losses incurred post issuance of debentures.

**Equity Instruments through Other Comprehensive Income**

The Company has elected to recognise changes in the fair value, of investments in equity and preference securities of subsidiaries in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity.
The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

**16 Financial Liabilities - Borrowings**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **Non Convertible Debentures - Unsecured, Unlisted** | | | | |
| 17,950 (2019: 18,250) 8.25% - 9.50% Non convertible debentures (NCD) @ INR 10 Lacs each, fully paid up (Refer Foot Note No. 1 below ) | 1,39,500.00 | | 72,500.00 | - |
| Less : Unexpired issuance costs | (80.96) | | (39.85) | |
| Bank Overdraft | | - | | 4,117.86 |
| Commercial Papers from Mutual funds (Refer Foot Note No. 2 below) | | 78,000.00 | | 77,500.00 |
| Less : Unexpired discount | | (2,696.79) | | (932.71) |
| Inter Corporate Deposits (Refer Foot Note No. 3 below) | - | - | - | 14,000.00 |
| Short Term Loan from Bank | - | 20,000.00 | - | - |
| **TOTAL** | **1,39,419.04** | **95,303.21** | **72,460.15** | **94,685.15** |
| **The above amount includes** | | | | |
| Secured Borrowings | - | - | - | - |
| Unsecured Borrowings | **1,39,419.04** | **95,303.21** | **72,460.15** | **94,685.15** |

**Foot Note:**

**1) Terms of repayment and Interest of Unsecured Non Convertible Debentures:**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Yes Bank Ltd. -Interest @ 9.25 % payable annually. Principal on Bullet repayment on maturity, on 23-May-2019. | - | - | - | 35,000.00 |
| Yes Bank Ltd. -Interest @ 9.25 % payable annually. Principal on Bullet repayment on maturity, on 23-July-2019. | - | - | - | 25,000.00 |
| Kotak Mahindra Bank -Interest @ 9.10 % payable annually. Principal on Bullet repayment on maturity, on 25-June-2019. | - | - | - | 24,000.00 |
| Kotak Mahindra Bank -Interest @ 9.10 % payable annually. Principal on Bullet repayment on maturity, on 23-Aug-2019. | - | - | - | 26,000.00 |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 20-Apr-2020. | - | 10,000.00 | 10,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 17-Aug-2020. | - | 10,000.00 | 10,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.25 % payable on maturity. Principal on Bullet repayment on maturity, on 20-May-2020. | - | 20,000.00 | 20,000.00 | - |
| Kotak Mahindra Bank -Interest @ 8.57 % payable on maturity. Principal on Bullet repayment on maturity, on 20-Apr-2021. | 32,500.00 | - | 32,500.00 | - |
| Kotak Mahindra Bank -Interest @ 9.50 % payable on maturity. Principal on Bullet repayment on maturity, on 04-Jun-2021. | 40,000.00 | - | - | - |
| ICICI Bank Ltd. -Interest @ 9 % payable annually. Principal on Bullet repayment on maturity, on 18-November-2022. | 19,500.00 | - | - | - |
| IDBI trusteeship Services Ltd. -Interest @ 8.68 % payable annually. Principal on Bullet repayment on maturity, on 29-April-2022. | 20,000.00 | - | - | - |
| IDBI trusteeship Services Ltd. -Interest @ 8.40 % payable annually. Principal on Bullet repayment on maturity, on 06-June-2022. | 27,500.00 | - | - | - |
| **TOTAL** | **1,39,500.00** | **40,000.00** | **72,500.00** | **1,10,000.00** |

2) Commercial paper issued to mutual funds are at a discount rate ranging from 6.10% -9.00% per annum (2019: 7.20% - 9.10 % per annum), and the same are repayable within one year at the agreed upon full face value.

3) Inter Corporate Deposit is obtained from a group company at interest rate ranging from 7.95% to 9% per annum (2019: 9% per annum) and the same is repayable within 90 days.

**17 Financial Liabilities - Trade and other payables**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| **Trade Payables** | | | | |
| Micro and Small Enterprises (Refer Foot Note) | - | - | - | - |
| Other than Micro and Small Enterprises | - | 3,185.65 | - | 3,458.03 |
| **Total** | **-** | **3,185.65** | **-** | **3,458.03** |

Foot Note :
Based on information received by the Company from its vendors, the amount of principal outstanding in respect of MSME as at Balance Sheet date covered under the Micro, Small and Medium Enterprises Development Act, 2006 is INR Nil. There were no delays in the payment of dues to Micro and Small Enterprises.

**18 Financial Liabilities - Others**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non Current | Current | Non Current | Current |
| Interest accrued but not due on borrowings | 5,932.57 | 17,007.63 | 11,425.58 | 7,731.74 |
| Current Maturity of Unsecured Long term borrowings | - | 40,000.00 | - | 1,10,000.00 |
| Less : Unexpired issuance costs | - | (5.66) | - | (21.44) |
| Derivatives - Put option (Refer Foot Note) | - | 7,121.00 | - | 7,122.00 |
| Creditors for Capital Goods | - | - | - | 259.90 |
| Lease Liabilities | 138.52 | 9.76 | - | - |
| | **6,071.09** | **64,132.53** | **11,425.58** | **1,25,092.20** |

Foot Note:
Agreement of the Company with Tamil Nadu Industrial Development Corporation (TIDCO) dated 24 March 2008 and supplementary agreements / arrangements entered into between the parties, TIDCO has an option, exercisable until 31 March 2021, to sell its investments in TRIL Infopark Limited, comprising 5,00,00,000 equity shares of INR10 each, representing 6.67% holding in TRIL Infopark Limited, to the Company. The consideration is to be computed at an agreed IRR, on the basis of which the consideration, as at 31 March 2020, is INR 18,640 lakhs. As a security for the above transaction, the Company has pledged its investment in TRIL Infopark Limited with TIDCO, (5,00,00,000 equity shares of INR 10 each, fully paid) and also placed post-dated cheque of INR 18,640/- lakhs.

**19 Provisions**

| Particulars | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Non-Current | Current | Non-Current | Current |
| **Provision for Employee Benefits:** | | | | |
| Gratuity | 312.48 | 68.81 | 292.38 | 75.55 |
| Compensated absences | 314.05 | 115.75 | 393.10 | 149.58 |
| **Total** | **626.53** | **184.56** | **685.48** | **225.13** |

**20 Current tax liabilities (net)**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Provision for taxation | 8,965.86 | 8,965.86 |
| Advance Payment of taxes | (7,213.98) | (7,213.98) |
| **Total** | **1,751.88** | **1,751.88** |

**21 Deferred tax liabilities (net)**

| Particulars | As at 31 March 2019 | Movement Recognised in Statement of Profit and Loss | Movement Recognised in Other comprehensive income | Movement Others (Footnote 1) | As at 31 March 2020 |
|---|---|---|---|---|---|
| **Deferred Tax Assets** | | | | | |
| Property, plant and equipment and intangible assets | 790.51 | (529.04) | - | - | 261.47 |
| Fair valuation of derivatives at FVTPL | 531.19 | (322.40) | - | - | 208.79 |
| Defined benefit obligation | 236.76 | (29.39) | 4.50 | - | 211.87 |
| Deemed Investment on ICD discounting (Refer Foot Note No.1) | 1,411.77 | (915.00) | (437.25) | - | 59.52 |
| **Deferred Tax Liabilities** | | | | | |
| Fair valuations of Equity investments at FVOCI (Refer Foot Note No.2) | (14,489.71) | - | (3,059.72) | - | (17,549.43) |
| Fair valuations of other financial assets at FVTPL | (1,738.90) | (621.68) | - | - | (2,360.58) |
| **Total** | **(13,258.38)** | **(2,417.51)** | **(3,492.47)** | **-** | **(19,168.35)** |

| Particulars | As at 31 March 2018 | Movement Recognised in Statement of Profit and Loss | Movement Recognised in Other comprehensive income | Movement Others (Footnote 1) | As at 31 March 2019 |
|---|---|---|---|---|---|
| **Deferred Tax Assets** | | | | | |
| Property, plant and equipment and intangible assets | 1,410.43 | (619.92) | - | - | 790.51 |
| Fair valuation of derivatives at FVTPL | 881.76 | (350.57) | - | - | 531.19 |
| Defined benefit obligation | 276.38 | (25.94) | (13.68) | - | 236.76 |
| Deemed Investment on ICD discounting | - | (615.40) | - | 2,027.17 | 1,411.77 |
| **Deferred Tax Liabilities** | | | | | |
| Fair valuations of Equity investments at FVOCI | (10,986.83) | - | (3,502.88) | - | (14,489.71) |
| Fair valuations of other financial assets at FVTPL | (2,051.86) | 312.96 | - | - | (1,738.90) |
| **Total** | **(10,470.12)** | **(1,298.87)** | **(3,516.56)** | **2,027.17** | **(13,258.38)** |

Foot Note:
1. Movement in Deemed Equity Investments (Note 5).
2. The gain of INR 835 lakhs arising on Equity Investments fair valued through OCI is net of loss of INR 11,767 lakhs. Deferred Tax Liability of INR 1,758 lakhs has been recognised on the gross gain of INR 12,753 lakhs and INR 1,302 lakhs of reversal of Deferred Tax Asset in respect of equity investments sold.

### 22 Other Current Liabilities

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Advances from customers | 1,863.18 | 3,939.16 |
| Statutory dues including provident fund and tax deducted at source | 285.42 | 82.02 |
| Compensation on delayed possession payable | 10.88 | 10.88 |
| Corpus fund collection | 780.65 | 676.09 |
| Advance maintenance charges | - | 95.06 |
| Security deposits from customers | 43.49 | 63.70 |
| Other Payable | 101.14 | 252.57 |
| **Total** | **3,084.76** | **5,119.48** |

### 23 Revenue from Operations

| Particulars | For the year ended 31 March 2020 | | For the year ended 31 March 2019 | |
|---|---|---|---|---|
| **Sale of residential flats** | | 13,050.27 | | 9,463.27 |
| **Sale of services** | | | | |
| Project management consultancy fees | 2,857.43 | | 3,281.49 | |
| Asset management fees | 1,168.64 | | 1,120.39 | |
| Maintenance and other receipts | 508.20 | 4,534.27 | 628.14 | 5,030.02 |
| **Total** | | **17,584.54** | | **14,493.29** |

### 24 Other Income

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Interest Income on:** | | |
| Inter corporate deposits / non convertible debentures* | 6,608.51 | 5,441.88 |
| Income-tax refund | - | 67.40 |
| Fixed deposits with bank | 171.20 | 95.64 |
| Unwinding of call option premium | 574.09 | 540.44 |
| Profit on sale of Current Investments | 818.52 | 263.43 |
| Gain on fair valuations of investments | 5,062.30 | 4,680.48 |
| Gain on fair value changes | | |
| - on put options | 1.00 | - |
| - on call options | 1,239.00 | 1,425.00 |
| Mark to Market gain on current investment in Mutual funds | 435.23 | 20.02 |
| Other income from residential projects | 50.20 | 161.62 |
| Profit on Sale of Property Plant & Equipment and intangible assets | 0.33 | - |
| Miscellaneous Income | 5.70 | 58.04 |
| **Total** | **14,966.08** | **12,753.95** |

* Includes Unwinding of interest amounting to INR 3,519.24 lakhs (2019: 2,366.93 lakhs)

### 25 Cost of sale of flats

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **Material consumed** | | |
| Opening Stock of construction material | 52.15 | 256.31 |
| Less : Closing inventories of construction material(Refer Note 11) | (52.15) | (52.15) |
| **Total cost of materials consumed** | - | **204.16** |
| **Expenditure during the year** | | |
| **Opening Stock of Inventories** | 40,958.91 | 41,485.22 |
| Add: Reversal of cost of IND AS 115 | | 1,870.38 |
| **Addition during the year** | | |
| Professional fees and technical fees | 31.04 | 10.00 |
| Project management consultancy charges | 37.68 | 37.26 |
| Approval and permission expenses | 25.97 | 70.09 |
| Construction cost | 1,950.13 | 3,318.50 |
| Other expenses | 19.55 | 86.21 |
| | **43,023.28** | **46,877.66** |
| | **43,023.28** | **47,081.82** |
| Less: Closing Stock of Inventories (Refer Note 11) | (30,905.18) | (40,958.91) |
| **Total** | **12,118.10** | **6,122.91** |

### 26 Employee benefits expense

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Salaries, wages and bonus | 6,193.06 | 5,868.99 |
| Less: Deputation charges recovered | (993.65) | (837.43) |
| Gratuity charges and Contributions to Provident and pension funds | 152.58 | 222.41 |
| Staff welfare expenses | 150.25 | 252.97 |
| Compensated absences | (32.28) | 78.45 |
| **Total** | **5,469.96** | **5,585.39** |

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**27 Finance Cost**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Interest Expense | | |
| - on NCD from banks and financial intitution | 14,050.68 | 16,594.33 |
| - on bank overdraft | 141.96 | 33.48 |
| - on commercial paper | 11,249.66 | 6,140.06 |
| - on term loan from bank | 1,547.47 | - |
| - on ICD taken | 1,001.79 | 20.71 |
| - on Lease liabilities | 3.58 | - |
| Finance charges | 501.03 | 200.33 |
| **Total** | **28,496.17** | **22,988.91** |

**28 Depreciation & Amortisation**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Depreciation on Property plant & equipment | 172.77 | 126.48 |
| Amortisation of intangible asset | 14.75 | 13.82 |
| Amortisation of right to use assets | 4.28 | - |
| **Total** | **191.80** | **140.30** |

**29 Loss on fair valuation of derivative contracts**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Loss on fair valuation | | |
| - on put options | - | 440.00 |
| **Total** | **-** | **440.00** |

**30 Other Expenses**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Advertisement and business promotion | 872.84 | 734.02 |
| Audit Fees | 41.98 | 23.65 |
| Brokerage | 206.39 | 93.49 |
| Arbitration Award paid | 1,120.46 | - |
| Telephone and Communication | 1.17 | 90.35 |
| Compensation to Customers | - | 98.67 |
| Directors Sitting Fees | 45.00 | 47.60 |
| Fees & Consultations | 1,999.53 | 885.27 |
| Insurance | 38.80 | 33.09 |
| Loss on Sale of Property plant & equipment | - | 23.17 |
| Office and common area maintenance charges | 732.05 | 840.73 |
| Power & Utilities | 22.08 | 29.96 |
| Printing, courier and stationery | 3.34 | 25.03 |
| Provision for credit impaired Inter corporate deposits | 516.62 | - |
| Provision for credit impaired Trade Receivables | 306.00 | - |
| Rates & Taxes | 116.81 | 66.62 |
| Recruitment and conference expenses | 12.72 | 109.54 |
| Rent | 109.55 | 364.34 |
| Repairs and maintenance | 92.27 | 138.33 |
| Security charges | 22.85 | 41.56 |
| Travelling and conveyance | 132.81 | 191.48 |
| Miscellaneous expenses | 48.57 | 46.35 |
| **Total** | **6,441.84** | **3,883.25** |

Foot Note:
**Remuneration to Statutory Auditors:**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Statutory Audit | 34.00 | 21.00 |
| Other Services | 3.96 | 0.26 |
| Taxation Matters | 3.00 | 1.50 |
| Out of Pocket Expenses | 1.02 | 0.89 |
| **Total** | **41.98** | **23.65** |

**31 Amounts written off during the year**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Advances written off | - | 5,414.38 |
| **Total** | **-** | **5,414.38** |

(Currency: Indian rupees in lakhs)

**32 Tax Expense**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| **(a) Amounts recognised in profit and loss** | | |
| Current income tax | - | - |
| Deferred Tax | (2,417.51) | (1,298.87) |
| **Tax expense for the year** | (2,417.51) | (1,298.87) |
| **(b) Income tax recognised in other comprehensive income** | | |
| **Items that will not be reclassified to profit or loss** | | |
| Remeasurements of the defined benefit plans | 4.50 | (13.68) |
| Equity Instruments through Other Comprehensive Income | (3,496.97) | (3,502.88) |
| **Tax expense for the year** | (3,492.47) | (3,516.56) |
| **(c) Income tax expense for the year can be reconciled to the accounting profit as follows** | | |
| **Loss before tax** | (20,184.56) | (17,275.25) |
| Tax using the Company's domestic tax rate 26.00% (2019: 26.00%) | - | - |
| **Tax effect of:** | | |
| Reduction in tax rate | - | - |
| Deferred tax on fair valuation through profit or loss | (1,859.08) | (678.95) |
| Deferred tax on business expenses | (558.43) | (619.92) |
| **Income tax expense / (benefit) recognised in Statement of profit and loss** | (2,417.51) | (1,298.87) |

**(d) Movement in deferred tax balances**

| Particulars | Net balance 1 April 2019 | Recognised in profit or loss | Recognised in OCI | Recognised in Deemed Equity Investments | Net balance 31 March 2020 | Deferred tax asset | Deferred tax liability |
|---|---|---|---|---|---|---|---|
| Deferred tax asset | - | - | - | - | - | - | - |
| Deferred tax liability | (13,258.37) | (2,417.51) | (3,492.47) | - | (19,168.35) | - | (19,168.35) |
| | **(13,258.37)** | **(2,417.51)** | **(3,492.47)** | **-** | **(19,168.35)** | **-** | **(19,168.35)** |

| Particulars | Net balance 1 April 2018 | Recognised in profit or loss | Recognised in OCI | Recognised in Deemed Equity Investments | Net balance 31 March 2019 | Deferred tax asset | Deferred tax liability |
|---|---|---|---|---|---|---|---|
| Deferred tax asset | - | - | - | - | - | - | - |
| Deferred tax liability | (10,470.11) | (1,298.87) | (3,516.56) | 2,027.17 | (13,258.37) | - | (13,258.37) |
| | **(10,470.11)** | **(1,298.87)** | **(3,516.56)** | **2,027.17** | **(13,258.37)** | **-** | **(13,258.37)** |

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

**Tax losses carried forward**
Deferred tax assets have not been recognised in respect of unabsorbed business losses, because it is not probable that future capital gains profit will be available against which the Company can use the benefits therefrom.

**33 Expenditure in foreign currency (on accrual basis)**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Professional fees | 13.73 | - |
| Training and conference expenses | - | 1.21 |
| Membership & Subscription Expenses | 14.02 | 11.56 |
| Travelling expenses | 11.36 | 0.95 |

**34 Earning Per Share**
**Earnings Per Share (EPS) = Net Profit attributable to Shareholders / Weighted Number of Shares Outstanding**

| Particulars | | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|---|
| (Loss) after tax attributable to equity shareholders | A | (22,584.76) | (18,626.77) |
| **Calculation of weighted average number of equity shares:** | | | |
| Number of equity shares at the beginning of the year | | 1,01,73,07,692 | 1,01,73,07,692 |
| Equity shares issued during the year | | - | - |
| Number of equity shares outstanding at the end of the year | | 1,01,73,07,692 | 1,01,73,07,692 |
| Weighted average number of equity shares outstanding during the year | B | **1,01,73,07,692** | 1,01,73,07,692 |
| Rights Shares - application money received during the year - pending allotment | | 60,00,00,000 | - |
| Weighted average number of equity shares outstanding during the year | C | **1,61,73,07,692** | 1,01,73,07,692 |
| Earning Per Share – Basic (INR) | **(A / B)** | **(2.22)** | (1.83) |
| Earning Per Share – Diluted (INR) * | **(A / C)** | **(2.22)** | (1.83) |

* **Anti-dilutive - hence not considered**

**35 Contingencies and commitments**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **(i) Contingent Liabilities (Refer footnote 1)** | | |
| Claims against the Company not acknowledged as debts | | |
| - Income tax demands contested by the Company | 443.65 | 1,268.59 |
| - Indirect tax demands contested by the Company | 467.30 | 467.30 |
| - Claims made by contractors (Refer footnote 2) | - | 1,179.00 |
| - Other Legal Claims | 602.49 | - |

Foot Note

1. The Company does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof.
2. Claim made by contractors has been paid during the current year, and it is debited to the Statement of Profit and Loss (Refer Note 30).

**(ii) Commitments**

| Particulars | 31 March, 2020 | 31 March, 2019 |
|---|---|---|
| (a) Indemnity for representations and warranties for disinvestment in retail business | 1,350.00 | - |

(b) Bank guarantee issued on behalf of the Company and its Subsidiaries and Joint Ventures out of the overall non fund based limits of the Company INR 7,222.31 Lakhs.

(c) The Company has issued letter of comfort to banks in respect of loans availed by a few of its subsidiaries / joint ventures ;

| Name of Subsidiaries / Joint ventures | Nature of Comfort given |
|---|---|
| Mikado Realtors Pvt. Ltd. | Shortfall undertaking to meet any shortfall during the tenure of facility |
| Arrow Infra Estates Private Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| Gurgaon Constructwell Private Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| Gurgaon Realtech Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| International Infrabuild Private Limited | To ensure payment to borrowers in the event of termination of the concession agreement. |

(d) The Company has issued financial support letter to following subsidiaries :

1) Acme Living Solutions Private Limited
2) MIA Infrastructure Private Limited
3) Wellkept Facility Management Services Private Limited (Previously known as TRIL Hospitality Private Limited)
4) TRIF Gurgaon Housing Projects Private Limited
5) Gurgaon Constructwell Private Limited
6) HV Farms Private Limited
7) TRIL Roads Private Limited
8) TRIL Urban Transport Private Limited

**36 a) Capital commitments**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | 2.70 | 12.16 |

**b) Financial commitments**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Commitments towards investment in 0.001% Non Cumulative Convertible Preference shares of TRIL Constructions Ltd. | 7,935.85 | 7,935.85 |

**37 IND AS 116 Disclosure**

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees.

Effective 1 April 2019, the company adopted IndAS 116 "Leases" and applied the standard to all lease contracts using the modified retrospective method. Consequently, the company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount as if the standard had been applied since the commencement date of the lease, but discounted at the lessee's incremental borrowing rate at the date of initial application. On transition, the adoption of the new standard resulted in recognition of 'Right of Use' asset of Rs.150.66 Lakhs and a lease liabilities of Rs. 148.28 Lakhs. The cumulative effect of applying the standard, amounting to Rs.1.90 Lakhs was debited to retained earnings, net of taxes. Ind AS 116 will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

The Company had no finance leases as on 31 March 2019 and accordingly no remeasurment was done.
On application of Ind AS 116, the nature of expenses has changed from lease rent in previous periods to depreciation cost for the right to-use asset, and finance cost for interest accrued on lease liability.

(Currency: Indian rupees in lakhs)

38 The operations of the Company are classified as 'infrastructure facilities' as defined under Schedule VI to the Act. Accordingly, the disclosure requirements specified in sub-section 4 of Section 186 of the Act in respect of loans given, investment made or guarantee given or security provided and the related disclosures on purposes/ utilisation by recipient companies, are not applicable to the Company.

**Details of investments made by Company as on 31 March 2020 (including investments made during the year)**

| Name of the entity | 31 March 2019 | Investments made during the year | Sale of Investments during the year | Ind AS adjustments | 31 March 2020 |
|---|---|---|---|---|---|
| **A. Non-current investments** | | | | | |
| **Investment in subsidiaries** | | | | | |
| **Investment in equity shares** | | | | | |
| Acme Living Solutions Private Limited | - | - | - | - | - |
| Arrow Infra Estates Private Limited | 6,362.00 | - | - | (2,679.00) | 3,683.00 |
| Gurgaon Constructwell Private Limited | 8,599.00 | - | - | (435.00) | 8,164.00 |
| Deemed Investment in Gurgaon Constructwell Private Limited | 619.68 | - | - | - | 619.68 |
| Gurgaon Realtech Limited | 6,907.00 | - | - | (1,339.00) | 5,568.00 |
| TRIL Roads Private Limited | 34,722.99 | - | - | (6,479.26) | 28,243.73 |
| Deemed Investment in TRIL Roads Private Limited | 2,421.61 | - | - | - | 2,421.61 |
| TRIF Gurgaon Housing Projects Private Limited | - | - | - | - | - |
| TRIL Urban Transport Private Limited | 2,334.00 | 4,440.00 | - | (562.00) | 6,212.00 |
| Deemed Investment in TRIL Urban Transport Private Limited | 240.43 | - | - | - | 240.43 |
| Wellkept Facility Management Services Private Limited | - | - | - | - | - |
| TRIL Constructions Limited | 2,451.52 | - | - | 437.68 | 2,889.20 |
| TRIL Infopark Limited | 1,03,922.85 | - | - | 8,901.81 | 1,12,824.66 |
| TRIL Infopark Limited (Deemed Investment - Call option) | - | - | - | - | - |
| TRIL Amritsar Projects Limited | 3,492.00 | - | 3,492.00 | - | - |
| Deemed Investment in TRIL Amritsar Projects Limited | 2,487.94 | - | 2,487.94 | - | - |
| TRIF Real Estate Development Limited | 7,615.00 | - | 7,615.00 | - | - |
| MIA Infrastructure Private Limited | - | - | - | - | - |
| HV Farms Private Limited | 1.00 | - | - | - | 1.00 |
| International Infrabuild Private Limited | 150.28 | - | - | (150.28) | - |
| Deemed investment in International Infrabuild Private Limited | - | 9,029.95 | - | (7,349.60) | 1,680.35 |
| | 1,82,327.30 | 13,469.95 | 13,594.94 | (9,654.65) | 1,72,547.66 |
| **Name of the entity** | **31 March 2019** | **Investments made during the year** | **Sale of Investments during the year** | **Ind AS adjustments** | **31 March 2020** |
| **Investment in Joint venture companies** | | | | | |
| **Investment in equity shares** | | | | | |
| TRIL IT4 Private Limited | 24,487.00 | - | - | 15,871.00 | 40,358.00 |
| Industrial Minerals and Chemicals Company Private Limited | 22,270.60 | - | - | 787.19 | 23,057.79 |
| Mikado Realtors Pvt. Ltd. | 33,228.20 | - | - | (7,421.44) | 25,806.76 |
| | 79,985.80 | - | - | 9,236.75 | 89,222.55 |
| **Investment in Preference shares** | | | | | |
| TRIL Constructions Limited | 5,970.40 | - | - | 1,048.92 | 7,019.32 |
| TRIL Infopark Limited | 49,578.00 | - | - | 4,257.00 | 53,835.00 |
| | 55,548.40 | - | - | 5,305.92 | 60,854.32 |
| **Investment in Debentures** | | | | | |
| TRIL Urban Transport Private Limited | 4,160.00 | 120.00 | - | (283.00) | 3,997.00 |
| TRIL Roads Private Limited | 22,565.00 | 13,112.00 | - | 1,900.26 | 37,577.26 |
| TRIL IT4 Private Limited | 8,140.00 | - | - | - | 8,140.00 |
| TRIL Infopark Limited | 41,273.00 | - | - | 3,589.00 | 44,862.00 |
| HV Farms Private Limited | 1,188.00 | - | - | (124.00) | 1,064.00 |
| International Infrabuild Private Limited | 211.56 | - | - | (19.96) | 191.60 |
| Industrial Minerals and Chemicals Company Private Limited | 10,636.70 | 1,313.50 | - | 364.75 | 12,314.95 |
| | 88,174.26 | 14,545.50 | - | 5,427.05 | 1,08,146.81 |
| **B. Trade Investments** | | | | | |
| **Investment in Mutual Funds** | | | | | |
| ABSL Liquid Fund - Growth-Direct | - | 85,945.00 | 75,496.22 | 64.33 | 10,513.11 |
| HDFC Liquid Fund - Direct Plan - Growth Option | - | 94,978.00 | 79,980.28 | 53.85 | 15,051.57 |
| ICICI Prudential Liquid Fund - Direct Plan - Growth | - | 76,528.00 | 46,502.36 | 194.41 | 30,220.05 |
| Tata money market mutual funds | 311.42 | 1,89,078.96 | 1,74,118.41 | 122.64 | 15,394.61 |
| | 311.42 | 4,46,529.96 | 3,76,097.27 | 435.23 | 71,179.34 |
| **Total** | 4,06,347.18 | 4,74,545.41 | 3,89,692.21 | 10,750.30 | 5,01,950.68 |

(Currency: Indian rupees in lakhs)

**39 Disclosure of transactions with Related Parties, as required by Indian Accounting Standard (Ind AS) - 24 "Related Party Disclosures" has been set out below:**

**(a) List of Related Parties where control exists:**

**Holding Company:**
Tata Sons Private Limited

**Subsidiary Companies:**
Acme Living Solutions Private Limited
Arrow Infraestate Private Limited
Dharamshala Ropeway Limited (subsidiary of TRIL Urban Transport Private Limited)
Durg Shivnath Expressways Private Limited (Formerly known as SMS Shivnath Infrastructure Pvt Ltd) (wholly owned subsidiary of TRPL Roadways Private Limited)
Gurgaon Constructwell Private Limited
Gurgaon Realtech Limited
Hampi Expressways Private Limited (wholly owned subsidiary of TRIL Roads Private Limited)
HV Farms Private Limited
International Infrabuild Private Limited
Manali Ropeway Private Limited (subsidiary of TRIL Urban Transport Private Limited)
Matheran Rope-Way Private Limited (subsidiary of TRIL Urban Transport Private Limited)
MIA Infrastructure Private Limited
TRIF Gurgaon Housing Projects Private Limited
TRIF Real Estate And Development Limited (upto 9th December, 2019)
TRIL Amritsar Projects Limited (formerly known as TRIF Amritsar Projects Limited) (upto 9th December 2019)
TRIL Constructions Limited
TRIL Infopark Limited
TRIL Roads Private Limited
TRIL Urban Transport Private Limited
TRPL Roadways Private Limited (wholly-owned subsidiary of TRIL Roads Private Limited)
Uchit Expressways Private Limited (wholly owned subsidiary of TRIL Roads Private Limited)
Wellkept Facility Management Services Private Limited (Previously known as TRIL Hospitality Private Limited)

**Joint Venture:**
A & T Road Construction Management and Operation Private Limited (Investment is held by TRIL Roads Private Limited, which is 100% subsidiary of Tata Realty and Infrastructure Limited)
Industrial Minerals and Chemicals Private Limited
Mikado Realtors Private Limited
Pune Solapur Expressways Private Limited (Investment is held by TRIL Roads Private Limited, which is 100% subsidiary of Tata Realty and Infrastructure Limited)
TRIL IT4 Private Limited (Previously known as Albracht Builder Private Limited)
Pune IT City Metro Rail Limited

**Other related parties with whom transactions have taken place during the year:**

**Fellow Subsidiaries:**
Ewart Investments Limited
Tata AIG General Insurance Limited
Tata Asset Management Limited
Tata Business Excellence Group (A Division of Tata Sons Private Limited)
Tata Consultancy Services Limited
Tata Consulting Engineers Limited
Tata Housing Development Company Limited
Tata Quality Management Services (A Division of Tata Sons Privet Limited)

**Key Managerial Personnel:**

| | |
|---|---|
| Sanjay Dutt | Managing Director & CEO |
| Sanjay Sharma | Chief Financial Officer - w.e.f. 10th September 2018 |
| Arvind Chokhany | Chief Financial Officer - upto 28th February 2019 |
| Vinay Gaokar | Company Secretary - upto 30th November 2019 |
| Sudhakar Shetty | Company Secretary - w.e.f. 1st December 2019 |

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Joint Ventures | Total |
|---|---|---|---|---|---|
| **Share Application Pending Allotment** | 1,20,000.00 | - | - | - | **1,20,000.00** |
| | - | - | - | - | **-** |
| Tata Sons Private Limited | 1,20,000.00 | - | - | - | **1,20,000.00** |
| | - | - | - | - | **-** |
| **Unsecured loan taken** | - | - | 42,840.00 | - | **42,840.00** |
| | - | - | (14,000.00) | - | **(14,000.00)** |
| Tata Housing Development Company Limited | - | - | 42,840.00 | - | **42,840.00** |
| | - | - | (14,000.00) | - | **(14,000.00)** |
| **Unsecured loan repaid** | - | - | 56,840.00 | - | **56,840.00** |
| | - | - | - | - | **-** |
| Tata Housing Development Company Limited | - | - | 56,840.00 | - | **56,840.00** |
| | - | - | - | - | **-** |
| **Interest expenses on unsecured loans** | - | - | 838.76 | - | **838.76** |
| | - | - | (20.71) | - | **(20.71)** |
| Tata Housing Development Company Limited | - | - | 838.76 | - | **838.76** |
| | - | - | (20.71) | - | **(20.71)** |
| **Investments in Equity,CCD,OCD during the year** | - | 17,672.00 | - | 1,313.50 | **18,985.50** |
| | - | (5,004.04) | - | (10,473.96) | **(15,478.00)** |
| TRIL Roads Private Limited | - | 13,112.00 | - | - | **13,112.00** |
| | - | (2,450.00) | - | - | **(2,450.00)** |
| TRIL Urban Transport Private Limited | - | 4,560.00 | - | - | **4,560.00** |
| | - | (2,554.04) | - | - | **(2,554.04)** |
| Industrial Minerals and Chemicals Private Limited | - | - | - | 1,313.50 | **1,313.50** |
| | - | - | - | (10,473.96) | **(10,473.96)** |
| **Sale of property, plant and equipment** | - | - | - | - | **-** |
| | (28.32) | - | (2.19) | - | **(30.50)** |
| Tata Sons Private Limited | - | - | - | - | **-** |
| | (28.32) | - | - | - | **(28.32)** |
| Ewart Investments Limited | - | - | - | - | **-** |
| | - | - | (2.19) | - | **(2.19)** |
| **Inter Corporate Deposit Given** | - | 43,086.52 | - | - | **43,086.52** |
| | - | (24,717.17) | - | - | **(24,717.17)** |
| Arrow Infraestate Private Limited | - | 180.00 | - | - | **180.00** |
| | - | (2,253.00) | - | - | **(2,253.00)** |
| Gurgaon Constructwell Private Limited | - | 477.00 | - | - | **477.00** |
| | - | (4,664.79) | - | - | **(4,664.79)** |
| International Infrabuild Private Limited | - | 9,937.95 | - | - | **9,937.95** |
| | - | (1,540.00) | - | - | **(1,540.00)** |
| Gurgaon Realtech Limited | - | 1,060.00 | - | - | **1,060.00** |
| | - | (2,657.00) | - | - | **(2,657.00)** |
| TRIL Roads Private Limited | - | 3,925.00 | - | - | **3,925.00** |
| | - | (8,363.00) | - | - | **(8,363.00)** |
| TRIF Real Estate And Development Limited | - | 22,837.00 | - | - | **22,837.00** |
| | - | (2,500.00) | - | - | **(2,500.00)** |
| TRIL Urban Transport Private Limited | - | 3,895.18 | - | - | **3,895.18** |
| | - | (1,193.48) | - | - | **(1,193.48)** |
| TRIL Amritsar Projects Limited | - | 516.62 | - | - | **516.62** |
| | - | (650.00) | - | - | **(650.00)** |
| Others | - | 257.77 | - | - | **257.77** |
| | - | (895.90) | - | - | **(895.90)** |

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Joint Ventures | Total |
|---|---|---|---|---|---|
| **Inter Corporate Deposit Refunded** | - | 48,799.48 | - | - | **48,799.48** |
| | - | (7,490.33) | - | - | **(7,490.33)** |
| Arrow Infraestate Private Limited | - | - | - | - | **-** |
| | - | (2,453.52) | - | - | **(2,453.52)** |
| Gurgaon Realtech Limited | - | 200.00 | - | - | **200.00** |
| | - | (3,228.81) | - | - | **(3,228.81)** |
| TRIL Amritsar Projects Limited | - | 19,372.00 | - | - | **19,372.00** |
| | - | (1,030.00) | - | - | **(1,030.00)** |
| TRIF Real Estate And Development Limited | - | 25,162.00 | - | - | **25,162.00** |
| | - | - | - | - | **-** |
| International Infrabuild Private Limited | - | 2,595.00 | - | - | **2,595.00** |
| | - | (765.00) | - | - | **(765.00)** |
| TRIL Urban Transport Private Limited | - | 1,462.48 | - | - | **1,462.48** |
| | - | (13.00) | - | - | **(13.00)** |
| Others | - | 8.00 | - | - | **8.00** |
| | - | - | - | - | **-** |
| **NCD Subscription** | - | 20,100.00 | - | - | **20,100.00** |
| | - | - | - | - | **-** |
| TRIL Amritsar Projects Limited | - | 12,000.00 | - | - | **12,000.00** |
| | - | - | - | - | **-** |
| TRIF Real Estate And Development Limited | - | 8,100.00 | - | - | **8,100.00** |
| | - | - | - | - | **-** |
| **Project Management Consultancy fees** | - | 1,232.45 | - | 1,624.99 | **2,857.43** |
| | - | (2,158.91) | - | (1,118.49) | **(3,277.40)** |
| Gurgaon Realtech Limited | - | 493.98 | - | - | **493.98** |
| | - | (1,045.46) | - | - | **(1,045.46)** |
| International Infrabuild Private Limited | - | 44.11 | - | - | **44.11** |
| | - | (14.35) | - | - | **(14.35)** |
| Mikado Realtors Private Limited | | - | - | 1,485.21 | **1,485.21** |
| | | - | - | (1,118.49) | **(1,118.49)** |
| TRIL IT4 Private Limited | | | | 139.77 | **139.77** |
| | | | | - | **-** |
| TRIF Real Estate And Development Limited | - | - | - | - | **-** |
| | - | (208.18) | - | - | **(208.18)** |
| TRIL Infopark Limited | - | 425.37 | - | - | **425.37** |
| | - | (422.92) | - | - | **(422.92)** |
| Uchit Expressways Private Limited | - | 269.00 | - | - | **269.00** |
| | - | (378.00) | - | - | **(378.00)** |
| Hampi Expressways Private Limited | - | - | - | - | **-** |
| | - | (90.00) | - | - | **(90.00)** |
| **Asset Management Fees** | - | 1,032.89 | - | 135.75 | **1,168.64** |
| | - | (972.88) | - | (148.40) | **(1,121.28)** |
| TRIL Infopark Limited | - | 974.92 | - | - | **974.92** |
| | - | (882.78) | - | - | **(882.78)** |
| TRIL IT4 Private Limited | - | - | - | 135.75 | **135.75** |
| | - | - | - | (148.40) | **(148.40)** |
| Others | - | 57.97 | - | - | **57.97** |
| | - | (90.10) | - | - | **(90.10)** |
| **Interest Income** | - | 1,561.64 | - | 1,465.20 | **3,026.84** |
| | - | (1,609.75) | - | (1,465.20) | **(3,074.95)** |
| TRIL Roads Private Limited | - | 1,164.20 | - | - | **1,164.20** |
| | - | (1,164.20) | - | - | **(1,164.20)** |
| TRIL IT4 Private Limited | - | - | - | 1,465.20 | **1,465.20** |
| | - | - | - | (1,465.20) | **(1,465.20)** |
| TRIF Real Estate And Development Limited | - | 223.27 | - | - | **223.27** |
| | - | (183.04) | - | - | **(183.04)** |
| Others | - | 174.17 | - | - | **174.17** |
| | - | (262.51) | - | - | **(262.51)** |

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Joint Ventures | Total |
|---|---|---|---|---|---|
| **Other Expenses** | 6.61 | - | 627.47 | - | **634.08** |
| | (2.20) | - | (530.21) | - | **(532.41)** |
| Ewart Investments Limited | - | - | - | - | **-** |
| | - | - | (175.30) | - | **(175.30)** |
| Tata Sons Private Limited | 6.61 | - | - | - | **6.61** |
| | (2.20) | - | - | - | **(2.20)** |
| Tata AIG General Insurance Limited | - | - | 117.41 | - | **117.41** |
| | - | - | (151.46) | - | **(151.46)** |
| TC Travel and Services Limited | - | - | - | - | **-** |
| | - | - | - | - | **-** |
| Tata Consulting Engineers Limited | - | - | 491.79 | - | **491.79** |
| | - | - | (150.03) | - | **(150.03)** |
| Others | - | - | 18.27 | - | **18.27** |
| | - | - | (53.42) | - | **(53.42)** |
| **Reimbursement of expenses** | 19.11 | 794.42 | 294.38 | 36.31 | **1,144.22** |
| | (7.61) | (1,093.47) | (604.61) | (29.38) | **(1,735.08)** |
| Arrow Infraestate Private Limited | - | 0.02 | - | - | **0.02** |
| | - | (0.02) | - | - | **(0.02)** |
| Gurgaon Realtech Limited | - | 190.38 | - | - | **190.38** |
| | - | (214.17) | - | - | **(214.17)** |
| Gurgaon Constructwell Private Limited | - | 0.07 | - | - | **0.07** |
| | - | (0.04) | - | - | **(0.04)** |
| International Infrabuild Private Limited | - | 20.45 | - | - | **20.45** |
| | - | (68.47) | - | - | **(68.47)** |
| TRIL Roads Private Limited | - | 257.26 | - | - | **257.26** |
| | - | (425.53) | - | - | **(425.53)** |
| Tata Sons Private Limited | 19.11 | - | - | - | **19.11** |
| | (7.61) | - | - | - | **(7.61)** |
| TRIL Urban Transport Private Limited | - | 233.07 | - | - | **233.07** |
| | - | (187.53) | - | - | **(187.53)** |
| TRIL Amritsar Projects Limited | - | 7.64 | - | - | **7.64** |
| | - | (16.64) | - | - | **(16.64)** |
| TRIF Real Estate And Development Limited | - | 27.46 | - | - | **27.46** |
| | - | (57.30) | - | - | **(57.30)** |
| Tata Housing Development Co. Limited | - | | 294.38 | - | **294.38** |
| | - | | (604.61) | - | **(604.61)** |
| Others | - | 58.06 | - | 36.31 | **94.36** |
| | - | (123.77) | - | (29.38) | **(153.16)** |
| **Deposit Refund Received** | - | - | - | - | **-** |
| | (150.00) | - | - | - | **(150.00)** |
| Tata Sons Private Limited | - | - | - | - | **-** |
| | (150.00) | - | - | - | **(150.00)** |
| **Deposit Given** | - | - | 153.83 | - | **153.83** |
| | - | - | (34.90) | - | **(34.90)** |
| Tata Consulting Engineers Limited | - | - | 153.83 | - | **153.83** |
| | - | - | (34.90) | - | **(34.90)** |
| **Employee Benefit Transfer** | - | - | - | - | **-** |
| | (56.50) | - | - | - | **(56.50)** |
| Tata Sons Private Limited | - | - | - | - | **-** |
| | (56.50) | - | - | - | **(56.50)** |

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Joint Ventures | Total |
|---|---|---|---|---|---|
| **Outstanding Balances Receivables** | | | | | - |
| **Inter Corporate Deposit - Current - Unsecured** | - | 19,713.90 | - | - | **19,713.90** |
| | - | - | - | - | - |
| International Infrabuild Private Limited | - | 9,579.95 | - | - | **9,579.95** |
| | - | - | - | - | - |
| Gurgaon Realtech Limited | - | 1,060.00 | - | - | **1,060.00** |
| | - | - | - | - | - |
| TRIF Real Estate And Development Limited | - | 675.00 | - | - | **675.00** |
| | - | - | - | - | - |
| Gurgaon Constructwell Private Limited | - | 477.00 | - | - | **477.00** |
| | - | - | - | - | - |
| TRIL Urban Transport Private Limited | - | 3,739.18 | - | - | **3,739.18** |
| | - | - | - | - | - |
| TRIL Roads Private Limited | - | 3,925.00 | - | - | **3,925.00** |
| | - | - | - | - | - |
| Others | - | 257.77 | - | - | **257.77** |
| | - | - | - | - | - |
| **Inter Corporate Deposit - Non-Current - Unsecured** | - | 31,705.90 | - | - | **31,705.90** |
| | - | (57,649.38) | - | - | **(57,649.38)** |
| TRIL Amritsar Projects Limited | - | - | - | - | - |
| | - | (19,372.00) | - | - | **(19,372.00)** |
| TRIL Roads Private Limited | - | 24,801.00 | - | - | **24,801.00** |
| | - | (24,801.00) | - | - | **(24,801.00)** |
| International Infrabuild Private Limited | - | - | - | - | - |
| | - | (2,237.00) | - | - | **(2,237.00)** |
| Gurgaon Constructwell Private Limited | - | 4,817.00 | - | - | **4,817.00** |
| | - | (4,825.00) | - | - | **(4,825.00)** |
| Others | - | 2,087.90 | - | - | **2,087.90** |
| | - | (6,414.38) | - | - | **(6,414.38)** |
| **Interest Accrued but not due** | - | 1,287.86 | - | 64.05 | **1,351.91** |
| | - | (2,806.97) | - | (64.23) | **(2,871.19)** |
| TRIL Amritsar Projects Limited | - | - | - | - | - |
| | - | (1,317.01) | - | - | **(1,317.01)** |
| TRIL Roads Private Limited | - | 1,047.78 | - | - | **1,047.78** |
| | - | (1,047.78) | - | - | **(1,047.78)** |
| TRIL Constructions Limited | | 227.80 | | | |
| | | - | | | |
| Others | - | 12.28 | - | 64.05 | **76.33** |
| | - | (442.18) | - | (64.23) | **(506.41)** |
| **Other Recoverable** | - | 801.84 | 320.39 | 34.27 | **1,156.50** |
| | - | (1,429.19) | (652.98) | (14.46) | **(2,096.64)** |
| Arrow Infraestate Private Limited | - | 0.02 | - | - | **0.02** |
| | - | (0.02) | - | - | **(0.02)** |
| Gurgaon Realtech Limited | - | 173.09 | - | - | **173.09** |
| | - | - | - | - | - |
| Gurgaon Constructwell Private Limited | - | 0.04 | - | - | **0.04** |
| | - | (0.04) | - | - | **(0.04)** |
| TRIL Urban Transport Private Limited | - | 21.93 | - | - | **21.93** |
| | - | (759.28) | - | - | **(759.28)** |
| TRIL Constructions Limited | - | 204.73 | - | - | **204.73** |
| | - | (199.17) | - | - | **(199.17)** |
| TRIL Roads Private Limited | - | 275.68 | - | - | **275.68** |
| | - | (198.77) | - | - | **(198.77)** |
| Tata Housing Development Co. Ltd. | - | - | 317.93 | - | **317.93** |
| | - | - | (652.98) | - | **(652.98)** |
| Others | - | 402.03 | 2.46 | 34.27 | **438.76** |
| | - | (271.91) | - | (14.46) | **(286.37)** |

(Currency: Indian rupees in lakhs)

| (b) Nature of Transactions / relationship / major parties | Holding company | Subsidiary companies | Fellow subsidiaries | Joint Ventures | Total |
|---|---|---|---|---|---|
| **Trade Receivable** | 22.55 | 801.92 | 300.00 | 734.51 | **1,858.99** |
| | - | (749.16) | (300.00) | (287.69) | **(1,336.84)** |
| Gurgaon Realtech Limited | - | 391.34 | - | - | **391.34** |
| | - | (289.37) | - | - | **(289.37)** |
| TRIF Real Estate And Development Limited | - | - | - | - | **-** |
| | - | (175.79) | - | - | **(175.79)** |
| TRIL Infopark Limited | - | 354.54 | - | - | **354.54** |
| | - | (234.40) | - | - | **(234.40)** |
| Mikado Realtors Private Limited | - | - | - | 734.51 | **734.51** |
| | - | - | - | (272.83) | **(272.83)** |
| International Infrabuild Private Limited | - | 8.40 | - | - | **8.40** |
| | - | (1.67) | - | - | **(1.67)** |
| Tata Consultancy Services Limited | - | - | 300.00 | - | **300.00** |
| | - | - | (300.00) | - | **(300.00)** |
| Tata Sons Private Limited | 22.55 | - | - | - | **22.55** |
| | - | - | - | - | **-** |
| Others | - | 47.65 | - | - | **47.65** |
| | - | (47.94) | - | (14.86) | **(62.80)** |
| **Provision for Inter Corporate Deposit** | - | 611.62 | - | - | **611.62** |
| | - | (95.00) | - | - | **(95.00)** |
| TRIL Urban Transport Private Limited | - | 95.00 | - | - | **95.00** |
| | - | (95.00) | - | - | **(95.00)** |
| TRIL Amritsar Projects Limited | - | 516.62 | - | - | **516.62** |
| | - | - | - | - | **-** |
| **Provision for Interest Accrued but not due** | - | 10.00 | - | - | **10.00** |
| | - | (10.00) | - | - | **(10.00)** |
| TRIL Urban Transport Private Limited | - | 10.00 | - | - | **10.00** |
| | - | (10.00) | - | - | **(10.00)** |
| International Infrabuild Private Limited | - | - | - | - | **-** |
| | - | - | - | - | **-** |
| **Provision for Advances recoverable** | - | 35.00 | - | - | **35.00** |
| | - | (35.00) | - | - | **(35.00)** |
| TRIL Urban Transport Private Limited | - | 35.00 | - | - | **35.00** |
| | - | (35.00) | - | - | **(35.00)** |
| **Outstanding Balances Payable** | | | | | **-** |
| **towards unsecured loans** | - | - | - | - | **-** |
| | - | - | (14,000.00) | - | **(14,000.00)** |
| Tata Housing Development Co. Ltd. | - | - | - | - | **-** |
| | - | - | (14,000.00) | - | **(14,000.00)** |
| **towards interest on unsecured loans** | - | - | - | - | **-** |
| | - | - | (18.64) | - | **(18.64)** |
| Tata Housing Development Co. Ltd. | - | - | - | - | **-** |
| | - | - | (18.64) | - | **(18.64)** |
| **Trade Payable** | - | - | 165.74 | - | **165.74** |
| | - | - | (6.54) | - | **(6.54)** |
| Tata Consultancy Services Limited | - | - | 5.36 | - | **5.36** |
| | - | - | (6.54) | - | **(6.54)** |
| Tata Consulting Engineers Limited | - | - | 159.71 | - | **159.71** |
| | - | - | - | - | **-** |
| Tata Teleservices Ltd. | - | - | 0.66 | - | **0.66** |
| | - | - | - | - | **-** |

| Particulars | Total |
|---|---|
| **Managerial remuneration** | **1,132.76** |
| | **(1,521.32)** |
| Sanjay Dutt* | **717.64** |
| | **(1,007.97)** |
| Sanjay Sharma | **271.28** |
| | **(179.44)** |
| Arvind Chokhany | **-** |
| | **(224.49)** |
| Vinay Gaokar | **111.99** |
| | **(109.41)** |
| Sudhakar Shetty | **31.86** |
| | **-** |

- Figures in brackets pertains to previous year.
* Recovery of managerial remuneration from fellow subsidiary is not netted off for this disclosure.

(Currency: Indian rupees in lakhs)

**40 Segment Reporting**

The Company is engaged in development of real estate and infrastructure facilities for residential use and project management consultancy services for real estate and infrastructure development. Thus, the Company is engaged in three business segments viz. development of residential property for outright sale, project management and consultancy services and Investment and Lending services. Further, the Company is engaged in providing services in domestic market only. Hence, there are no separate reportable geographical segments.

| | Development of residential property for outright sale | | Project management and consultancy services | | Investment and Lending services | | Total | |
|---|---|---|---|---|---|---|---|---|
| | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 |
| **REVENUE** | | | | | | | | |
| **Net sales** | | | | | | | | |
| Segment Revenue | 13,608.67 | 10,253.03 | 4,026.07 | 4,401.88 | 14,909.85 | 12,466.89 | 32,544.59 | 27,121.80 |
| Inter segment sales | - | - | - | - | - | - | - | - |
| **Total revenue** | 13,608.67 | 10,253.03 | 4,026.07 | 4,401.88 | 14,909.85 | 12,466.89 | 32,544.59 | 27,121.80 |
| Segment Expenses | 14,061.87 | 8,236.33 | 1,720.02 | 1,614.15 | 5,043.53 | 10,663.02 | 20,825.42 | 20,513.50 |
| **RESULT** | | | | | | | | |
| Segment Result | (453.20) | 2,016.70 | 2,306.05 | 2,787.73 | 9,866.32 | 1,803.87 | 11,719.17 | 6,608.30 |
| Unallocated income | - | - | - | - | - | - | 6.02 | 125.44 |
| Unallocated expenses | - | - | - | - | - | - | 3,204.47 | 932.43 |
| Operating Profit / (Loss) | (453.20) | 2,016.70 | 2,306.05 | 2,787.73 | 9,866.32 | 1,803.87 | 8,520.72 | 5,801.31 |
| Finance costs allocated | - | - | - | - | 28,496.17 | 18,825.06 | 28,496.17 | 18,825.06 |
| Finance cost unallocated | - | - | - | - | - | - | - | 4,163.85 |
| Depreciation / Amortisation | 7.52 | 13.84 | 92.14 | 63.23 | 92.14 | 63.23 | 191.80 | 140.30 |
| **Net Profit / (Loss )** | (460.72) | 2,002.87 | 2,213.91 | 2,724.50 | (18,721.99) | (17,084.42) | (20,167.25) | (17,327.90) |
| **OTHER INFORMATION** | | | | | | | | |
| **ASSETS** | | | | | | | | |
| Segment Assets | 34,803.18 | 43,382.01 | 3,254.02 | 1,308.00 | 5,81,362.35 | 4,76,144.50 | 6,19,419.55 | 5,20,834.51 |
| Unallocated assets | - | - | - | - | - | - | 6,934.67 | 6,012.90 |
| **Total Assets** | 34,803.18 | 43,382.01 | 3,254.02 | 1,308.00 | 5,81,362.35 | 4,76,144.50 | 6,26,354.22 | 5,26,847.41 |
| **LIABILITIES** | | | | | | | | |
| Segment Liabilities | 4,483.98 | 6,691.48 | - | - | 2,99,472.07 | 2,26,929.94 | 3,03,956.05 | 2,33,621.42 |
| Unallocated Liabilities | - | - | - | - | - | - | 28,971.55 | 94,540.04 |
| **Total Liabilities** | 4,483.98 | 6,691.48 | - | - | 2,99,472.07 | 2,26,929.94 | 3,32,927.60 | 3,28,161.46 |
| Cost incurred to acquire Segment property, plant and equipment during the year | - | 1.71 | 36.29 | 268.41 | 36.29 | 268.41 | 72.58 | 538.52 |

**Segment accounting policies**

Segment accounting policies are in line with accounting policies of the Company. In addition, the following specific accounting policies have been followed for segment reporting:

Segment revenue includes income directly identifiable with the segments.

Expenses that are directly identifiable with the segments are considered for determining the segment result. Expenses which relate to the Company as a whole and not allocable to segments and expenses which relate to the operating activities of the segment but are impracticable to allocate to the segment, are included under "Unallocable expenses".

Income which relates to the Company as a whole and not allocable to segments is included in Unallocable Income and netted off from Unallocable expenses.

Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable corporate assets and liabilities represent the assets and liabilities that relate to the Company as a whole and not allocable to any segment.

**41 Employee Benefits:**

(i) The Company has adopted Ind AS 19 on "Employee Benefits" as prescribed by the Companies (Indian Accounting Standards) Rules, 2015 issued by the Central Government.

(ii) **Contribution to Provident fund**

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Contribution to provident fund recognised as an expense under "Employee benefits". | 128.79 | 134.56 |

(iii) **Defined Benefit Plans**

**Gratuity**

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement calculated as per the Payment of Gratuity Act, 1972 with no ceiling.

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **I Change in the defined benefit obligation** | | |
| Liability at the beginning of the year | 367.93 | 407.58 |
| Interest cost | 25.99 | 31.97 |
| Current service cost | 57.08 | 70.58 |
| Benefits paid | (87.02) | (89.55) |
| Actuarial loss on obligations | 17.31 | (52.65) |
| Liability acquired on acquisition / (settled on Divestiture) | | |
| **Liability at the end of the year** | 381.29 | **367.93** |
| | | |
| **II Amount Recognised in the Balance Sheet** | | |
| Liability at the end of the year | 381.29 | 367.93 |
| Fair Value of Plan Assets at the end of the year | - | - |
| Difference | 381.29 | 367.93 |
| **Amount recognised in the Balance Sheet** | **381.29** | **367.93** |
| | | |
| **Expenses Recognised in the statement of profit and loss** | | |
| Current Service Cost | 57.08 | 70.58 |
| Interest Cost | 25.99 | 31.97 |
| Expected Return on Plan Assets | | |
| Net Actuarial (Gain) / Loss To Be Recognised | 17.31 | (52.65) |
| Past service cost | | |
| **Expense Recognised in the statement of profit and loss** | **100.38** | **49.90** |
| | | |
| **Balance Sheet Reconciliation** | | |
| Opening net liability | 367.93 | 407.58 |
| Expense as above | 100.38 | 49.90 |
| Employer's contribution received / (paid) | (87.02) | (89.55) |
| Liability acquired on acquisition / (settled on Divestiture) | - | - |
| **Amount recognised in Balance Sheet** | 381.29 | **367.93** |
| | | |
| **Actuarial Assumptions :** | | |
| Discount Rate | 5.55% | 7.05% |
| Salary escalation | 7.00% | 7.00% |

Attrition Rate: Directors - Nil, Age 21-30 years - 5%, Age 31-40 years - 3%, Age 41-59 years -2%

Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The Company's liability on account of gratuity is not funded and hence, the disclosures relating to the planned assets are not applicable.

| **Experience Adjustments:** | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Defined benefit obligation | 381.29 | 367.93 |
| Plan assets | - | - |
| Surplus / (Deficit) | (381.29) | (367.93) |
| Experience adjustment on plan liabilities | - | - |
| Experience adjustment on plan assets | - | - |

(iv) **Other long term employment benefits**

**Compensated absences**

The liability towards compensated absences for the year ended 31 March 2020 recognised in the Balance Sheet based on actuarial valuation using the projected unit credit method amounted to INR 429.80 lakhs (2019: INR 542.68 lakhs).

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

| Salary escalation (% movement) | 31 March 2020 | 31 March 2020 | 31 March 2019 | 31 March 2019 |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate ( % movement) | (2.1) | 2.2 | (2.6) | 2.7 |
| Salary escalation (% movement) | 2.2 | (2.1) | 2.7 | (2.6) |
| Additional Rate (% movement) | (7.4) | 13.3 | (5.7) | 8.6 |

**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300
**Notes to Ind AS financial statements**
for the year ended 31 March 2020
(Currency: Indian rupees in lakhs)

## 42 Financial instruments – Fair values and risk management

### A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities if the carrying amount is a reasonable approximation of fair value. The Company's secured loan under current maturities has been contracted at floating rates of interest, which are reset at short intervals. Accordingly, the carrying value of such long-term debt approximates fair value.

| | Carrying amount | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price in active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| **Non-current financial assets** | | | | | | | | |
| - Equity instruments in subsidiaries, joint ventures and associate | - | 2,61,770.21 | - | 2,61,770.21 | - | - | 2,61,770.21 | **2,61,770.21** |
| - Preference shares | - | 60,854.33 | - | 60,854.33 | - | - | 60,854.33 | **60,854.33** |
| - Bonds and debentures | 87,691.86 | 12,314.95 | 8,140.00 | 1,08,146.81 | - | - | 1,08,146.81 | **1,08,146.81** |
| Long-term loans and advances | 39,709.19 | - | - | 39,709.19 | - | - | 39,709.19 | **39,709.19** |
| Other non-current financial assets | - | - | 0.75 | 0.75 | - | - | 0.75 | **0.75** |
| **Current financial assets** | | | | | | | | |
| Current investments | 71,179.33 | - | - | 71,179.33 | 71,179.33 | - | - | **71,179.33** |
| Trade receivables | - | - | 1,878.42 | 1,878.42 | - | - | 1,878.42 | **1,878.42** |
| Cash and cash equivalents | - | - | 25,580.30 | 25,580.30 | - | - | 25,580.30 | **25,580.30** |
| Other Bank Balances | - | - | 419.25 | 419.25 | - | - | 419.25 | **419.25** |
| Short-term loans and advances | - | - | 2,464.51 | 2,464.51 | - | - | 2,464.51 | **2,464.51** |
| Other financial assets | - | - | 1,428.91 | 1,428.91 | - | - | 1,428.91 | **1,428.91** |
| **Total Financial Assets** | **1,98,580.38** | **3,34,939.49** | **39,912.14** | **5,73,432.01** | **71,179.33** | **-** | **5,02,252.68** | **5,73,432.01** |
| **Financial liabilities** | | | | | | | | |
| **Non-current Financial liabilities** | | | | | | | | |
| Long-term borrowings | - | - | 1,39,419.04 | 1,39,419.04 | | - | 1,39,419.04 | **1,39,419.04** |
| Interest accrued but not due on borrowings | - | - | 6,071.09 | 6,071.09 | - | - | 6,071.09 | **6,071.09** |
| **Current Financial liabilities** | | | | | | | | |
| Short-term borrowings | - | - | 95,303.21 | 95,303.21 | | - | 95,303.21 | **95,303.21** |
| Trade and other payables other than MSME | - | - | 3,185.65 | 3,185.65 | - | - | 3,185.65 | **3,185.65** |
| Other financial liability | 7,121.00 | - | 57,011.53 | 64,132.53 | | - | 64,132.53 | **64,132.53** |
| **Total Financial Liabilities** | **7,121.00** | **-** | **3,00,990.52** | **3,08,111.52** | **-** | **-** | **3,08,111.52** | **3,08,111.52** |

| | Carrying amount | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price In active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| **Non-current financial assets** | | | | | | | | |
| - Equity instruments in subsidiaries, joint ventures and associate | - | 2,62,313.10 | - | 2,62,313.10 | - | - | 2,62,313.10 | **2,62,313.10** |
| - Preference shares | - | 55,548.40 | - | 55,548.40 | - | - | 55,548.40 | **55,548.40** |
| - Bonds and debentures | 69,397.56 | 10,636.70 | 8,140.00 | 88,174.26 | - | - | 88,174.26 | **88,174.26** |
| Long-term loans and advances | 52,124.48 | - | - | 52,124.48 | - | - | 52,124.48 | **52,124.48** |
| Other non-current financial assets | - | - | 0.75 | 0.75 | - | - | 0.75 | **0.75** |
| **Current financial assets** | | | | | | | | |
| Current investments | 311.42 | - | - | 311.42 | 311.42 | - | - | **311.42** |
| Trade receivables | - | - | 1,397.81 | 1,397.81 | - | - | 1,397.81 | **1,397.81** |
| Cash and cash equivalents | - | - | 445.25 | 445.25 | - | - | 445.25 | **445.25** |
| Other Bank Balances | - | - | 444.69 | 444.69 | - | - | 444.69 | **444.69** |
| Short-term loans and advances | - | - | 2,349.77 | 2,349.77 | - | - | 2,349.77 | **2,349.77** |
| Other financial assets | - | - | 2,861.19 | 2,861.19 | - | - | 2,861.19 | **2,861.19** |
| **Total Financial Assets** | **1,21,833.46** | **3,28,498.20** | **15,639.46** | **4,65,971.12** | **311.42** | **-** | **4,65,659.70** | **4,65,971.12** |
| **Financial liabilities** | | | | | | | | |
| **Non-current Financial liabilities** | | | | | | | | |
| Long-term borrowings | - | - | 72,460.15 | 72,460.15 | - | - | 72,460.15 | **72,460.15** |
| Interest accrued but not due on borrowings | - | - | 11,425.58 | 11,425.58 | - | - | 11,425.58 | **11,425.58** |
| **Current Financial liabilities** | | | | | | | | |
| Short-term borrowings | - | - | 94,685.15 | 94,685.15 | - | - | 94,685.15 | **94,685.15** |
| Trade and other payables other than MSME | - | - | 3,458.03 | 3,458.03 | - | - | 3,458.03 | **3,458.03** |
| Other financial liability | 7,122.00 | - | 1,17,970.20 | 1,25,092.20 | - | - | 1,25,092.20 | **1,25,092.20** |
| | **7,122.00** | **-** | **2,99,999.11** | **3,07,121.11** | **-** | **-** | **3,07,121.11** | **3,07,121.11** |

(Currency: Indian rupees in lakhs)

**FVTPL : Fair valued through profit or loss**

**FVTOCI : Fair valued through other comprehensive income**

**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**

The Company has appointed independent valuer to determine the fair value of each of its investments. The Company has given certain unobservable inputs to the valuer to compute the valuation. Considering micro market and industry scenario the valuer has derived valuation by using appropriate technique for valuation. The Company has accounted fair valuation gain / loss in value of its investments using this report.

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant unobservable inputs | Inter-relationship between significant unobservable inputs and fair value measurement |
|---|---|---|---|
| Unquoted equity shares (TRIL Infopark Limited ) | Discounted cash flow technique: DCF method/analysis is a financial modelling technique based on explicit assumptions regarding the prospective income arising out of the subject property. In case of a valuation of a large land parcel, where the development potential is realized over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used. | * Rent growth every three years (%) 2020: 12% - 18%). (2019: 12% - 18%).<br>* Stabilised Occupancy (%) 2020: 100 % (2019: 100%).<br>* Capitalization Rate (%) 2020: 8.5% - 9.0% (2019: 8.5% - 9.0%) | Estimated fair value would increase (decrease) if expected lease rent were higher (lower).<br><br>Estimated fair value would increase (decrease) if expected lease escalation were higher (lower).<br><br>Estimated fair value would decrease if occupancy is lower.<br>Estimated fair value would increase (decrease) if expected lease escalation were lower (higher). |
| Unquoted equity shares (TRIL IT4 Private Limited) | | * Rent growth every three years (%) 2020: 12% - 18% (2019: 12% - 18%).<br>* Stabilised Occupancy (%) 2020: 94% (2019: 93%).<br>* Capitalization Rate (%) 2020: 8.5% - 9.5% (2019: 9.0% - 10.0%) | |
| Unquoted equity shares (International Infrabuild Private Limited) | | * Rent growth every three years (%) 2020: 12% - 18% (2019: 12% - 18%).<br>* Occupancy (%) 2020: 95% (2019: 95%).<br>* Capitalization Rate (%) - Not applicable | |
| Unquoted equity shares (Mikado Realtors Private Limited) | | * Rent growth every three years (%) 2020: 12% - 18% (2019: NA).<br>* Stabilised Occupancy (%) 2020: 94% (2019: NA%).<br>* Capitalization Rate (%) 2020: 8.5% - 9.5% (2019: NA) | |
| Unquoted equity shares (Gurgaon Realtech Limited / Arrow Infraestate Private Limited / Gurgaon Constructwell Private Limited) | | * Rent growth every three years (%) 2020: 12% - 18% (2019: 12% - 18%).<br>* Occupancy (%) 2020: 94% (2019: 95%).<br>* Capitalization Rate (%) 2020: 9.0% - 10.0% (2019: 9.0% - 10.0%) | |
| Unquoted equity shares & Compulsory Convertible Debentures (Industrial Minerals and Chemicals Private Limited) | Discounted cash flow technique: DCF method/analysis is a financial modelling technique based on explicit assumptions regarding the prospective income arising out of the subject property. In case of a valuation of a large land parcel, where the development potential is realized over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison. | Technique - Land Comparison Method has been used for valuation. | Estimated fair value would increase/ (decrease) if fair value of land increases/ decreases. |
| Investments in unlisted corporate debt instruments | | | |
| Optionally & Fully Convertible Debentures- TRIL Roads Private Limited | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsorily convertible debentures and optionally convertible debentures. | 2020:<br>* Volatility of share price of comparable companies (57.17% of volatility) (2019 21% ) | 2019:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease) |
| Investments in unlisted corporate debt instruments | | | |
| Optionally Convertible Debentures HV Farms Private Limited | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsorily convertible debentures and optionally convertible debentures. | 2020:<br>* Volatility of share price of comparable companies : Volatility :(Not applicable (2019 :37.5 %) | 2020:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease) |
| Investments in unlisted corporate debt instruments | | | |
| Optionally Convertible Debentures TRIL Urban Transport Private Limited | The value of the plain vanilla debenture is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsorily convertible debentures and optionally convertible debentures. | 2020 :<br>* Volatility of share price of comparable companies (59.49% of volatility) (2019 : 45 %) | 2020 :<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| Compulsorily Convertible Debentures- TRIL Infopark Limited | | 2020:<br>* Volatility of share price of comparable companies (45.72% of volatility) (2019: 21%) | |

| Type | Valuation technique | Significant | Inter-relationship between |
|---|---|---|---|
| **Investments in preference shares** | | | |
| Fully Convertible Preference Shares- TRIL Infopark Limited | The value is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsorily convertible preference and optionally convertible preference shares | 2020:<br>* Volatility of share price of comparable companies (45.72% of volatility) (2019: 21%) | 2020:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would increase/(decrease).<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would decrease. |
| Fully Convertible Preference Shares- TRIL Constructions Limited | The value is generally estimated as present value of future expected cash flows.<br>The Company has used Monte Carlo Simulation to estimate the fair value of the compulsorily convertible preference and optionally convertible preference shares | Technique - Land Comparison Method has been used for valuation. | 2020:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase. |
| **Derivative -Put option** | | | |
| Tamil Nadu Industrial Corporation Limited ("TIDCO") Put option | The Company has used Monte Carlo Simulation to estimate the fair value of the options. | 2020:<br>* Volatility of share price of comparable companies (48.18% of volatility) (2019: 21%) | 2020:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| **Put / call options** | | | |
| The Indian Hotels Company Limited ("IHCL") Call option | The Company has used Monte Carlo Simulation to estimate the fair value of the options. | 2020:<br>* Volatility of share price of comparable companies (45.44% of volatility) (2019: 21%) | 2020:<br>*If Equity value of unlisted company increases/(decreases) by 10%, then fair value would (decrease)/increase.<br>* If there is an Increase / (decrease) of 10% volatility in share prices of comparable companies , then the fair value would increase/(decrease). |
| Amortised cost type items (including security deposits, loans , cash , trade receivables and payables ) | Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**43 Disclosure in respect of Sale of Residential Flats**

**a) Disclosure with respect to transition adjustment of IndAS 115**

| | For the year ended 31 March 2019 |
|---|---|
| | **Amount** |
| Opening Retained Earnings (before Ind AS 115) | (17,728.54) |
| Reversal of revenue | (3,174.43) |
| Reversal of Cost of sale | 1,870.38 |
| **Opening Retained Earning (After Ind AS 115)** | **(19,032.59)** |
| | |
| **Increase in Inventory** | **1,870.38** |
| **Decrease in Trade Receivable (Other than related Party)** | **(3,174.43)** |

**b) Disclosure in respect of Construction Contacts**

| Particulars | For the year ended 31 March 2020 | For the year ended 31 March 2019 |
|---|---|---|
| Contract revenue recognised as revenue during the year | 13,050.27 | 9,463.27 |

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Cumulative revenue recognised (2019:net of Ind AS 115 adjustment INR 3,174.42 Lakhs) | 1,20,381.48 | 1,07,331.21 |
| Cumulative costs recognised (2019:net of Ind AS 115 adjustment INR 1,870.38 Lakhs) | 84,724.33 | 72,606.23 |
| Cumulative margins accounted | 35,657.15 | 34,724.98 |
| Advances paid | - | 83.30 |
| Retention money payable | 40.10 | 227.54 |

**44 Financial instruments – Fair values and risk management**

**(i) Financial risk management**

The Company has exposure to the following risks arising from financial instruments

A. Credit risk
B. Liquidity risk
C. Market risk

**Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**A. Credit Risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, loans and advances to related parties and investments at amortised cost. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables, loans and advances and investments.

**Trade and other receivables**

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

**Credit risk for receivables pertaining to residential business**

The risk for trade receivables pertaining to residential business is considered nil as the possession of the residential property is transferred only after the receipt of payment from the customer.

Summary of the Company's exposure to credit risk by age of the outstanding from various customers is as follows:

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Past due but not impaired | - | - |
| Past due 1–90 days | 1,411.99 | 643.12 |
| Past due 91–180 days | 33.05 | 94.48 |
| Past due 181–365 days | 9.17 | 96.93 |
| Past due more than 365 days | 424.21 | 563.28 |
| | **1,878.42** | **1,397.81** |

**Cash and cash equivalents**

The Company held cash and bank balances with credit worthy banks and financial institutions of INR 26,000.30 lakhs and INR 890.69 lakhs as at 31 March 2020 and 31 March 2019 respectively. The credit worthiness of such banks and financial institutions is evaluated by the management on an ongoing basis and is considered to be good.

**Derivatives**

The derivatives are entered into with credit worthy counterparties. The credit worthiness is evaluated by the management on an ongoing basis and is considered to be good.

**Security deposits given to lessors**

The security deposit majorly pertains to rent deposit amounting to INR NIL lakhs and INR 22.64 lakhs as at 31 March 2020 and 31 March 2019 respectively. The Company does not expect any losses from non-performance by theses counter-parties.

**B. Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Company's reputation.

The Company has obtained fund and non-fund based working capital lines from banks, commercial papers issued to Mutual funds and through issue of debentures .The Company also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

**Exposure to liquidity risk**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for:
* all non derivative financial liabilities
* net and gross settled derivative financial instruments for which the contractual maturities are essential for the understanding of the timing of the cash flows.

| | | | Contractual cash flows | | | |
|---|---|---|---|---|---|---|
| **As at 31 March, 2020** | **Carrying amount** | **Total** | **1 year or less** | **1-2 years** | **2-5 years** | **More than 5 years** |
| **Non-derivative financial liabilities** | | | | | | |
| Commercial paper issued to mutual funds | 75,303.21 | 78,000.00 | 78,000.00 | - | - | - |
| Inter Corporate Deposits | - | - | - | - | - | - |
| Trade and other payables | 3,185.65 | 3,185.65 | 3,185.65 | - | - | - |
| Bank overdraft | - | - | - | - | - | - |
| Other financial liabilities | 63,082.62 | 62,934.34 | 57,001.77 | 5,932.57 | - | - |
| Term Loan from Banks | 20,000.00 | 20,000.00 | 20,000.00 | - | - | - |
| Non convertible debentures | 1,39,419.04 | 1,79,500.00 | 40,000.00 | 72,500.00 | 67,000.00 | - |
| | **3,00,990.52** | **3,43,619.99** | **1,98,187.42** | **78,432.57** | **67,000.00** | **-** |
| **Derivative financial liabilities** | | | | | | |
| Derivatives liabilities at fair value | 7,121.00 | 7,121.00 | 7,121.00 | - | - | - |
| | **7,121.00** | **7,121.00** | **7,121.00** | **-** | **-** | **-** |

(Currency: Indian rupees in lakhs)

| As at 31 March, 2019 | Carrying amount | Total | Contractual cash flows<br>1 year or less | 1-2 years | 2-5 years | More than 5 years |
|---|---|---|---|---|---|---|
| **Non-derivative financial liabilities** | | | | | | |
| Commercial paper issued to mutual funds | 76,567.29 | 77,500.00 | 77,500.00 | - | - | - |
| Inter Corporate Deposits | 14,000.00 | 14,000.00 | 14,000.00 | - | - | |
| Trade and other payables | 3,458.03 | 3,458.03 | 3,458.03 | - | - | - |
| Bank overdraft | 4,117.86 | 4,117.86 | 4,117.86 | - | - | - |
| Other financial liabilities | 1,29,395.78 | 1,29,135.88 | 1,17,710.30 | 11,425.58 | - | - |
| Term Loan from Banks | - | - | - | - | - | - |
| Non convertible debentures | 72,460.15 | 72,460.15 | - | 72,460.15 | - | - |
| | **2,99,999.11** | **3,00,671.92** | **2,16,786.19** | **83,885.73** | **-** | **-** |
| **Derivative financial liabilities** | | | | | | |
| Derivatives liabilities at fair value | 7,122.00 | 7,122.00 | 7,122.00 | - | - | - |
| | **7,122.00** | **7,122.00** | **7,122.00** | **-** | **-** | **-** |

The inflows/(outflows) disclosed in the above table represent the contractual undiscounted cash flows relating to derivative financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives that are net cash-settled and gross cash inflow and outflow amounts for derivatives that have simultaneous gross cash settlement.

**C. Market risk**
Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. The Company is domiciled in India and has its revenues and other transactions in its functional currency i.e. INR. Accordingly the Company is not exposed to any currency risk.

**(ii) Interest rate risk**
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to fixed deposits and borrowings from financial institutions.

**Exposure to interest rate risk**
The interest rate profile of the Company's interest-bearing financial instruments is as follows:

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Zero-rate instruments** | | |
| Financial assets | 4,55,690.82 | 3,63,988.20 |
| Financial liabilities | 73,389.27 | 1,39,975.81 |
| **Fixed-rate instruments** | | |
| Financial assets | 1,17,741.19 | 1,01,982.92 |
| Financial liabilities | 2,34,722.25 | 1,67,145.30 |
| **Variable-rate instruments** | | |
| Financial assets | - | - |
| Financial liabilities | - | - |

**Interest rate sensitivity - fixed rate instruments**
The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not have any designate derivatives (interest rate swaps) except for the following:
1. Financial liability - 0.01% Compulsorily convertible debentures subscribed by Tata Sons Private Limited which are carried at fair value through profit or loss
2. Financial asset - 0.01% Compulsorily convertible debentures invested in TRIL Infopark Limited which are carried at fair value through profit or loss

Since both the instruments are compulsorily convertible in nature, there is no redemption value. Further sensitivity pertaining to risk free rate will not have any impact on fair values due to monte carlo simulation techniques used. Refer Note 42 for valuation techniques used to determine fair value.
Therefore, a change in interest rates at the reporting date would not affect profit or loss for any of these fixed interest bearing financial instruments accounted at fair value througn profit or loss

**Interest rate sensitivity - variable rate instruments**
The Company is having only fixed rate borrowings and fixed rate bank deposits which are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IND AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

**45 Capital Management**
The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The funding requirements are met through a mixture of equity, convertible debt securities, and other borrowings. The Group's policy is to use short-term and long-term borrowings to meet anticipated funding requirements.

The Company monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

The Company's adjusted net debt to equity ratio is as follows:

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Total liabilities (comprising of interest bearing borrowings and interest accrued thereon) | 2,97,656.59 | 2,96,281.18 |
| Less : Cash and cash equivalent | 26,000.30 | 890.69 |
| Adjusted net debt | 2,71,656.29 | 2,95,390.49 |
| Adjusted equity | 2,93,426.62 | 1,98,685.95 |
| Adjusted net debt to adjusted equity ratio | 0.93 | 1.49 |

**46 Events after the balance sheet date**
There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

(Currency: Indian rupees in lakhs)

47 World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 25, 2020 and the Company suspended its operations in all ongoing projects in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company during the lock-down period.

The Company has made detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, investments, inventory, advances, trade receivables, Deferred taxes, other financial and non-financial assets etc. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic, which may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it resumes its activities. Construction at sites has already restarted. Since it is only about thirteen weeks into the pandemic, the Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

**48 Previous Year's Figures**

Previous year figures have been regrouped / reclassified to conform to current half year presentation, wherever considered necessary.

For and on behalf of the Board of Directors of
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

| | | |
|---|---|---|
| **Banmali Agrawala** | **Sanjay Dutt** | **F. N. Subedar** |
| Chairman | Managing Director | Director |
| DIN - 00120029 | DIN - 05251670 | DIN - 00028428 |

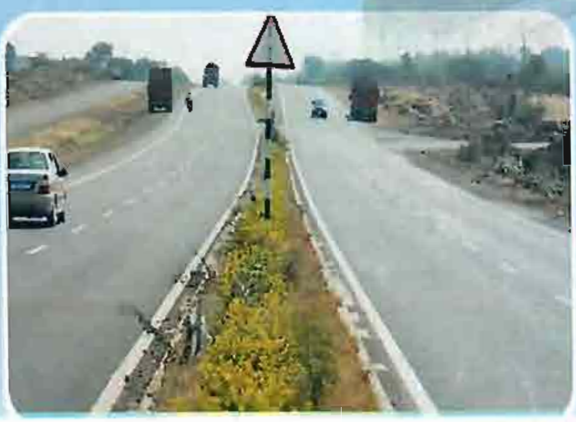
| | |
|---|---|
| **Sanjay Sharma** | **Sudhakar Shetty** |
| Chief Financial Officer | Company Secretary |
| | Membership No: A13200 |

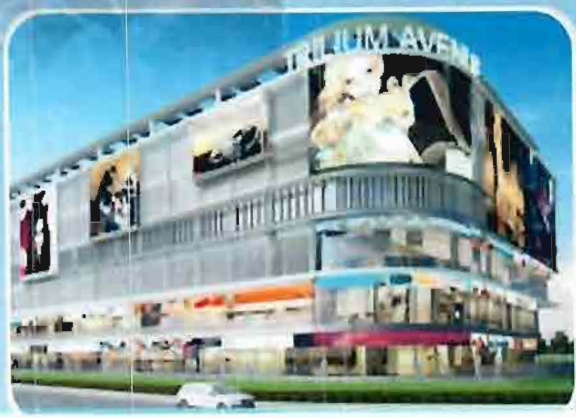
Mumbai
Dated : 06 July 2020

TATA

# TATA REALTY AND INFRASTRUCTURE LTD.

## CONSOLIDATED FINANCIAL STATEMENT FOR THE YEAR 2018-19





**Deloitte**
**Haskins & Sells LLP**

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Maharashtra, India

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# INDEPENDENT AUDITOR'S REPORT

## To The Members of Tata Realty and Infrastructure Limited

## Report on the Audit of the Consolidated Ind AS financial statements

### Opinion

We have audited the accompanying consolidated Ind AS financial statements of Tata Realty and Infrastructure Limited ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") which includes the Group's share of loss in its joint ventures, which comprise the Consolidated Balance Sheet as at 31st March 2019, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated Ind AS financial statements")

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the joint ventures referred to in the Other Matters section below, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS') as amended ("Accounting Standards")], and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2019, and their consolidated loss, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

### Basis for Opinion

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

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Chartered Accountants

**Deloitte**
**Haskins & Sells LLP**

**Information Other than the Financial Statements and Auditor's Report Thereon**

- The Parent's Board of Directors is responsible for the other information. The other information obtained at the date of this auditor's report is included in the Directors Report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

- Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information, compare with the financial statements of the group and, joint ventures audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the group and joint ventures is traced from their financial statements audited by other auditors.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regards.

**Management's Responsibility for the Consolidated Ind AS financial statements**

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its joint ventures in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and its jointly controlled entities/ joint ventures 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, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and joint ventures are responsible for assessing the ability of the Group and of its joint ventures to continue as a going concern, disclosing, as

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applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its joint ventures are also responsible for overseeing the financial reporting process of the Group and of its joint ventures.

**Auditor's Responsibility for the Audit of the Consolidated Ind AS financial statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

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

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express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such branches or entities or business activities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other branches or entities or business activities included in the consolidated Ind AS financial statements, which have been audited by the branch auditors or other auditors, such branch auditors and other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Parent and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Other Matters**

We did not audit the financial statements two subsidiaries, and whose financial statements reflect total assets of Rs. 1,31,571.12 lakhs as at 31st March, 2019, total revenues of Rs. 61,815.73 lakhs and net cash inflows amounting to Rs.1,694.01 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of Rs. 599.14 lakhs for the year ended 31st March, 2019, as considered in the consolidated financial statements, in respect of two joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these group and joint ventures and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid group and joint ventures and associates is based solely on the reports of the other auditors.

Our opinion on the consolidated Ind AS financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the branch auditors and other auditors on the separate financial

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statements/ financial information of the subsidiaries, joint ventures referred to in the Other Matters section above we report, to the extent applicable 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 of the aforesaid consolidated Ind AS financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books, returns and the reports of the other auditors.

c) The reports on the accounts of the branch offices of the Companies included in the Group audited under Section 143(8) of the Act by subsidiaries and jont venture auditors have been sent to us other auditors and have been properly dealt with by us in preparing this report.

d) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

e) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

f) On the basis of the written representations received from the directors of the Parent as on 31st March, 2019 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its, subsidiary companies, and joint venture companies incorporated in India, none of the directors of the Group companies, its associate companies and joint venture companies incorporated in India is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors' reports of the Parent, subsidiary companies, joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.

i) 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,as amended in our opinion and to the best of our information and according to the explanations given to us:

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i) The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, and joint ventures.

ii) Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent/ Holding Company, and its subsidiary companies, associate companies and jointly controlled companies/ joint venture companies incorporated in India.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, 08 May 2019

## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in paragraph g under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

In conjunction with our audit of the consolidated Ind AS financial statements of **Tata Realty and Infrastructure Limited** ("the Parent"/ "the Company") as of and for the year ended 31st March, 2019, we have audited the internal financial controls over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India, its jointly controlled companies, which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and jointly controlled companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and its jointly controlled companies, which are companies incorporated in India, based on our audit and based on the consideration of reports of the other auditors on separate Ind AS financial statements of the subsidiaries and joint ventures referred to below in the Other Matters paragraph. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures

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selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of subsidiary companies and jointly controlled companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and its jointly controlled companies, which are companies incorporated in India.

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

**Opinion**

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies and jointly controlled companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2019, based on the criteria for internal financial control over financial reporting established by the respective companies 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.

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Chartered Accountants

**Other Matters**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to two subsidiary companies and two jointly controlled companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matters.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Kalpesh J. Mehta
Partner
Membership No. 48791

Mumbai, 08 May 2019

# Tata Realty and Infrastructure Limited

## Consolidated Balance Sheet as at 31 March 2019

(Currency: Indian rupees in lakhs)

| | Note | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **I ASSETS** | | | |
| **1 Non-current assets** | | | |
| (a) Property, plant and equipment | 3 | 3,906 | 3,608 |
| (b) Capital work-in-progress | 5 | 121 | 118 |
| (c) Intangible assets | 8 | 71 | 82 |
| (d) Investment property | 4 | 362,000 | 367,664 |
| (e) Investment property under construction | 6 | 141,468 | 112,817 |
| (f) Goodwill on consolidation | | 21,216 | 21,966 |
| (g) Intangible assets under development under SCA | 7 | 224,165 | 143,353 |
| (h) Intangible assets under SCA | 8 | 45,354 | 37,655 |
| (i) Financial assets | | | |
| (i) Investments in Joint Ventures | 9 | 73,130 | 63,290 |
| (ii) Other Investments | 10 | 23 | 25 |
| (iii) Other Financial assets | 11 | 1,677 | 1,669 |
| (j) Deferred tax assets (Net) | 12 | 6,456 | 7,244 |
| (k) Non current tax assets (Net) | 13 | 10,889 | 9,571 |
| (l) Other non-current assets | 14 | 26,275 | 29,727 |
| **Non-current assets** | | 916,751 | 798,789 |
| **2 Current assets** | | | |
| (a) Inventories | 15 | 43,718 | 44,432 |
| (b) Financial assets | | | |
| (i) Trade and other receivables | 16 | 2,846 | 5,787 |
| (ii) Cash and cash equivalents | 17 | 5,921 | 7,141 |
| (iii) Bank balances other than (ii) above | 18 | 1,579 | 345 |
| (iv) Other Investments | 19 | 1,383 | 7,958 |
| (v) Short-term loans and advances | 20 | 3,054 | 5,020 |
| (vi) Other Financial assets | 21 | 1,981 | 1,320 |
| (c) Other current assets | 22 | 5,388 | 7,425 |
| **Current assets** | | 65,870 | 79,428 |
| **TOTAL ASSETS** | | 982,621 | 878,217 |
| **II. EQUITY AND LIABILITIES** | | | |
| **1 Equity** | | | |
| (a) Equity share capital | 23 | 101,731 | 101,731 |
| (b) Other equity | 24 | (78,836) | (53,875) |
| Equity attributable to owners | | 22,895 | 47,856 |
| (c) Non-controlling interests | | 6,617 | 6,826 |
| | | 29,512 | 54,682 |
| **2 Non-Current Liabilities** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 25 | 544,488 | 580,326 |
| (ii) Other financial liabilities | 26 | 103,165 | 89,261 |
| (b) Long-term provisions | 27 | 3,260 | 2,237 |
| (c) Deferred tax liabilities (Net) | 28 | 1,584 | 454 |
| (d) Other non-current liabilities | 29 | 11,440 | 11,546 |
| | | 663,937 | 683,824 |
| **3 Current liabilities** | | | |
| (a) Financial liabilities | | | |
| (i) Short term borrowings | 30 | 100,574 | 61,296 |
| (ii) Trade and other payables | 31 | 9,468 | 10,722 |
| (iii) Other financial liabilities | 32 | 169,725 | 59,220 |
| (b) Other current liabilities | 33 | 7,354 | 6,362 |
| (c) Short term provisions | 34 | 263 | 114 |
| (d) Current tax liabilities (Net) | 35 | 1,788 | 1,397 |
| | | 289,172 | 139,711 |
| **TOTAL EQUITY AND LIABILITIES** | | 982,621 | 878,217 |
| **Significant accounting policies** | 2 | | |
| **Notes to the consolidated Ind AS financials statements** | 3-60 | | |

The notes referred above form an integral part of these consolidated Ind AS financial statements
As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**For and on behalf of the Board of Directors of Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

Kalpesh J. Mehta
Partner

Banmali Agrawala
Chairman
DIN - 00120029

Sanjay Dutt
Managing Director
DIN - 05251670

F. N. Subedar
Director
DIN - 00028428

Rajiv Sabharwal
Director
DIN - 00057333

S. Santhanakrishnan
Director
DIN - 00032049

Neera Saggi
Director
DIN - 00501029

Sanjay Sharma
Chief Financial Officer

Vinay Gaokar
Company Secretary
Membership No: A6120

Mumbai
May 8, 2019

Mumbai
May 8, 2019

## Tata Realty and Infrastructure Limited

### Consolidated Statement of Profit and Loss for the year ended 31 March 2019

(Currency: Indian rupees in lakhs)

| | | Note | 31 March 2019 | 31 March 2018 |
|---|---|---|---|---|
| I | Revenue from operations | 36 | 167,816 | 127,862 |
| II | Other income | 37 | 6,616 | 3,395 |
| III | **Total income (I+II)** | | 174,432 | 131,257 |
| IV | **Expenses** | | | |
| | Cost of flats sold | 38 | 6,122 | 4,497 |
| | Construction costs | 39 | 83,095 | 57,023 |
| | Employee benefit expenses | 40 | 8,259 | 8,229 |
| | Finance costs | 41 | 52,055 | 54,471 |
| | Depreciation and amortization expense | 3/4/8 | 16,858 | 17,600 |
| | Other expenses | 42 | 28,555 | 28,650 |
| | **Total expenses (IV)** | | 194,944 | 170,470 |
| V | **Loss before exceptional items, share of profits (net) and tax (III- IV)** | | (20,512) | (39,213) |
| | Add: Share of (loss) from associates | | | |
| | Add: Share of (loss) from joint ventures | | (633) | (1,023) |
| VI | **Loss before exceptional items and tax** | | (21,145) | (40,236) |
| VII | Exceptional items | | - | - |
| VIII | **Loss before tax (VI-VII)** | | (21,145) | (40,236) |
| IX | Tax Expenses | | | |
| | Current tax | | 864 | 799 |
| | Deferred tax charge / (credit) | | 1,906 | (1,007) |
| | Current tax expenses relating to prior years | | - | 262 |
| X | **Loss for the year (VIII-IX)** | | (23,915) | (40,290) |
| | Less: Share in loss transferred to non-controlling interest | | (222) | (92) |
| XI | **Loss for the year attributable to owners** | | (23,693) | (40,198) |
| XII | Other Comprehensive Income | | | |
| | A **(i) Items that will not be reclassified to profit or loss** | | | |
| | Remeasurements of defined benefit liability (asset) | | 55 | 35 |
| | Equity instruments fair valued through OCI | | - | - |
| | Income tax relating to items that will not be reclassified to profit or loss | | (14) | (9) |
| | B **(ii) Items that will be reclassified to profit or loss** | | | |
| | Income tax relating to items that willbe reclassified to profit or loss | | - | - |
| | Share of other comprehensive income of associates, joint ventures accounted for using equity method | | - | - |
| XIII | Total Comprehensive Income for the year (XI+XII) (Comprising Loss and Other Comprehensive Income for the year after non-controlling interest) | | (23,652) | (40,172) |
| XIV | Earnings per equity share : (Face Value per share Rs 10 each) | | | |
| | (1) Basic | 43 | (2.33) | (3.95) |
| | (2) Diluted | | (2.33) | (3.95) |

**Significant accounting policies** 2

**Notes to the consolidated Ind AS financials statements** 3-60

The notes referred above form an integral part of these consolidated Ind AS financial statements

As per our report of even date attached

For DELOITTE HASKINS & SELLS LLP
*Chartered Accountants*
(Firm's Registration No 117366W/W-100018)

For and on behalf of the Board of Directors of
Tata Realty and Infrastructure Limited
CIN No: U70102MH2007PLC168300

Kalpesh J. Mehta
Partner

Banmali Agrawala
Chairman
DIN - 00120029

Sanjay Dutt
Managing Director
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DIN - 00032049

Neera Saggi
Director
DIN - 00501029

Sanjay Sharma
Chief Financial Officer

Vinay Gaokar
Company Secretary
Membership No A6120

Mumbai
May 8, 2019

Mumbai
May 8, 2019

Tata Realty and Infrastructure Limited

**Consolidated statement of cash flows as at 31 March 2019**

(Currency. Indian rupees in lakhs)

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| A | **Cash flows from operating activities :** | | |
| | **(Loss) before tax** | (21,145) | (40,236) |
| | *Adjusted for.* | | |
| | Depreciation and amortisation | 16,858 | 17,600 |
| | Excess provision written back | (177) | |
| | (Gain) on sale of current investments | (273) | (161) |
| | Provision for Major Maintenance | 1,011 | 931 |
| | Mark to Market Gain on Forward / Derivative Contracts | (3,329) | 1,732 |
| | Gain on re-valuation of Investments | (100) | (118) |
| | Provision for doubtful and bad debts | 322 | 94 |
| | Advance written off | 4,050 | 16 |
| | Interest income | (1,953) | (1,912) |
| | Finance costs (including MTM on forward contract) | 52,055 | 54,471 |
| | Share of profit (loss) from joint ventures and associates | 633 | 1,022 |
| | Sundry Liabilities/ Provision written off | - | 122 |
| | Profit on sale of fixed assets | - | (124) |
| | Impairment loss | 750 | 5,219 |
| | Provision for Employee Benefits | 156 | 113 |
| | Reversal of provision for compensated | - | - |
| | Loss on sale of propety, plant and equipment | 31 | 41 |
| | | 70,034 | 79,046 |
| | **Operating profit before working capital changes** | 48,889 | 38,810 |
| | **Changes in working capital** | | |
| | Decrease in Trade Receivables | 1,315 | 1,004 |
| | Decrease in Inventories | 714 | 8,850 |
| | Decrease in Loans & Advances, Other Financial Assets and Other Current Assets | 7,995 | 2,681 |
| | Decrease in Trade payables | (1,254) | (2,066) |
| | Increase / (decrease) in Other financial liabilities, current and non current liabilities and provision | (2,769) | 8,030 |
| | | 6,001 | 18,500 |
| | **Cash flows generated from operations** | 54,890 | 57,309 |
| | Taxes paid (net of refund received) | (2,390) | (1,808) |
| | **Net cash flows generated from operating activities** | 52,500 | 55,501 |
| B | **Cash flows from investing activities :** | | |
| | Payment for purchase and construction of property plant and equipment | (83,018) | (64,518) |
| | Proceeds on sale of fixed assets | 103 | 304 |
| | Purchase of investment property / investment property under construction | (38,022) | (25,688) |
| | Investment in joint ventures | (10,470) | (7,981) |
| | Proceeds from sale of investments in mutual funds | 152,375 | 35,185 |
| | Investment in in mutual funds | (145,428) | (24,256) |
| | Investment in fixed deposits (net) under lien | (1,234) | (274) |
| | Acquisition of subsidiaries/ joint ventures | - | (24,122) |
| | Interest received | 2,192 | 1,752 |
| | **Net cash flows (used in) investing activities** | (123,502) | (109,598) |
| C | **Cash flows from financing activities :** | | |
| | Proceeds / (Repayment) from short term borrowings (net) | 39,278 | (132,172) |
| | Proceeds from long term borrowings | 125,585 | 412,380 |
| | (Repayment) of long term borrowings | (36,479) | (185,575) |
| | Proceeds from Minority Interest | 13 | - |
| | Finance costs paid | (58,615) | (52,354) |
| | **Net cash generated from financing activities** | 69,782 | 42,279 |
| | **Net (decrease) in cash and bank balances (A+B+C)** | (1,220) | (11,818) |
| | Cash and bank balances, beginning of the year | 7,141 | 18,714 |
| | Increase in cash and cash equivalents on account of acquisition of subsidiary | - | 245 |
| | Cash and bank balances, end of year (refer note 17) | 5,921 | 7,141 |

DELOITTE HASKINS & SELLS LLP CHARTERED ACCOUNTANTS

Tata Realty And Infrastructure Limited Mumbai

## Tata Realty and Infrastructure Limited
### Consolidated statement of cash flows as at 31 March 2019 *(Continued)*
(Currency, Indian rupees in lakhs)

Notes:

1) Cash and bank balances include the following :

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Cash and cash equivalents** | | |
| Cash balance | 93 | 72 |
| Balance with scheduled banks: | | |
| - in current accounts | 2,099 | 4,034 |
| - in deposit accounts | 3,729 | 3,035 |
| | 5,921 | 7,141 |

| | |
|---|---|
| **Significant accounting policies** | 2 |
| **Notes to the consolidated Ind AS financial statements** | 3-60 |

The notes referred above form an integral part of these consolidated Ind AS financial statements
As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Kalpesh J. Mehta**
Partner

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Rajiv Sabharwal**
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**S. Santhanakrishnan**
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DIN - 00032049

**Neera Saggi**
Director
DIN - 00501029

**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No. A6120

Mumbai
May 8, 2019

Mumbai
May 8, 2019

# Tata Realty and infrastructure Limited

## Consolidated statement of changes in equity as at 31 March 2019

(Currency Indian rupees in lakhs)

| (a) Equity share capital | Notes | 31-Mar-18 Amount | 31-Mar-18 Amount |
|---|---|---|---|
| Balance as at 1 April | | 101,731 | 101,731 |
| Changes in equity share capital during the year | 23 | - | - |
| **Balance as at 31 March** | | **101,731** | 101,731 |

**(b) Other equity**

| Particulars | Attributable to the owners of the parent | | | | | | Non-controlling interests | Total |
|---|---|---|---|---|---|---|---|---|
| | Reserves and surplus | | | Other comprehensive income | | Total other equity | | |
| | Capital reserve | Securities Premium | Retained Earnings | FVOCI - equity instruments | Defined benefit plan adjustment | | | |
| **Balance as at 1 April 2017** | 6,487 | 15,769 | (35,158) | 806 | (40) | (12,136) | 6,550 | (5,586) |
| Loss for the year | - | - | (40,198) | - | - | (40,198) | (92) | (40,290) |
| Reversal of capital reserve during the year | (1,576) | (0) | - | - | - | (1,576) | - | (1,576) |
| Remeasurements of defined benefit | - | - | - | - | 35 | 35 | | 35 |
| Issue of New Shares / CCD in Subsidiaries | - | - | - | - | - | - | 368 | 368 |
| Other comprehensive income for the year | - | - | - | - | (9) | (9) | - | (9) |
| Consolidation Adjustments | - | - | 9 | - | - | 9 | - | 9 |
| FVOCI transfer to Retained Earnings | - | - | 806 | (806) | - | - | - | - |
| **Balance as at 31 March 2018** | 4,911 | 15,769 | (74,541) | - | (14) | (53,875) | 6,826 | (47,049) |
| Loss for the year | - | - | (23,693) | - | - | (23,693) | (222) | (23,915) |
| Remeasurements of defined benefit | - | - | - | - | 55 | 55 | | 55 |
| Issuse of New Shares / CCD in Subsidiaries | - | - | - | - | - | - | 13 | 13 |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | (14) | (14) | - | (14) |
| Consolidation Adjustments | - | - | (5) | - | - | (5) | - | (5) |
| Transition adjustment due to application of IND AS 115 | - | - | (1,304) | - | - | (1,304) | - | (1,304) |
| **Balance as at 31 March 2019** | 4,911 | 15,769 | (99,543) | - | 27 | (78,836) | 6,617 | (72,220) |

**Significant accounting policies** 2

**Notes to the consolidated Ind AS financials statements** 3-60

The notes referred above form an integral part of these consolidated Ind AS financial statements

As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No 117366W/W-100018)

**Kalpesh J. Mehta**
Partner

Mumbai
May 8, 2019

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No. U70102MH2007PLC168300

**Banmali Agrawala**
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**Sanjay Sharma**
Chief Financial Officer

**Vinay Gaokar**
Company Secretary
Membership No. A6120

Mumbai
May 8, 2019

(Currency: Indian rupees in lakhs)

## 1 Background and basis of preparation

### 1A Background

Tata Realty & Infrastructure Limited ("TRIL" or 'the Group') along with its subsidiaries, joint ventures and associates, collectively referred to as the "the Group' is engaged in the business of investment advisory services, project management consultancy services and real estate and infrastructure development. The parent company is a wholly owned subsidiary of Tata Sons Private Limited.

### 1B Basis of preparation

**(a) Statement of compliance**

These Consolidated Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

**(b) Going Concern**

As at March 31, 2019, the Group is having :
- accumulated losses of INR 99,543 Lakhs.
- current liabilities exceeding its current assets by INR 104,502 Lakhs.
- repayment of INR. 1,18,800 Lakhs pertaining to the current portion of the long term debt (NCD) due in next 12 months
- cash losses during the current year and previous year

All of the above may indicate doubt about the Group's ability to continue as a going concern.

The Board of Directors of the parent company have assessed going concern ability considering the following factors

- Negative working capital is on account of management decision to borrow short-term funds through commercial papers considering benefits of interest arbitrage under current economic scenario

- The parent company has credit ratings of AA and A1+ from two credit rating agencies which supports raising of long-term funds or refinance short-term loans on a need basis respectively. Based on the credit rating, the parent company has a long-term borrowing limit of INR 80,000 lakhs and short-term borrowing limit of INR 1,00,000 lakhs. The parent company has a term sheet from a bank for long term funding upto INR 1,00,000 lakhs.

- The Board of Directors has approved rights issue of INR 3,60,000 lakhs approximately through equity capital from the parent i.e. Tata Sons Private Limited. The Board of Directors are confident that the same will be fully subscribed and thereby the Authorized Capital is realigned to accommodate the above rights issue

- The Board of Directors of the parent company are actively considering disposal of certain projects which are not strategically important to the business and yield positive cashflows in the next 12 months.

Hence in the opinion of the Board of Directors, the Group is able to continue as going concern. Accordingly, the financial statements have been prepared on a going concern basis.

**(c) Functional and presentation currency**

These Consolidated financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupess (INR) and all amounts have been rounded-off to the nearest lakhs with two decimals, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

**(d) Basis of measurement**

The Consolidated Ind AS financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value

1 Certain financial assets and liabilities (including derivative instruments)
2 Defined benefit plans – plan assets measured at fair value

**(e) Critical accounting judgements and key sources of estimation of uncertainity**

In preparing these Consilidated Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates
Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively

**(i) Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the Ind AS financial statements is included in the following notes.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

**(ii) Control**

If the Group owns less than one-half of the voting power and it is able to control the company which inter-alia provides the Group with power to appoint majority of the board of directors and power over relevant activities. Consequently, the Group consolidates its investment in the company.(Refer Note No. 52(a))

If the Group owns more than one-half of the voting power but it does not have control over the Companies then the Group has joint control over the companies. In other words, decisions about the relevant activities - i.e. those that significantly affect the returns of the arrangement - require the affirmative consent of the investors. Consequently, the Group has classified its interest in these companies as jointly controlled entity. (Refer Note no. 52(b))

**(iii) Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2019 is included in the following notes:

Note - impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on acquired intangible assets (goodwill); Useful life of Property, plant and equipment

Note - recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;

Note - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources

Note - measurement of defined benefit obligations: key actuarial assumptions;

Note - acquisition of subsidiary: fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis; and

Note - determining the fair value of investments on the basis of significant unobservable inputs;

Note - impairment of financial assets.

**(f) Measurement of fair values**

The Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Group has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

**(g) Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

**2.01 Basis of consolidation**

**(i)** *Subsidiaries*

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. InterGroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

(ii) *Joint arrangements*

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The group has only joint ventures.

(iii) *Joint ventures*

Joint ventures are entities over which the group has joint control along with another entity. Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date.

(iv) *Associates*

Associates are entities over which the group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date.

**2.02 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the Group.

The Managing Director assesses the financial performance and position of the Group and makes strategic decisions and is identified as being the chief operating decision maker for the Group. Refer note 46 for segment information presented.

**2.03 Revenue recognition**

(i) **Sale of completed property**

Revenue from sale of completed property (residential and commercial) is recognised when:

1. The Company has transferred to the buyer significant risk and rewards of ownership of the completed property;
2. The Company retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the completed property sold;
3. The amount of revenue can be measured reliably;
4. It is probable that the economic benefit associated with the transaction will flow to the Company, and
5. Cost incurred or to be incurred in respect of the transaction can be measured reliably.

(ii) **Service concession arrangements**

Concession arrangements are recognized in accordance with Appendix C of Ind AS 115, Service Concession Arrangements. It is applicable to concession arrangements comprising a public service obligation and satisfying all of the following criteria:

the concession grantor controls or regulates the services to be provided by the operator using the asset, the infrastructure, the beneficiaries of the services and prices applied;

the grantor controls the significant residual interest in the infrastructure at the end of the term of the arrangement.

Pursuant to Appendix C of Ind AS 115, such infrastructures are not recognized in assets of the operator as property, plant and equipment but in financial assets ("financial asset model") and/or intangible assets ("intangible asset model") depending on the remuneration commitments given by the grantor.

The intangible asset model applies where the operator is paid by the users or where the concession grantor has not provided a contractual guarantee in respect of the recoverable amount. The intangible asset corresponds to the right granted by the concession grantor to the operator to charge users of the public service in remuneration of concession services.

Intangible assets resulting from the application of Appendix C of Ind AS 115 are recorded in the financial statements as intangible assets. The Group accounts for such intangible asset (along with the present value of committed payments towards concession arrangement to the grantor at the appointed date e.g. Negative Grant, premium etc.) in accordance with the provisions of Ind AS 38 and is amortized based on projected traffic count or revenue, as detailed in Note 2.07(ii), taking into account the estimated period of commercial operation of infrastructure which generally coincides with the concession period and are amortized, generally on a straight-line basis, over the contract term.

Under the intangible asset model, revenue includes:

revenue recorded on a completion basis for assets and infrastructure under construction (in accordance with IND AS 115);

charges collected from users.

However, in certain concession arrangements, contracts may include a payment commitment on the part of the concession grantor covering only part of the investment, with the balance covered by amount charged to users. Where this is the case, the investment amount guaranteed by the concession grantor is recognized under the financial asset model and the residual balance is recognized under the intangible asset model. Financial assets resulting from that are recorded in the financial statements under the heading other financial assets and recognized at amortized cost.

Further, where infrastructure is partly regulated and partly unregulated, the portion of infrastructure that is physically separable and capable of being operated independently and meets definition of cash generating unit as defined under Ind AS 36 is analysed separately if it is used wholly for unregulated purposes.

(iii) **Rendering of services**

Asset management fees and Project management consultancy fees are recognized in accordance with terms of agreement with customers.

(iv) **Rental income**

Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease except where the rentals are structured to increase in line with expected general inflation. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Rental income from sub-leasing is also recognised in a similar manner and included under other income.

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**Notes to the consolidated Ind AS financial statements**
*for the year ended 31 March 2019*

(Currency Indian rupees in lakhs)

**(v) Interest and dividend:**
A dividend is recognized as revenue when the right to receive payment has been established. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

**2.04 Government grants**

Grants from the government are initially recognised as deferred income at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions, they are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset

Grants that compensate the Group for expenses incurred are recognised in profit or loss on a systematic basis in the periods in which the expenses are recognised

**2.05 Property, plant and equipment**

**(i) Recognition and measurement**
Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.
The cost of an item of property, plant and equipment comprises:
a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by
c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired
Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.
If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss

**(ii) Subsequent expenditure**
Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

**2.05 Property, plant and equipment** ***(Continued)***

**(iii) Depreciation**
Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.
Depreciation is provided using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act. Depreciation is charged on a monthly pro-rata basis for assets purchased or sold during the year.
In the following cases, the useful life is less than the corresponding useful life prescribed in Part 'C' of Schedule II of the Act, based on internal technical evaluation, taking into account the nature of the assets, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.

| | |
|---|---|
| Plant & Machinery | 8-15 years |
| Furniture & Fixture | 6-10 years |
| Office equipments | 3-6 years |
| Computers | 3-4 years |
| Motor Vehicles | 5-7 years |
| Commercial building | 5-32 years |

Leasehold land and leasehold improvements are amortised over the lease period
Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.
Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/ (losses)

**2.06 Investment property**
Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

**Investment property under construction**
Property that is being constructed for future use as investment property is accounted for as investment property under construction until construction or development is complete. All costs which are directly attributable to construction of the investment property are capitalized.

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**2.07 Intangible assets**

**Goodwill**

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually. It is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

Intangible assets comprise application software purchased, which are not an integral part of the related hardware, and are amortized on a written down value basis over a period of ten years, which in Management's estimate represents the period during which the economic benefits will be derived from their use.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific to which it relates.

**Intangible assets under development**

**(i) Passenger ropeway facility**

Intangible assets comprise a right to charge users for passenger ropeway facility, which is currently under development. The cost of intangible assets acquired in exchange of monetary or non-monetary assets is measured at fair value unless (a) the exchange transaction lacks commercial substance or (b) the fair value of neither the asset received nor the asset given up is reliably measurable. If acquired asset cannot be measured at fair value, its cost is measured at the carrying amount of the asset given up. The fair value of the asset is measured with reference to the fair value of construction services provided.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific to which it relates.

**(ii) Toll collection right**

Toll collection rights representing right to receive fees from users of facility are obtained in consideration for rendering construction, operation and maintenance services in relation to building and maintenance of the project on Build, Operate and Transfer basis. The consideration received in a service concession arrangement is measured at fair value upon initial recognition, i.e. construction cost. Subsequent to initial recognition the intangible asset is measured at cost, which includes capitalised borrowing costs, less accumulated amortisation and accumulated impairment losses.

**Amortization of concession intangible assets**

Amortization of intangible asset under SCA The intangible rights relating to infrastructure assets, which are recognized in the form of right to charge users of the infrastructure asset are amortized by taking proportionate of actual traffic count for the period over total projected traffic count from project to cost ofintangible assets, i.e. proportionate of actual traffic for the period over total projected traffic count from the intangible assets expected to be earned over the balance concession period as estimated by the management. However with respect to toll road assets constructed and in operation as at March 31, 2016, the amortization of such intangible rights are based on actual revenue earned compared to total projected revenue from the project over the balance concession period to cost intangible assets, instead of traffic count. Total projected revenue / traffic count is reviewed at the end of each financial year and is adjusted to reflect any changes in the estimates which lead to the actual collection at the end of the concession period.

**2.08 Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

The recoverable amount is higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

**2.09 Borrowing cost**

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

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

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

**2.10 Leases**

**(i) Determining whether an arrangement contains a lease**

An arrangement, which is not in the legal form of a lease, should be accounted for as a lease, if

a) fulfilment of the arrangement is dependent on the use of a specific asset or assets (the asset), and

b) the arrangement conveys a right to use the asset.

At inception of an arrangement, the Group determines whether the arrangement is or contains a lease.

At inception or on reassessment of an arrangement that contains a lease, the Group separates payments and other consideration required by the arrangement into those for the lease and those for other elements.

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**(ii) Finance lease**

Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Assets given under finance leases are recognised as a receivable at an amount equal to the net investment in the lease Finance income is allocated over the lease term on a systematic and rational basis. This income allocation is based on a pattern reflecting a constant periodic return on the net investment in the finance lease.

Minimum lease payments, for assets taken under finance lease, are apportioned between the finance expense and the reduction of the outstanding liability The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability

**(iii) Operating lease**

Agreements which are not classified as finance leases are considered as operating lease.

Payments made under operating leases are recognised in profit or loss Lease incentives received are recognised as an integral part of the total lease expense, over the lease term. Lease payments under an operating lease are recognised as an expense on a straight line basis over the lease term unless the payments to lessor are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

Payments received under operating leases are recognised in profit or loss. Lease incentives received are recognised as an integral part of the total lease income, over the lease term Lease receipts under an operating lease are recognised as income on a straight line basis over the lease term unless the receipts from the lessee are structured to increase in line with expected general inflation to compensate for the Group's expected inflationary cost increases

**2.11 Income-tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI

**(i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Group will pay normal tax. Accordingly, MAT is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Group.

Current tax assets and liabilities are offset only if, the Group

a) has a legally enforceable right to set off the recognised amounts, and

b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously

**(ii) Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset only if:

a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and

b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

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**2.12 Business combinations**

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business,
- equity interests issued by the group; and
- Fair value of any asset or liability resulting from a contingent consideration arrangement

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- Acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill

If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

**2.13 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**2.14 Inventories**

Direct expenses like land cost, development rights, site labour cost, material used for project construction, cost of borrowing, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are taken as the cost of the project work in progress and cost of unsold flats

Material at site comprise of building material, components, stores and spares.
Inventories are valued at lower of cost or net realizable value, cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale

**2.15 Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

**(i) Financial assets**

**Classification**
The Group shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i e , the date that the Group commits to purchase or sell the asset.

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**Debt instruments**

§ A 'debt instrument' is measured at the amortised cost if both the following conditions are met

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

§ After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.

§ Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

**Equity instruments**

§ The group subsequently measures all equity investments in companies other than equity investments in, joint ventures and associates at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the group's right to receive payments is established.

**De-recognition**

§ A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

§ The rights to receive cash flows from the asset have expired, or

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

§ When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure.

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

b) Lease receivables

c) Trade receivables

The Group follows 'simplified approach' for recognition of impairment loss allowance on

§ Trade receivables which do not contain a significant financing component

§ All lease receivables resulting from transactions

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

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

**2.15 Financial instruments** *(Continued)*

**Derivative contracts**

The group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including foreign exchange forward contracts, interest rate swaps and cross currency swaps. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resuting gain/loss is recognised in profit or loss immediately.

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**(ii) Financial liabilities**

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.

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

This category generally applies to interest-bearing loans and borrowings.

Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

**Derecognition**

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

**Embedded derivatives**

If the hybrid contract contains a host that is a financial asset within the scope Ind-AS 109, the Group does not separate embedded derivatives. Rather, it applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows

**Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

**Derivative financial instruments**

The Group uses derivative financial instruments, such as foreign exchange forward contracts and interest rate swaps to manage its exposure to interest rate and foreign exchange risks. For contracts where hedge accounting is not followed, such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit or loss account. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative

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**2.16 Employee benefits**

**(i) Short-term employee benefits**

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(ii) Compensated absences**

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

**(iii) Defined contribution plans**

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

**(iv) Defined benefit plans**

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**(v) Other long-term employee benefits**

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement are recognised in profit or loss in the period in which they arise.

**2.17 Provisions**

Long-term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

**Onerous contracts**

A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

**2.18 Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

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**2.19 Recent Indian Accounting Standards (Ind AS)**

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which the Group has not applied as they are effective from April 1, 2019.

**Ind AS - 116**

Ind AS 116 will replace the existing leases standard, Ind AS 17 Leases. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The Group will adopt Ind AS 16, effective annual reporting period beginning April 1, 2019.

**Ind AS 12 Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments)**

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement.

**Ind AS 109 – Prepayment Features with Negative Compensation**

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative The Compensation payments. The Group does not expect this amendment to have any impact on its financial statements.

**Ind AS 19 – Plan Amendment, Curtailment or Settlement**

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re-measurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Group does not expect this amendment to have any significant impact on its financial statements.

**Ind AS 23 – Borrowing Costs**

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Group does not expect any impact from this amendment.

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## Notes to the Consolidated financial statements

*for the year ended 31 March 2019*

(Currency Indian rupees in lakhs)

**Note 3**

**Property, plant and equipment**

| | Tangible Assets | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| **Particulars** | **Leasehold improvements** | **Freehold land** | **Buildings** | **Plant & Machinery** | **Furniture and fixtures** | **Electrical fittings** | **Computers** | **Office equipments, Mobile and Other Euipments** | **Motor vehicles** | **Total of Tangible Assets** |
| **Cost** | | | | | | | | | | |
| **At 31 March 2017** | - | 1,145 | 16 | 39 | 474 | 120 | 395 | 438 | 107 | 2,734 |
| On account Acquisition of Subsidiaries | - | 1,473 | - | 153 | 6 | - | 8 | 3 | 37 | 1,680 |
| Additions | 8 | - | 25 | 71 | 37 | - | 55 | 85 | 134 | 415 |
| Disposals | - | (2) | - | - | (30) | - | (12) | (25) | (21) | (90) |
| **At 31 March 2018** | 8 | 2,616 | 41 | 263 | 487 | 120 | 446 | 501 | 257 | 4,739 |
| On account Acquisition of Subsidiaries | - | - | - | - | - | - | - | - | - | - |
| Additions | 467 | - | - | 8 | 40 | 3 | 30 | 110 | 14 | 672 |
| Disposals | - | - | - | (0) | (29) | - | (2) | (20) | (44) | (95) |
| **At 31 March 2019** | 475 | 2,616 | 41 | 271 | 498 | 123 | 474 | 591 | 227 | 5,316 |
| | | | | | | | | | | |
| **Depreciation / amortisation and impairment** | | | | | | | | | | |
| **At 31 March 2017** | - | - | 0 | 5 | 266 | 63 | 259 | 209 | 31 | 833 |
| On account Acquisition of Subsidiaries | - | - | - | 28 | 5 | - | 8 | 2 | 16 | 59 |
| Charge for the year | 1 | - | 3 | 29 | 74 | 15 | 74 | 77 | 38 | 311 |
| Disposals | - | - | - | - | (19) | - | (12) | (23) | (18) | (72) |
| **At 31 March 2018** | 1 | - | 3 | 62 | 326 | 78 | 329 | 265 | 67 | 1,131 |
| On account Acquisition of Subsidiaries | - | - | - | - | - | - | - | - | - | - |
| Charge for the year | 31 | - | 5 | 31 | 58 | 12 | 69 | 78 | 30 | 314 |
| Disposals | - | - | - | (0) | (8) | - | (1) | (9) | (17) | (35) |
| **At 31 March 2019** | 32 | - | 8 | 93 | 376 | 90 | 397 | 334 | 80 | 1,410 |
| | | | | | | | | | | |
| **Net Block as at 31 March 2018** | 7 | 2,616 | 38 | 201 | 161 | 42 | 117 | 236 | 190 | 3,608 |
| **Net Block as at 31 March 2019** | 443 | 2,616 | 33 | 178 | 122 | 33 | 77 | 257 | 147 | 3,906 |

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## Tata Realty and Infrastructure Limited

**Notes to the Consolidated financial statements**

*for the year ended 31 March 2019*

(Currency: Indian rupees in lakhs)

Note 4

**Investment Property**

| Particulars | Freehold land | Lease hold land | Buildings | Computers | Furniture and fixtures | Office equipments | Electrical fittings | Plant & Machinery | Total |
|---|---|---|---|---|---|---|---|---|---|
| **Cost** | | | | | | | | | |
| **At 31 March 2017** | 20,688 | 141,279 | 233,386 | 129 | 490 | 924 | 11,775 | 34,861 | 443,532 |
| Additions | - | - | 1,935 | - | 0 | 249 | 130 | 477 | 2,791 |
| Disposals | - | - | - | - | - | - | - | (674) | (674) |
| **At 31 March 2018** | 20,688 | 141,279 | 235,321 | 129 | 490 | 1,173 | 11,905 | 34,664 | 445,649 |
| Addition on Amalgamation / merger | - | - | - | - | - | - | - | - | - |
| Additions | - | - | 7,628 | - | 35 | 91 | 57 | 1,623 | 9,434 |
| Disposals | - | - | - | - | - | (3) | (0) | (669) | (672) |
| **At 31 March 2019** | 20,688 | 141,279 | 242,949 | 129 | 525 | 1,261 | 11,962 | 35,618 | 454,411 |
| | | | | | | | | | - |
| **Depreciation / amortisation and impairment** | | | | | | | | | - |
| **At 31 March 2017** | 5,724 | 12,319 | 32,005 | 102 | 266 | 82 | 2,955 | 10,081 | 63,534 |
| Impairement loss (Refer Note below) | 467 | - | - | - | - | - | - | - | 467 |
| Charge for the year | - | 1,431 | 8,405 | 18 | 36 | 70 | 1,106 | 3,304 | 14,373 |
| Reversal of impairment loss (Refer Note below) | - | - | - | - | - | - | - | (389) | (389) |
| **At 31 March 2018** | 6,191 | 13,753 | 40,410 | 120 | 302 | 152 | 4,061 | 12,996 | 77,985 |
| Impairement loss (Refer Note below) | - | - | - | - | - | - | - | - | - |
| Charge for the year * | - | 1,427 | 9,171 | 8 | 38 | 127 | 1,137 | 3,127 | 15,035 |
| Disposals | - | - | - | - | - | (2) | (0) | (607) | (609) |
| **At 31 March 2019** | 6,191 | 15,180 | 49,581 | 128 | 340 | 277 | 5,198 | 15,516 | 92,411 |
| **Net Block as at 31 March 2018** | 14,497 | 127,526 | 194,911 | 9 | 188 | 1,021 | 7,844 | 21,668 | 367,664 |
| **Net Block as at 31 March 2019** | 14,497 | 126,099 | 193,368 | 1 | 185 | 984 | 6,764 | 20,102 | 362,000 |

* Depreciation capitalised to Investment Property under Construction Rs 85 lakhs (Previous year Rs. Nil)

**i) Amounts recognised in profit & loss for Investment property**

| Particulars | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Rental Income | 53,431 | 48,214 |
| Direct operating expenses from property that generated rental income | 25,228 | 23,067 |
| Direct operating expenses from property that did not generate rental income | 883 | 1,472 |

**i) Leasing arrangements**

The Group has leased properties under non-cancellable operating leases in the capacity of a lessor Refer Note 47 for future minimum lease payments in respect of these properties till the expiry of lock in

**ii) Impairment loss**

During the year Rs Nil (previous year Rs 467 Lakhs) of impairment loss was recognised during the year Based on the performance of the project during the current year and future projections, an impairment analysis had been carried out during the year and such impairment loss was recognised during the year.

**iii) Measurement of fair values**

The fair value of investment property are determined after considering valuation by an independent valuer who holds a recognised and relevant professional qualification and experience in respect of the investment property being valued

The fair value measurement for all of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used

**iv) Valuation technique:**

a. Valuation of some subject property has been done by Sales Comparison Method under Market Approach. A comparison is made for the purpose of valuation with similar properties that have recently been sold in the market and thus have a transaction price The sales comparison approach is the preferred approach when sales data are available. Comparable properties are selected for similarity to the subject property considering attributes like age, size, shape, quality of construction, building features, condition, design, gentry, etc. Their sale prices are then adjusted for their difference from the subject property. Finally a market value for the subject property is estimated from the adjusted sales price of the comparable properties.

b. The Group also has followed discounted cash flows technique for some property which considers the present value of net cash flows to be generated from the property, using risk-adjusted discount rates.

In case of a valuation of a large land parcel like the subject property, where the development potential is realised over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used.

Investment property comprises a number of commercial properties that are leased to third parties. Each of the leases entered are normally for a period of 5 to 10 years. Subsequent renewals are negotiated with the lessee or as per the terms of initial agreement are automatically renewed No contingent rents are charged.

<u>Reconciliation of fair value</u>

**The Company evaluates impairment for Investment property and Investment property under construction altogether as both relate to same project. The following is the reconciliation in the fair values as of March 31, 2018and March 31, 2019**

| Particulars | Amount |
|---|---|
| **Opening balance as of April 1, 2017** | 444,262 |
| Additions | 2,791 |
| Fair value difference | 56,269 |
| **Closing balance as of March 31, 2018** | 503,321 |
| Additions | 9,434 |
| Fair value difference | 2,286 |
| **Closing balance as of March 31, 2019** | 515,041 |

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# Tata Realty and Infrastructure Limited

**Notes to the consolidated Ind AS financial statements (Continued)**

(Currency: Indian rupees in lakhs)

**Note 5**

**Capital work-in-progress**

| | 31 March | 31 March |
|---|---|---|
| Land demarcation and reforestation | 55 | 55 |
| Project consultancy and technical charges | 66 | 63 |
| **Total Capital Work in Progress** | 121 | 118 |

**Note 6**

**Investment property under construction**

| | 31 March | 31 March |
|---|---|---|
| Land | 24,922 | 24,922 |
| Direct expenses and other adjustments | 117,576 | 88,925 |
| | 142,498 | 113,847 |
| Less: Impairment Loss * | (1,030) | (1,030) |
| | 141,468 | 112,817 |

* Based on the performance of the project and future projections, an impairment analysis had been carried out and such impairment loss was recognised in past years

**Note 7**

**Intangible assets under development under SCA**

| | 31 March | 31 March |
|---|---|---|
| Project Development Expenses | 62,308 | 26,300 |
| Professional Fees | 1,368 | 1,138 |
| Project Management Fees | 5,100 | 1,034 |
| Finance Costs (including unwinding of interest) | 15,937 | 6,465 |
| Construction Cost to Contractor | 74,996 | 45,159 |
| Financial liability for premium payable recognised at fair value | 62,155 | 61,442 |
| Other Expense | 2,301 | 1,815 |
| | 224,165 | 143,353 |

# Tata Realty and Infrastructure Limited

## Notes to the Consolidated financial statements

*for the year ended 31 March 2019*

(Currency: Indian rupees in lakhs)

**Note 8**

**Other intangible assets**

| Particulars | Intangible Assets | | |
|---|---|---|---|
| | Softwares | Service Concession Arrangements # | Total of Intangible Assets |
| **Cost** | | | |
| **At 31 March 2017** | 387 | - | 387 |
| On account Acquisition of Subsidiaries | - | 41,079 | 41,079 |
| Additions | 23 | - | 23 |
| Disposals | (12) | - | (12) |
| **At 31 March 2018** | 398 | 41,079 | 41,477 |
| On account Acquisition of Subsidiaries | - | - | - |
| Additions | 10 | 9,271 | 9,281 |
| Disposals | - | - | - |
| **At 31 March 2019** | 408 | 50,350 | 50,758 |
| **Depreciation / amortisation and impairment** | | | |
| **At 31 March 2017** | 285 | - | 285 |
| On account Acquisition of Subsidiaries | - | 1,271 | 1,271 |
| Charge for the year* | 42 | 2,153 | 2,195 |
| Disposals | (11) | - | (11) |
| **At 31 March 2018** | 316 | 3,424 | 3,740 |
| On account Acquisition of Subsidiaries | - | - | - |
| Charge for the year | 21 | 1,572 | 1,593 |
| Disposals | - | - | - |
| **At 31 March 2019** | 337 | 4,996 | 5,333 |
| **Net Block as at 31 March 2018** | 82 | 37,655 | 37,737 |
| **Net Block as at 31 March 2019** | 71 | 45,354 | 45,425 |

**Passenger Ropeway Facility**

The Group has received the right to charge users a fare for the passenger ropeway facility which the Group will collect and retain. The Group has a discretion to decide the user fare to be charged.Hence the condition prescribed for service concession Arrangement under Ind AS 115 Construction Contracts is not fulfilled hence SCA accounting is not applied. The Group shall pay to the Authority every year (once construction is complete), a concession fee, a Minimum Guaranteed Amount (MGA) of INR 100 lakhs for Dharamshala & INR 150 lakhs for Manali which shall be increased by 5% and 10% respectively every year over the previous year's annual concession fee. The Concessionaire shall transfer the project assets including land arranged by the concessionaire to Concessioning Authority (CA) or its designated agency/authority after the expiry/termination of Concession Period at Nil Value i.e. without any costs obligation to CA. At the time of transfer of the project/project facility, the CA shall confirm that (a) All project assets including Ropeway, Parking structure, equipment etc shall have been transferred in good condition with all specifications, drawings, write ups etc

**# Acquisition of subsidiary accounting**

During the previous year Group acquired 100% stake in one of the subsidiary company. The excess of the consideration transferred.

Acquisition-date book value of any previous equity interest in the acquired entity over the book value of the net identifiable assets acquired is recorded as goodwill. The goodwill of Rs. 14,256.23 lakhs has been allocated towards Intangible Asset (Road Asset SCA) being the fair value increase on the date of aquisition

**Service concession agreement**

| Name of entity | Description of the arrangement | Significant terms of the arrangement |
|---|---|---|
| International Infrabuild Pvt. Ltd | As per the Concession Agreement (CA) the Company is required to build and operate Multi Level Car Parking and collect Parking fees from Vehicles and User fees for Public Convenience Facilities. The CA also specifies that the Company is required to built and operate of the total area of commerical infrastructure and an area of 5% i.e 466 sq.m shall be reserved for Auto Showroom/Auto Workshop | Period of concession: 33 yrs<br>Investment grant from concession grantor : Nil<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : Inflation<br>Premium payable to grantor : Yes |
| Hampi Expressways Private Limited | Design, Build, Finance, Operate and Transfer (DBFOT) basis, augmentation of the existing road from km 299.00 to km 418.750 (approximately 120.18 km) on the Hospet-Chitradurga section of National Highway No 13 (New National Highway No.50) | Period of concession: 2016 - 2041<br>Remuneration : Toll<br>Investment grant from concession grantor : Nil<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : Inflation<br>Premium payable to grantor : Yes |
| Dharamshala Ropeway Limited | The Company has entered agreement with The Department of Tourism & Civil Aviation, Himachal Pradesh ('Authority') for the construction of Passenger Ropeway between Backside of Dharamshala Bustand upto Dalai Lama Temple, Mcleodganj under DBFOT Model (Design, Build, Finance, Operate and Transfer Model), referred to as "Passenger Ropeway Facility". The Passenger Ropeway facility is under construction as on date. The Civil & Land Site Devlopments works have been started during the year. Under the terms of the agreement, the Company will operate and make the Passenger ropeway facility available to the public once construction is complete | Period of concession: 40 Years<br>Remuneration : Rs. 1 Cr Plus 5% Increase<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : Non Renewal<br>Basis upon which re-pricing or re-negotiation is determined : Design Build Finance Operate & Transfer<br>Premium payable to grantor Rs. 1 Cr |

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**Note 8**

**Other intangible assets**

| | | |
|---|---|---|
| Manali Ropeways Private Limited | The Company had enterd into a Concession Agreement on dated 21 October 2015, with The Department of Tourism & Civil Aviation, Himachal Pradesh ('Authority') for the construction of Passenger Ropeway betwen Palchan and Rohtang at Manali under BOT Model (Built, Operate and Transfer Model). The construction has not started as on date and the company is in process of obtaining various government approvals for commencing the construction of ropeway.Under the terms of the agreement, the Company will operate and make the passenger ropeway facility available to the public once construction is complete. | Period of concession: 40 Years<br>Remuneration : Rs. 1.50 Cr. Plus 10% Increase<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : Non Renewal<br>Basis upon which re-pricing or re-negotiation is determined : Built/Operate and Transfer<br>Premium payable to grantor :Rs.6.80 Cr |
| Uchit Expressway Private Ltd. | Six Laning of Chittorgarh-Udaipur Section of NH-76 from Design Chainage Km 214.870 to Km 308.370 in the State of Rajasthan (Length 93.500 Km) on DBFOT (Toll) Mode under NHDP Phase V (Package -III) | Period of concession, 29 Years<br>Remuneration : NIL<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : NIL<br>Basis upon which re-pricing or re-negotiation is determined : NA<br>Premium payable to grantor : NIL |
| Durg Shivnath Expressways Private Limited | The company is engaged in the business of toll collections from the users and operation and maintenance of total stretch of 18.5 kms at NH-6, Durg Bypass as agreed between the Company and National Highways Authority of India (NHAI) on Build, Operate and Transfer [BOT] basis | 1) Period of Concession: 32 Years and 6 months (Concession period ends on 05/05/2030)<br>2) Remuneration: Toll Fee Collection from Road Users (approx. 6% to 8% growth in year on year)<br>3) Investment Grant from Concession Grantor (NHAI) – NIL<br>4) Basis upon which re-pricing or re-negotiation is determined – Toll Tariff will be revised 1st April of every year considering WPI<br>5) Premium payable to Grantor – NIL |
| Matheran Ropeway Private Limited | The Company is developing a Ropeway project in Matheran, Maharashtra of approx. 4500 Meters connecting Bhutivali Village to Madhavji Point at Matheran, on Design, Build, Finance, Operate and Transfer (DBFOT) basis. The Project would have all elements of sustainability and would be noise free, electricity driven, Eco-friendly and non-polluting. It is estimated that the Project would save ~ 1000 tonne of carbon dioxide emissions. | The Company has signed an Agreement with The Matheran Giristhan Nagar Parishad, Matheran on 20th May 2003 for a period of 99 years. The Company has agreed to pay compensation equal to 5% of its net profits of each year to Matheran Giristhan Nagar Parishad, Matheran.<br><br>The Ropeway will be divided into 2 sections. Length of Section 1 is approx. 2.7 km with monocable detachable gondola system. Length of Section 2 is approx. 1.75km with tricable jigback system.<br><br>During the FY 2017 -18, company has achieved Environmental clearance from MOEF and made significant advancement in Stage II Forest Clearance. The company is planning to commence the construction work in October 2018 and commercial operations by December 2019. |
| Pune Solapur Expressway Pvt Ltd | the Company ('concessionaire') entered into a service concession agreement with a NHAI (The National Highways Authority to India also the 'grantor') to construct a toll highway between Pune and Solapur. The construction of the toll road started thereafter and it was partially completed on 3 February 2013 and was fully completed and available for use on 31 January 2015 | Period of concession, 20 Years<br>Remuneration : NIL<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : NIL<br>Basis upon which re-pricing or re-negotiation is determined : NA<br>Premium payable to grantor : NIL |

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**Notes to the consolidated Ind AS financial statements (Continued)**

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**Note 9**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Carrying Cost of investment in joint ventures:** | | |
| **Unquoted equity shares, fully paid-up** | | |
| 2,386,711 (2018. 2,386,711) equity shares of Pune Solapur Expressways Private Limited, a joint venture, of Rs.10 each fully paid up | 2,170 | 2,770 |
| 740,000 (2018 740,000) equity shares of INR 10 each in TRIL IT4 Private Limited (Formerly known as Albrecht Builder Private Limited) ## | - | - |
| 10,000 (2018 10,000) equity shares of A & T Road Construction Management and Operation Private Limited, a joint venture, of Rs 10 each fully paid up. ## | - | - |
| 2,997 (2018 2,997) equity shares of INR 10 each in Industrial Minerals and Chemicals Company Private Limited | 21,910 | 21,921 |
| **Unquoted equity shares, fully paid-up** | | |
| 16,989,290 (2018 16,989,290) equity shares of INR 10 each in Mikado Realtors Pvt Ltd | 30,436 | 30,459 |
| | 54,516 | 55,150 |
| **Investment in debentures of joint venture** | | |
| 814 (2018 814) Rated Listed Redeemable Non-convertible Debentures of INR 10 Lacs each in TRIL IT4 Private Limited | 8,140 | 8,140 |
| 10,473,960 (2018: NIL) Compulsorily Convertible Debentures of INR 100 each In Industrial Minerals and Chemicals Company Private Limited | 10,474 | - |
| | 18,614 | 8,140 |
| | 73,130 | 63,290 |
| **## Unrecognised share of Losses in Joint Venture** | | |
| TRIL IT4 Private Limited | (16,815) | (12,550) |
| A & T Road Construction Management and Operation Private Limited | (1) | (1) |

**Note 10**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Investment in other companies fair value through profit and loss** | | |
| **Unquoted equity instruments, fully paid-up** | | |
| Others | | |
| 16,500 (2018. 16,500) equity shares of OPG Power Generation Private Limited | - | 2 |
| 117600 (2018 117600) equity shares of Vagarai Windfarms Limited | 12 | 12 |
| 119,187 (2018: 119,187) equity shares of Echanda Urja Private Limited | 11 | 11 |
| | 23 | 25 |

**Note 11**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Other non-current financial assets** | | |
| *Unsecured, considered good* | | |
| Fixed deposit having maturity more than 12 months under lien | 500 | 375 |
| Lease rental receivable | 193 | 94 |
| Interest accrued on bank deposits | - | 5 |
| Recoverable from Punjab Urban Development Authority ( Refer foot note below) | 517 | - |
| Security Deposits | 467 | 1,195 |
| | 1,677 | 1,669 |

**Foot Note:**

The respective group company has won the matter under litigation with Punjab & Haryana High Court single bench for recovery of extension fee amounting to INR 372 77 lakhs alongwith interest from Punjab Urban Development Authority (PUDA) in March 2016. PUDA filed an appeal with Punjab & Haryana High Court in August, 2017 with double bench against the judgement of single bench of Punjab & Haryana High Court The matter is pending with honourable High court for hearing and the next hearing date for the same is May 16, 2019

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(Currency: Indian rupees in lakhs)

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 12** | | |
| **Deferred tax assets** | | |
| - investments in associates and joint ventures | 2,487 | 2,274 |
| - Impact of Effective Interest rate on Borrowings | - | (173) |
| - other financial assets at fair value through profit and loss | 1,340 | - |
| - Unused Tax losses carried forward | - | 19 |
| - On other provisions (including provision for employee benefits and other amounts allowable on a payment basis) | 239 | 278 |
| - on account of PPE and Intangibles | 791 | 2,365 |
| - derivatives (including call put options) | 1,599 | 2,481 |
| | 6,456 | 7,244 |
| **Note 13** | | |
| **Non Current tax assets (Net)** | | |
| Advance tax | 15,845 | 14,591 |
| Less: Provision for tax | (4,956) | (5,020) |
| | 10,889 | 9,571 |
| **Note 14** | | |
| **Other non-current assets** | | |
| *Unsecured, considered good* | | |
| Capital advances | 16,676 | 22,175 |
| Balance with Government Authorities | 112 | 42 |
| Prepaid expenses | 8 | 14 |
| Lease equalisation reserve | 9,310 | 7,496 |
| Other non-current assets | 169 | - |
| | 26,275 | 29,727 |
| **Note 15** | | |
| **Inventories** | | |
| *(valued at cost or net realisable value whichever is less)* | | |
| Construction materials | 52 | 256 |
| Consumables stores and spares | 77 | 83 |
| Work-in-progress | 15,341 | 13,592 |
| Finished goods | 28,248 | 30,501 |
| | 43,718 | 44,432 |
| **Note 16** | | |
| **Trade and other receivables** | | |
| Secured, considered good | 2,061 | 2,929 |
| Unsecured, considered good | 785 | 2,858 |
| Unsecured, considered doubtful | 275 | 393 |
| Allowance for doubtful debts | (275) | (393) |
| | 2,846 | 5,787 |
| **Note 17** | | |
| **Cash and cash equivalents** | | |
| Cash on hand | 93 | 72 |
| Balance with banks | | |
| - in current accounts | 2,099 | 4,034 |
| - in deposit accounts | 3,729 | 3,035 |
| | 5,921 | 7,141 |
| **Note 18** | | |
| **Bank balances other than cash and cash equivalents** | | |
| Term deposit with original maturity less than twelve months under lien | 1,579 | 345 |
| | 1,579 | 345 |

(Currency Indian rupees in lakhs)

| | 31 March | 31 March |
|---|---|---|
| **Note 19** | | |
| **Investment in mutual funds:** | | |
| **Fair valued through Profit and Loss:** | | |
| Units Held 10,576.43 (2018 : 2,54,398 32) of Face value of Rs 1,000 (NAV - Rs 2,944.44) each in TATA money market fund - Direct Plan - Growth | 311 | 6,966 |
| 28,831.67 units [2018: 28,831.67] of Face value of Rs 1,000 (NAV - Rs 2,788.16) each in Franklin India Treasury Management Account - Super Institutional Plan - Growth | 804 | 747 |
| 10,19,407.79 units [2018: 10,19,407.79] of Face value of Rs 10 (NAV - Rs 26.27) each in Franklin India Ultra Short Bond - Super Institutional Plan - Growth | 268 | 245 |
| | 1,383 | 7,958 |

| | | |
|---|---|---|
| **Note 20** | | |
| **Short-term loans and advances** | | |
| *Unsecured, considered good* | | |
| Advances given | 2,000 | - |
| Security deposits | 38 | - |
| Advances recoverable from Related Parties | 683 | - |
| Other loans and advances | 333 | 970 |
| | 3,054 | 970 |
| *Secured considered good* | | |
| Other advances | - | 4,050 |
| | 3,054 | 5,020 |

| | | |
|---|---|---|
| **Note 21** | | |
| **Other current financial assets** | | |
| *Unsecured, considered good* | | |
| Interest accrued on deposits | 115 | 353 |
| Claims Receivable from NHAI (utility shifting) | 674 | 223 |
| Recoverable from Punjab Urban Development Authority | - | 517 |
| Unbilled revenue | 537 | 102 |
| Foreign Exchange Forward Contract Receivable | - | 114 |
| Security deposits | 263 | 5 |
| Others current financial asset | 392 | 6 |
| | 1,981 | 1,320 |

| | | |
|---|---|---|
| **Note 22** | | |
| **Other current assets** | | |
| *Unsecured, considered good* | | |
| Advance to vendors | 681 | 3,070 |
| Balances with Government and other authorities | 1,463 | 1,222 |
| Prepaid expenses | 805 | 862 |
| Lease equalisation reserve | 1,360 | 2,236 |
| Claim Receivable from NHAI (Refer foot note below) | 1,048 | - |
| Others | 31 | 35 |
| | 5,388 | 7,425 |

**Foot Note:**

Claim Receivable from NHAI pertains to claims towards change in law as per clause 41.1 of Service Concession Agreement entered with NHAI by the respective group company.

| | | |
|---|---|---|
| **Note 23** | | |
| **Share capital** | | |
| Equity share capital | 101,731 | 101,731 |
| | 101,731 | 101,731 |

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Tata Realty And Infrastructure Limited
Mumbai

# Tata Realty and Infrastructure Limited

## Notes to the Consolidated financial statements

as at 31 March 2019

(Currency: Indian rupees in lakhs)

Note 23

**Equity share capital**

**Authorised share capital**

| **Equity share capital** <br> **Authorised share capital** | **31 March 2019** | **31 March 2018** |
|---|---|---|
| 3,00,00,00,000 (2018: 2,00,00,00,000) equity shares of INR 10 each | 300,000 | 200,000 |
| 1,00,00,00,000 5% Non cumulative convertible preference shares of Rs 10 each. | - | 100,000 |
| **Issued, subscribed and paid-up** | | |
| 1,01,73,07,692 (2018: 1,01,73,07,692) equity shares of INR 10 each | 101,731 | 101,731 |
| | 101,731 | 101,731 |

a. **Reconciliation of the shares outstanding at the beginning and at the end of the year**

| **Equity shares** | **31 March 2019** | | **31 March 2018** | |
|---|---|---|---|---|
| | **Number of shares** | **Amount** | **Number of shares** | **Amount** |
| At beginning of the year | 1,017,307,692 | 101,731 | 1,017,307,692 | 101,731 |
| Issued during the year | - | - | - | - |
| **Outstanding at the end of the year** | 1,017,307,692 | 101,731 | 1,017,307,692 | 101,731 |

b. **Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

c. **Shares of the company held by the Holding company**

| | **31 March 2019** | | **31 March 2018** | |
|---|---|---|---|---|
| | **Number of shares** | **Amount** | **Number of shares** | **Amount** |
| Tata Sons Private Limited and its nominee <br> Equity shares of INR 10 each, fully paid-up | 1,017,307,692 | 101,731 | 1,017,307,692 | 101,731 |

d. **Details of shareholding more than 5% in the company**

| | **31 March 2019** | | **31 March 2018** | |
|---|---|---|---|---|
| | **Number of shares** | **% Holding** | **Number of shares** | **% Holding** |
| Equity shares of INR 10 each, fully paid-up <br> Tata Sons Private Limited | 1,017,307,692 | 100% | 1,017,307,692 | 100% |

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Tata Realty And Infrastructure Limited Mumbai

# Tata Realty and Infrastructure Limited

**Notes to the consolidated Ind AS financial statements (Continued)**

(Currency Indian rupees in lakhs)

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 24** | | |
| **Other equity** | | |
| **Reserves and surplus** | | |
| Securities premium | 15,769 | 15,769 |
| Capital reserve | 4,911 | 4,911 |
| Retained earnings | (99,543) | (74,541) |
| **Other comprehensive income** | | |
| Defined benefit plan adjustment | 27 | (14) |
| FVOCI - equity instruments | - | - |
| | (78,836) | (53,875) |
| **Securities premium reserve** | | |
| Opening balance | 15,769 | 15,769 |
| | 15,769 | 15,769 |
| **Capital reserve** | | |
| Opening balance | 4,911 | 6,487 |
| Addition during the year | - | - |
| Deletion during the year | - | (1,576) |
| | 4,911 | 4,911 |
| **Retained earnings** | | |
| Opening balance | (74,541) | (35,158) |
| Net loss for the year attributable to owners | (23,693) | (40,198) |
| Consolidation adjustment | (5) | 9 |
| Transition adjustment due to application of IND AS 115 (Refer Note 51 (a)) | (1,304) | - |
| Transferred from FVOCI | - | 806 |
| | (99,543) | (74,541) |
| **Other comprehensive income** | | |
| Opening balance | (14) | (40) |
| Remeasurements of defined benefit liability (asset) | 55 | 35 |
| Income tax relating to items that will not be reclassified to profit or loss | (14) | (9) |
| | 27 | (14) |
| **Equity Instruments through Other Comprehensive Income reserve** | | |
| Opening balance | - | 806 |
| Transferred to retained earnings | - | (806) |
| | - | - |

**Nature and purpose of the reserve**

**Securities premium**

Securities premium reserve is used to record the premium on issue of shares.

**Capital reserve**

Capital reserve is used to record excess of net assets taken over pursuant to scheme of merger sanctioned by High Court

**Convertible preference shares classified as equity**

The group has classified compulsorily convertible preference convertible into fixed number of equity shares as part of other equity

**FVOCI - equity instruments**

The group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity

The group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 25** | | |
| **Long-term borrowings** | | |
| ***Secured*** | | |
| From Banks and Financial Institutions | 404,786 | 345,606 |
| From Others | 24,910 | 3,281 |
| ***Unsecured*** | | |
| Non convertible debentures | 114,792 | 231,439 |
| | 544,488 | 580,326 |

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| Name of the Bank/ FI | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| **Banks / Financial Institutions** | | | | |
| HDFC Ltd | 15,782 | Term Loan repayable in single installment after 40 months from date of first disbursement i.e 14th July 2020 | First charge on the entire land and building pertaining to the project. | The rate of interest on term loan HDFC CPLR less spread of 785 bps, interest being within the range of 8.90% to 10.40% per annum payable at monthly rests. |
| HDFC Ltd | 20,815 | Term Loan repayable in single installment after 54 months from date of first disbursement i.e 13th September 2021 | First charge on the entire land and building pertaining to the project. | The rate of interest on term loan HDFC CPLR less spread of 785 bps, interest being within the range of 8.90% to 10.40% per annum payable at monthly rests. |
| HDFC Ltd | 4,500 | Term Loan repayable in single installment after 72 months from date of first disbursement i.e 13th March 2023 | First charge on the entire land and building pertaining to the project. | The rate of interest on term loan HDFC CPLR less spread of 785 bps, interest being within the range of 8.90% to 10.40% per annum payable at monthly rests. |
| Bank of Maharashtra | 3,539 | Repayment of principal amount will be in quarterly installments over period of 10 years commencing from March 2019 till March 2029 | (i) First charge by way of mortgage on immovable project assets.<br>(ii) First charge by way of hypothecation of all the movable assets of the company present and future<br>(iii) First charge on the Project's book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature and wherever arising, present and future, intangibles, goodwill, uncalled capital present and future<br>(iv) Escrow of all receivables of the respective gropu company<br>(v) First charge on Projects Escrow Account, Current Account and the amounts therein. | Rate of interest will base rate +1.25% per annum i.e presently the rate of interest is 10% per annum (approx). Interest payment frequency will be monthly. |
| Indian Bank | 7,250 | Payable in quarterly installments starting from September, 2020. The borrowings carry a floating interest rate of Benchmark rate, being base rate of State Bank of India (SBI), plus spread | i) First charge on the entire land and building including project assets<br>ii) First charge on the entire movable and immovable assets<br>iii) Charge on all the revenue/receivables accruing to the project, all the project accounts, any other bank accounts and all Investments made out of any proceeds lying in the Escrow Accounts.<br>iv) Hypothecation/ mortagage/ assignment of all the rights, title, interest, benefits, claims and demands whatsoever of the companies in the Project Documents | The rate of Interest during the year was in the range of 9.25% to 9.80% |
| Union Bank of India (TL) | 19,488 | Repayable in quarterly installments commencing from June, 2022 and terminating on March, 2040 | (a) First charge on entire immovable properties of the respective group company, both present and future, save and except project Assets<br>(b) First charge on all tangible movable assets of the respective group company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, if any, save and except Project Assets.<br>(c) First charge over all accounts of the respective group company including the Escrow Account, Sub-Accounts (or any account in Substitution thereof) that may be opened in accordance with this Agreement and the Memorandum of Operating Procedure, or any of the other Project Documents and all funds deposited therein, from time to time, all receivable and Permitted Investments or other securities | rate of interest is 9.74%p.a (aprox) |

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Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| Name of the Bank/ FI | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| State Bank of India | 16,074 | Repayable in quarterly installments commencing from June, 2022 and terminating on March, 2040 | (a) First charge on entire immovable properties of the Company, both present and future, save and except project Assets.<br>(b) First charge on all tangible movable assets of the Company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, bot present and future, if any, save and except Project Assets.<br>(c) First charge over all accounts of the Company including the Escrow Account, Sub-Accounts (or any account in Substitution thereof) that may be opened in accordance with this Agreement and the Memorandum of Operating Procedure, or any of the other Project Documents and all funds deposited therein, from time to time, all receivable and Permitted Investments or other securities<br>(d) First charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertakings of the Company and uncalled capital, present and future, except the Project Assets provided that all receivables arising therefrom shall be deposited into Escrow A/c and a charge on the same shall be subject to the extent permissible as per the priority specified in the Article 31 of the Concession Agreement and clause 4 of the Escrow Agreement. Further a charge on uncalled capital as set in above, shall subject however, to the provisions of Articles 5.3, 7.1(k) and 31 of the Concession Agreement<br>(e) an assignment by way of security in<br>(i) all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in, to or under the Project Documents<br>(ii) all the rights, title and interest of the Company in, to or under all such approvals as are required to be sought from any Government<br>(iii) all the rights, title, interest, benefits, claims and demands whatsoever, of the Borrower in, any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the Project Documents;<br>(iv) all of the right, title, interest, benefits, claims and demands whatsoever, of the Company in, to or under all Insurance Contracts | rate of interest is 9.74%p.a. (aprox) |
| | | | | |
| State Bank of India | 26,017 | repayable in structured quarterly installments commencing from June 30, 2020 and terminating on September 30, 2033 | (i) First charge on entire immovable properties of the Company, if any, save and except project Assets (as defined in the Concession Agreement)<br>(ii) First charge on entire movable assets of the Company, both present and future, if any, save and except Project Assets (as defined in the Concession Agreement)<br>(iii) First charge on the Escrow Account/Trust and Retention Account (TRA), Dept Service Reserve Account (DSRA) and any other reserves and other bank accounts of the Company, wherever maintained provided further that the first charge as set out herein shall arise only after the proceeds or realization thereof, if any, have been received in to the Escrow Account designated for the Project and thereafter shall only be to the extent of waterfall mechanism (i.e. priorities fo the withdrawal of payments) as provided in the Concession Agreement and Escrow Agreement.<br>(iv) First charge on all intangibles including but not limited to goodwill and uncalled capital, present and future, excluding the Project Assets and a charge on the uncalled capital subject however, to the provisions of Concession Agreement<br>(v) Assignment of security interest on the Borrower's rights, title and interest to the extent covered by and in accordance with the Substitution Agreement<br>(vi) First charge on the insurance proceeds deposited into the Escrow Account<br>(vii) The above security will rank pari-passu with other Lenders participating in the Facility. | average rate of interest of 9% - 10.20%p.a |
| Oriental Bank of Commerce | 7,038 | | | |
| Canara Bank | 14,330 | | | |
| Union Bank | 21,499 | | | |
| Corporation Bank | 6,471 | | | |
| State Bank of India | 82,000 | | Secured by a first ranking pari passu charge on the entire fixed assets of the Company, including the leasehold rights under the lease deed, the projects and the movables thereto and the Company's rights under the project documents; collateral security mortgage charge over the investment properties owned by the Company; first ranking pari passu charge or assignment on the projects escrow account, the current account and such other accounts of the Company and the receivables there from; first ranking pari passu charge on the debt service reserve account and the amounts therein. | The interest rate from the date of obtaining the loan to 31 March 2019 was in the range of 8.20% to 8.70%. |

Chartered Accountants DELOITTE HASKINS & SELLS LLP

Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| Name of the Bank/ FI | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| State Bank of India | 96,744 | Repayment in 48 instalments commencing from Dec 17 | Secured by a first ranking pari passu charge on the entire current assets, current accounts, escrow accounts, project documents and such other assets of the Company. Collateral security over the investment properties owned by the Company, assignment or hypothecation of lease rent as per the Lease deeds, lease deeds and the amenities agreement and other leases entered by the Company in the investment property. As per the terms of the borrowing, the company has submitted Financial Guarantee of Rs. 12,40,40,000 for year ended 31 March 2019 | The interest rate from the date of obtaining the loan to 31 March 2019 was 8.30%. |
| HDFC Ltd | 83,175 | TL Rs.650cr - Repayment of 1.75cr per month from date of disbursement till Oct 2020. From Nov 2020, o/s principal to be repaid in 108 equated monthly instalments of Rs.7.70cr . LOC of Rs.20cr to be repaid in 8 quarterly instalments of Rs.25cr from 123rd month from date of 1st disbursement. TL Rs.200cr - Bullet repayment at end of 36 months or earlier by way of conversion into rental discounting loan | Secured by a first ranking pari passu charge on the entire fixed assets of the Company, including the leasehold rights under the lease deed, the projects and the movables thereto and the Company's rights under the project documents; collateral security mortgage charge over the investment properties owned by the Company; first ranking pari passu charge or assignment on the projects escrow account, the current account and such other accounts of the Company and the receivables there from; first ranking pari passu charge on the debt service reserve account and the amounts therein. | The interest rate from the date of obtaining the loan to 31 March 2019 was 8.50% |
| | | | | |
| **Financial Institution** | | | | |
| Aditya Birla Finance Limited | 12,250 | Payable in quarterly installments starting from September, 2020. The borrowings carry a floating interest rate of Benchmark rate, being base rate of State Bank of India (SBI), plus spread | i) First charge on the entire land and building including project assets<br>ii) First charge on the entire movable and immovable assets<br>iii) Charge on all the revenue/receivables accruing to the project, all the project accounts, any other bank accounts and all Investments made out of any proceeds lying in the Escrow Accounts.<br>iv) Hypothecation/ mortagage/ assignment of all the rights, title, interest, benefits, claims and demands whatsoever of the companies in the Project Documents. | The rate of Interest during the year was in the range of 9.25% to 9.80% |
| Aditya Birla Finance Ltd | 12,788 | Repayable in quarterly installments commencing from June, 2022 and terminating on March, 2040 | (a) First charge on entire immovable properties of the Company, both present and future, save and except project Assets.<br>(b) First charge on all tangible movable assets of the Company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, if any, save and except Project Assets.<br>(c) First charge over all accounts of the Company including the Escrow Account, Sub-Accounts (or any account in Substitution thereof) that may be opened in accordance with this Agreement and the Memorandum of Operating Procedure, or any of the other Project Documents and all funds deposited therein, from time to time, all receivable and Permitted Investments or other securities.<br>(d) First charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertakings of the Company and uncalled capital, present and future, except the Project Assets provided that all receivables arising therefrom shall be deposited into Escrow A/c and a charge on the same shall be subject to the extent permissible as per the priority specified in the Article 31 of the Concession Agreement and clause 4 of the Escrow Agreement. Further a charge on uncalled capital as set in above, shall subject however, to the provisions of Articles 5.3, 7.1(k) and 31 of the Concession Agreement<br>(e) an assignment by way of security in<br>(i) all the rights, title, interest, benefits, claims and demands whatsoever of the Borrower in, to or under the Project Documents<br>(ii) all the rights, title and interest of the Company in to or under all such approvals as are required to be sought from any Government.<br>(iii) all the rights, title, interest, benefits, claims and demands whatsoever, of the Borrower in, any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the Project Documents.<br>(iv) all of the right, title, interest, benefits, claims and demands whatsoever, of the Company in, to or under all Insurance Contracts | rate of interest is 9.74%p.a (aprox) |

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Tata Realty And Infrastructure Limited Mumbai

(Currency: Indian rupees in lakhs)

| Name of the Bank/ FI | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| **Non Convertible Debentures** | | | | |
| Non Convertible Debentures | 17,500 | The repayment shall be as commencing from FY 2020-21 till 2029- 2030 | (i) Hypothecation by way of first charge on all movable assets, bank accounts including all receivables and revenues both present and future;<br>(ii) Rights of the company under the project documents including Insurance contracts<br>(iii) All Receivables including toll receivables on the road stretch (except for claims with NHAI for change in scope which have been done earlier) | The debebtures shall carry a fixed rate of interest of 8.75% with a put / call option in March 2020 |
| Non Convertible Debentures | 8,820 | The NCD's are for a tenure of 2 years from the date of first drawdown. Accordingly, the same is to be redeemed on 29th June 2019. | i)first and exclusive charge over the building and premises all moveable fixed assets and cash flow of the project. The security creation is in process as on March 31, 2018 | Non Convertible Debentures (NCDs) interest @ 9.29%,payable at half yearly rests , monthly penal interest @1% |
| Non Convertible Debentures | 12,150 | The Debentures shall be redeemed after 144 months from date of disbursement (20 June 2017). | (a) Second charge on Company's land allotted by the Punjab Urban Planning & Development Authority (PUDA).<br>(b) First exclusive charge on the building of the project and<br>(c) First pari passu charge on:<br>- All receivables from the project and the Escrow Account<br>- Debt Service Reserve Account (DSRA)<br>- All other debts whether from the group or from any other source to be subordinated to the facility | The rate of interest on debentures is 9.60% per annum, coupon to be paid on a quarterly basis (effectively 9.95% per annum) |
| Non Convertible Debentures | 182,500 | The Debentures shall be redeemed From 23rd May 2019 to 20th April 2021 | Nil | The rate of interest on debentures is 8.25% to 9.25% per annum, and coupon to be paid annually/Maturity |
| Non Convertible Debentures | 13,000 | The Debentures shall be redeemed on 25th March 2022 | First ranking charge over 100% of issued & paid up capital of Durg Shivnath Expressways Private Limited | The rate of interest on debentures is 9.75% per annum, coupon to be paid on semi-annually |
| TOTAL | 683,730 | | | |
| | | | | |
| | | | | |
| HDFC Bank Ltd | 5,000 | Repayable within next 12 months | Secured by a first ranking pari passu charge on the entire fixed assets of the Company | The rate of interest is 8.75% |
| Union Bank of India | 789 | Repayable within next 12 months | Secured by first charge on entire immovable properties of the respective group company, both present and future, save and except project Assets. | The rate of interest is 9.50% |
| **Bank OD** | | | | |
| Axis Bank Ltd | 4,118 | | Unsecured | 9.20% |
| **Commercial Paper** | | | | |
| Frankin India Liquid Fund | 12,500 | Repayable on 29 April 2019 | Unsecured | 7.83% |
| Frankin India Liquid Fund | 20,000 | Repayable on 9 May 2019 | Unsecured | 8.05% |
| Frankin India Liquid Fund | 10,000 | Repayable on 10 June 2019 | Unsecured | 8.06% |
| Frankin India Liquid Fund | 20,000 | Repayable on 13 June 2019 | Unsecured | 8.06% |
| Mahindra Liquid Fund | 5,000 | Repayable on 21 May 2019 | Unsecured | 7.85% |
| SBI Mutual Fund - SBI Savings Fund | 10,000 | Repayable on 20 June 2019 | Unsecured | 8.05% |
| | | | | |
| **Inter Corporate Deposit from Related Party** | | | | |
| Tata Housing Development Co Ltd | 14,000 | Repayable within next 3 months | Unsecured | 9.00% |
| | | | | |
| TOTAL | 101,407 | | | |

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Tata Realty And Infrastructure Limited Mumbai

## Tata Realty and Infrastructure Limited

**Notes to the consolidated Ind AS financial statements (Continued)**

(Currency Indian rupees in lakhs)

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 26** | | |
| **Other financial liabilities** | | |
| Financial liability for premium payment at fair value | 69,110 | 65,869 |
| Interest- free security deposits from customers | 18,210 | 12,073 |
| Interest accrued but not due on borrowings | 11,439 | 4,945 |
| Derivatives not designated as hedges | | |
| - Forwards | 425 | 3,128 |
| - Put option | 1,818 | 1,498 |
| Liability towards purchase of shares | 649 | 885 |
| Retention money payable | 1,444 | 752 |
| Security deposits | 25 | 66 |
| Project development fees payable | 45 | 45 |
| | 103,165 | 89,261 |
| **Note 27** | | |
| **Long-term provisions** | | |
| **Provision for employee benefits** | | |
| Gratuity | 430 | 502 |
| Leave encashment and compensated absences | 614 | 626 |
| Provision for Major Maintainence of Road # | 2,216 | 1,109 |
| | 3,260 | 2,237 |

# As per the best estimate of the management, provision is been made, towards cost of major maintainence of the roads. Such major maintainence is to be executed in the Financial Year 2019-20 in terms of the agreement entered into with National Highways Authority of India

| Particulars | | 31st March, 2019 | 31st March, 2018 |
|---|---|---|---|
| On Acquisition of Subsidiary | | 1,109 | 157 |
| Add: Provision for the year | | 1,011 | 933 |
| Add: Unwinding of discounts on provision | | 96 | 19 |
| Less: Utilisation / Settlement | | - | - |
| Closing balance | | 2,216 | 1,109 |

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 28** | | |
| **Deferred tax liabilities** | | |
| - on account of PPE and Intangibles | 1,117 | 454 |
| - other financial assets at fair value through profit and loss | 467 | - |
| | 1,584 | 454 |
| **Note 29** | | |
| **Other non-current liabilities** | | |
| Advance received | 7,050 | 7,050 |
| Advance rent received | 4,390 | 4,496 |
| | 11,440 | 11,546 |
| **Note 30** | | |
| **Short-term borrowings** | | |
| **Secured** | | |
| - From Bank | 5,789 | 1,501 |
| **Unsecured** | | |
| Commercial paper | | |
| - From Mutual funds # | 76,567 | 59,695 |
| Bank Overdraft | 4,118 | - |
| Inter Corporate Deposits from Related Parties | 14,000 | - |
| Loans from Others * | 100 | 100 |
| | 100,574 | 61,296 |

**Details of security and repayment terms:**

# The said borrowing represents Commercial paper issued to mutual funds at a discount rate ranging from 7.20% - 9.10% per annum (2018: 7.05% - 7.50 % per annum), and the same are repayable within one year at the agreed upon full face value

* Borrowings outstanding as on March 2019 and March 2018 is towards interest free, unsecured loan which shall be due and repayable after satisfaction of tranche I conditions in Matheran Ropeways Pvt Ltd

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## Tata Realty and Infrastructure Limited

**Notes to the consolidated Ind AS financial statements (Continued)**

(Currency Indian rupees in lakhs)

| | 31 March | 31 March |
|---|---|---|
| **Note 31** | | |
| **Trade and other payables** | | |
| Due to Micro, Small and Medium Enterprises (Refer Note 48) | 53 | 42 |
| Due to others | 9,415 | 10,680 |
| | 9,468 | 10,722 |
| **Note 32** | | |
| **Current - Other financial liabilities** | | |
| Current Maturity of Long Term Borrowings | | |
| Non-convertible debentures | 118,794 | - |
| From banks | 9,465 | 7,071 |
| Interest- free security deposits from customers | 3,341 | 9,924 |
| Capital creditors | 12,408 | 15,758 |
| Interest accrued but not due on borrowings | 8,079 | 7,959 |
| Interest accrued but due on borrowings | 253 | - |
| Retention money payable | 34 | 256 |
| Derivative Liability on put option | 15,477 | 16,425 |
| Financial liability for premium payment at fair value | 1,050 | 1,800 |
| Other financial liabilities | 824 | 27 |
| | 169,725 | 59,220 |
| **Note 33** | | |
| **Other current liabilities** | | |
| Advances from customers | 3,984 | 3,058 |
| Statutory dues | 1,143 | 1,318 |
| Corpus Fund collection | 676 | 623 |
| Advance Maintenance Charges | 95 | 243 |
| Compensation on delayed possession payable | 11 | 54 |
| Unearned rent | 1,332 | 997 |
| Security Deposit from Customers | 64 | 64 |
| Other current liabilities | 49 | 5 |
| | 7,354 | 6,362 |
| **Note 34** | | |
| **Short-term provisions** | | |
| **Provision for employee benefits** | | |
| Gratuity | 82 | 22 |
| Leave encashment and compensated absences | 181 | 92 |
| | 263 | 114 |
| **Note 35** | | |
| **Current tax liabilities (Net)** | | |
| Provision for Tax | 9,149 | 9,540 |
| Advance Tax and Tax Deducted at Source | (7,361) | (7,543) |
| | 1,788 | 1,997 |

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# Tata Realty and Infrastructure Limited
## Notes to the consolidated financial statements *(Continued)*
(Currency: Indian rupees in lakhs)

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Note 36** | | |
| **Revenue from operations** | | |
| **(A) Sales of products** | | |
| Sale of residential flats (refer foot note below) | **9,463** | 7,081 |
| **(B) Sale of services** | | |
| Construction revenue | **88,760** | 57,934 |
| Toll revenue (includes demonatisation claim receipt of Rs. 119.07 Lakhs) | **12,819** | 11,321 |
| Lease rentals income | **41,870** | 37,425 |
| Maintenance and other receipts | **5,953** | 5,434 |
| Utility income | **6,243** | 5,726 |
| Parking fees income | **1,251** | 836 |
| Project management consultancy fees | **1,123** | 1,574 |
| Asset Management Charges Income | **148** | 171 |
| Revenue from other services | **186** | 360 |
| | **167,816** | **127,862** |

**Foot Note:**

Effective 1 April 2018, the Group has transited to Ind AS 115 and has availed exemption from retrospective restatement of revenue by adopting the modified approach as permissible under the transition provisions of the standard. The effect of initially applying this standard is recognised at the date of initial application (i.e. 1 April 2018). The standard is applied retrospectively only to contracts that are not completed as at the date of initial application and the comparative information in the statement of profit and loss is not restated (also refer Note 51 (a) ).

**Note 37**
**Other income**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Interest income (including unwinding of interest) | **1,953** | 2,036 |
| Interest on income-tax refund | **74** | 336 |
| Profit on sale of investments | **273** | 161 |
| Gain on re-valuation of Investments | **100** | 54 |
| Profit on sale of Property Plant and equipment | - | 124 |
| Foreign exchange (Forward Contract Gain MTM) | - | 114 |
| Gain on fair value of financial liabilities | - | 65 |
| Other income from residential projects | **162** | 84 |
| Fair value gain on derivatives (net) | **3,329** | - |
| Forfeiture of security deposits | **4** | 22 |
| Excess provision written back | 177 | - |
| Miscellaneous income | 544 | 399 |
| | **6,616** | **3,395** |

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## Tata Realty and Infrastructure Limited

### Notes to the consolidated financial statements *(Continued)*

(Currency: Indian rupees in lakhs)

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **Note 38** | | | |
| **Cost of materials consumed** | | | |
| Opening balance | | 256 | 394 |
| Add: Purchase of materials | | - | - |
| Less: Closing inventories | | (52) | (256) |
| | A | 204 | 138 |
| *Expenditure incurred during the year:* | | | |
| Opening work in progress | | 41,485 | 43,268 |
| Construction cost | | 3,319 | 2,459 |
| Approval and permission expenses | | 70 | 28 |
| Professional fees and technical fees | | 47 | 40 |
| Other expenses | | 86 | 49 |
| | B | 45,007 | 45,844 |
| | A + B | 45,211 | 45,982 |
| Less: Closing Stock of Inventories | | 40,959 | 41,485 |
| Add: Transition adjustment pertaining to IND AS 115 application | | 1,870 | - |
| Cost of flats sold | | 6,122 | 4,497 |
| **Note 39** | | | |
| **Construction cost** | | 83,095 | 57,023 |
| **Note 40** | | | |
| **Employee benefit expenses** | | | |
| Salaries, wages and bonus | | 7,787 | 7,725 |
| Contributions to : Provident and pension funds | | 267 | 268 |
| Staff welfare | | 341 | 476 |
| Gratuity expenses | | 29 | 27 |
| Compensated absences | | 126 | 49 |
| Less: capitalised to investment property under construction | | (217) | (194) |
| Less: capitalised to intangible assets under development | | (74) | (121) |
| Less: capitalised to Inventories | | - | (1) |
| | | 8,259 | 8,229 |
| **Note 41** | | | |
| **Finance costs** | | | |
| Interest costs: | | | |
| - on term loans and NCD's | | 50,752 | 48,558 |
| - on cash credit and overdrafts | | 33 | 1,818 |
| - on commercial paper | | 6,140 | 5,505 |
| MTM on forward contract | | 605 | - |
| Finance charges | | 440 | 553 |
| Unwinding of interest expense | | 3,756 | 1,568 |
| less: capitalised to investment property under construction | | (3,901) | (3,131) |
| less: capitalised to intangible assets under development | | (5,770) | (400) |
| | | 52,055 | 54,471 |

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## Tata Realty and Infrastructure Limited

### Notes to the consolidated financial statements *(Continued)*

(Currency. Indian rupees in lakhs)

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Note 42 | | |
| **Other expenses** | | |
| Power and fuel | 7,218 | 6,341 |
| Impairment loss (Refer Note 50) | 750 | 5,219 |
| Repairs and maintenance | | |
| - Building | 74 | 159 |
| - Plant & Machinery | 89 | 87 |
| - Provision for Major Maintenance (Refer Note 30) | 1,011 | 933 |
| - Others | 1,121 | 357 |
| Operating and maintenance charges for infrastructure facilities | 5,973 | 6,714 |
| Fair value loss on derivatives | - | 1,846 |
| Advertisement and business promotion expenses | 1,229 | 1,473 |
| Legal and professional fees | 2,257 | 1,536 |
| Rates and taxes | 1,129 | 1,122 |
| Rent (Refer Note 47) | 858 | 863 |
| Travelling and conveyance | 387 | 453 |
| Bank charges | 314 | 210 |
| Telephone and communication expenses | 157 | 149 |
| Business development expenses | 56 | 135 |
| Training and recruitment expenses | 127 | 122 |
| Provisions and writeoffs: | | |
| Excess service tax credit written off | - | 122 |
| Provision for doubtful debts | 300 | 49 |
| Bad debts | 22 | 45 |
| Advance written off | 4,050 | 16 |
| Auditor's remuneration | 90 | 82 |
| Brokerage | 101 | 83 |
| Insurance charges | 101 | 78 |
| Fees to NHAI | 100 | - |
| Printing, courier and stationery | 40 | 63 |
| Directors sitting fees | 48 | 45 |
| Loss on sale of property, plant and equipment | 31 | 41 |
| Expenditure on Corporate Social Responsibility | 177 | 40 |
| Tender expenses | 3 | 26 |
| Membership fees | 16 | 9 |
| Compensation paid to customers | 588 | 7 |
| Miscellaneous expenses | 138 | 225 |
| | 28,555 | 28,650 |

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(Currency Indian rupees in lakhs)

**Note 43**
**Earnings per share**

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **Basic earnings per share** | | | |
| Loss after tax attributable to equity shareholders | A | (23,693) | (40,198) |
| Number of equity shares outstanding at the beginning of the year | | 1,017,307,692 | 1,017,307,692 |
| Equity shares issued during the year | | - | - |
| Number of equity shares outstanding at the end of the year | | 1,017,307,692 | 1,017,307,692 |
| Weighted average number of equity shares outstanding during the year (based on date of issue of shares) | B | 1,017,307,692 | 1,017,307,692 |
| Basic earnings per share of face value of Rs 10 each | (C = A/B) | (2.33) | (3.95) |
| ***Diluted earnings per share*** | | | |
| Diluted earnings per share of face value of INR 10 each | | (2.33) | (3.95) |

**Note 44**
**Contingencies and commitments**
**(i) Contingent Liabilities (Refer footnote 1)**

| Claims against the Company not acknowledged as debts | 31 March 2019 | 31 March 2018 |
|---|---|---|
| - Income TAX demands contested by the Group | 2,567 | 3,707 |
| - Indirect TAX demands contested by the Group | 467 | 467 |
| - Claims made by contractors | 1,179 | 1,104 |

**Foot Notes**

1 The Group does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof

**(ii) Letter of comfort and going concern**

(a) The Parent Company has issued letter of comfort to banks in respect of loans availed by a few of its subsidiaries

| | Name of Subsidiaries | Nature of Comfort given |
|---|---|---|
| i | Mikado Realtors Pvt. Ltd | Shortfall undertaking to meet any shortfall during the tenure of facility |
| ii | International Infrabuild Private Limited | To ensure payment to debenture holders in the event of termination of the concession 'agreement. |
| iii | TRIF Real Estate Development Limited | Undertake to meet cost overrun to the extent of 10% of project Cost. |

**(b) The Parent Company has issued financial support letter to following subsidiaries and joint ventures on the basis of which the separate financials statements have been prepared on going concern basis**

i Acme Living Solutions Private Limited
ii MIA Infrastructure Private Limited
iii Wellkept Facility Mangement Services Private Limited (Previously known as TRIL Hospitality Private Limited)
iv TRIF Gurgaon Housing Projects Private Limited
v TRIL Amritsar Projects Limited (formerly known as TRIF Amritsar Projects Limited)
vi TRPL Roadways Private Limited
vii Gurgaon Constructwell Private Limited
viii HV Farms Private Limited

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**Note 45**
**Capital and other commitments**

| Particulars | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | 60,491 | 178,382 |
| Others | - | - |

**Note 46**
**Segment reporting**

**A. Basis for segmentation**

The Group has three reportable segments, as described below, which are the Group's strategic business units. These business units offer different products and services, and are managed separately because they require different technology and marketing strategies.

The following summary describes the operations in each of the Group's reportable segments

**Reportable segment**

- Development of Residential property for outright sale
- Real Estate
- Infrastructure

**B. Information about reportable segments**

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Group's CODM. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

Refer Annexure A

**C. Information about major customers**

There are no customers from whom Group recognises revenue more than 10% of total revenue of the Group

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**Notes to the Consolidated financial statements**

*for the year ended 31 March 2019*

(Currency: Indian rupees in lakhs)

Refer Note No. 46

Annexure A

| Particulars | Development of residential | | Real Estate | | InfraStructure | | Unallocated | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 |
| **REVENUE** | | | | | | | | | | |
| Net sales | | | | | | | | | | |
| Revenue | 10,253 | 7,830 | 55,278 | 55,459 | 102,328 | 64,061 | 6,573 | 3,907 | 174,432 | 131,257 |
| **Total revenue** | 10,253 | 7,830 | 55,278 | 55,459 | 102,328 | 64,061 | 6,573 | 3,907 | 174,432 | 131,257 |
| **Expenses** | 8,236 | 6,789 | 17,123 | 26,628 | 89,240 | 53,927 | 11,418 | 11,055 | 126,018 | 98,399 |
| **RESULT** | | | | | | | | | | |
| Finance costs | - | | 22,406 | 25,439 | 6,662 | 5,455 | 22,988 | 23,577 | 52,055 | 54,471 |
| Depreciation/Impairment | - | 21 | 15,166 | 14,490 | 1,550 | 2,965 | 141 | 124 | 16,858 | 17,600 |
| **Net loss before Taxes** | | | | | | | | | (20,512) | (39,213) |
| **OTHER INFORMATION** | | | | | | | | | | |
| **ASSETS** | | | | | | | | | | |
| Segment Assets | 43,382 | 45 370 | 563,247 | 506,576 | 290,662 | 201,377 | 85,329 | 124,894 | 982,621 | 878,217 |
| **Total Assets** | 43,382 | 45,370 | 563,247 | 506,576 | 290,662 | 201,377 | 85,329 | 124,894 | 982,621 | 878,217 |
| **LIABILITIES** | | | | | | | | | | |
| Segment Liabilities | 6,691 | 5 695 | 367,457 | 380 981 | 225,726 | 170,120 | 353,234 | 266,738 | 953,109 | 823,534 |
| **Total Liabilties** | 6,691 | 5,695 | 367,457 | 380,981 | 225,726 | 170,120 | 353,234 | 266,738 | 953,109 | 823,534 |

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**Note 47**
**Lease arrangements**

A **Operating leases - as a lessee**

a) The Company has taken various premises under cancellable operating leases.

b) The Company has also taken a commercial property and certain residential premises on non-cancellable operating leases. The future minimum lease payments in respect of these properties as on 31 March 2019 is as follows

| Lease Payments | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Not later than one year | 424 | 328 |
| Later than one year but not later than five years | 791 | 243 |
| Later than five years | - | - |
| Payments of lease rentals during the year (includes recorded under personnel costs INR 29.16 lakh (2018: 47.88 lakh) | 426 | 430 |

c) There are no exceptional/restrictive covenants in the lease agreements

B **As a lessor:**

(i) **Operating Lease**
The Company has leased some investment properties. As on 31 March 2019, the future minimum lease payments in respect of these properties till the expiry of lock in period is as follows.

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Not later than one year | 33,891 | 31,252 |
| Later than one year but not later than five years | 140,618 | 74,205 |
| Later than five years | 42,081 | 22,954 |
| | 216,590 | 128,412 |
| Lease Rental Income for the year | 53,431 | 48,214 |

(ii) **Finance leases - Fit-out and interior work**

The Company's leasing arrangement represents the fit-out or interior work completed for the customers which have been classified under Ind AS 17 on Leases as Finance lease. The lease terms are for the periods of five to seven years where substantially all the risks and rewards of ownership are transferred to the lessee. The Company records disposal of the property concerned and recognizes the subsequent interest in the finance lease. No contingent rent is receivable in this regard

Finance leases are receivable as follows:

| Gross investment in lease | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Receivable within one year | 166 | 166 |
| Receivable between one and five years | 152 | 318 |
| Receivable after five years | - | - |
| | 318 | 484 |
| **Present value of minimum lease payments** | **31 March 2019** | **31 March 2018** |
| Not later than one year | 114 | 94 |
| Later than one year but not later than 5 years | 125 | 239 |
| Later than 5 years | - | - |
| | 239 | 334 |

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**Note 48**

**Micro, Small and Medium Enterprises**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro Small and Medium enterprises On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the MSMED as set out in following disclosure

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year end (o/s for less than 30 days) | 53 | 42 |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) | - | - |
| The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006 | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise | - | - |
| Amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |

**Note 49**

| *Expenditure in foreign currency (on accrual basis)* | 31 March 2018 | 31 March 2018 |
|---|---|---|
| Professional fees | 15 | 24 |
| Training and conference expenses | 12 | 62 |
| Travelling expenses | 4 | 7 |
| Sales and Marketing expenses | - | - |

**Note 50**

**Impairment Loss**

The group has tested the impairment of goodwill arising on account of consolidation / merger. Based on the performance of the project during the current year and future projections, an impairment analysis had been carried out during the year and impairment loss recognised during the year of Rs 750 Lakhs (2017 Rs. 5,219 Lakhs)

Note 51

a) **Disclosure with respect to transition adjustment of IndAS 115**

| Particulars | Amount |
|---|---|
| Opening Retained Earnings (before Ind AS 115) | (74,541) |
| Reversal of revenue | (3,174) |
| Reversal of Cost of sale | 1,870 |
| **Opening Retained Earning (After Ind AS 115)** | **(75,845)** |
| | |
| **Increase in Inventory** | **1,870** |
| **Decrease in Trade Receivable (Other than related Party)** | **(3,174)** |

**b) Disclosure in respect of Construction Contracts**

| **Particulars** | For the Year ended March 31, 2019 | For the Year ended March 31, 2018 |
|---|---|---|
| Contract revenue recognized as revenue during the year | 88,760 | 57,934 |
| | | |
| **Particulars** | As at March 31, 2019 | As at March 31, 2018 |
| Cumulative revenue recognized | 170,979 | 82,219 |
| Cumulative costs incurred | 163,942 | 80,847 |
| Cumulative margins accounted | 7,037 | 1,371 |
| Advances paid | 11,907 | 16,744 |
| Retention money payable | - | - |

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**Note 52**
**Interests in other entities**
**(a) Subsidiaries**
The company's subsidiaries at 31 March 2019 are set out below

| Name of entity | Place of business | % of ownership interest 31 March 2019 | % of ownership interest 31 March 2018 |
|---|---|---|---|
| Acme Living Solutions Private Limited | India | 100.00% | 100.00% |
| Arrow Infraestate Private Limited | India | 100.00% | 100.00% |
| Gurgaon Constructwell Private Limited | India | 100.00% | 100.00% |
| Gurgaon Realtech Limited | India | 100.00% | 100.00% |
| TRIL Roads Private Limited | India | 100.00% | 100.00% |
| TRIF Gurgaon Housing Projects Private Limited | India | 100.00% | 100.00% |
| TRIL Urban Transport Private Limited | India | 100.00% | 100.00% |
| TRIL Hospitality Private Limited | India | 100.00% | 100.00% |
| TRIL Constructions Limited | India | 67.50% | 67.50% |
| TRIL Infopark Limited (refer note no. (ii) & (iii) | India | 100.00% | 100.00% |
| TRIL Amritsar Projects Limited | India | 100.00% | 100.00% |
| Hampi Expressway Private Limited | India | 100.00% | 100.00% |
| TRIF Real Estate Development Limited | India | 100.00% | 100.00% |
| HV Farms Private Limited | India | 100.00% | 100.00% |
| International Infrabuild Private Limited (IIPL) | India | 26.00% | 26.00% |
| Dharamshala Ropeway Limited | India | 74.00% | 74.00% |
| Manali Ropeway Private Limited | India | 72.00% | 72.00% |
| Uchit Expressways Private Limited | India | 100.00% | 100.00% |
| TRPL Roadways Private Limited | India | 100.00% | 100.00% |
| Matheran Ropeways Private Limited | India | 70% | 70% |
| Durg Shivnath Expressways Private Limited | India | 100% | 100% |
| MIA Infrastructure Private Limited | India | 100% | 100% |

**Significant judgement: consolidation of entities with less than 50% voting interest**

i) Although the Group owns less than one-half of the voting power of International Infrabuild Private Limited, it is able to control the company by virtue of an agreement with the other investors of International Infrabuild Private Limited which inter-alia provides the Group with power to appoint majority of the board of directors of International Infrabuild Private Limited and power over relevant activities. Consequently, the Group consolidates its investment in the company.

ii) The Parent company has entered into call option with one of the shareholder of TRIL Infopark Ltd expiring on 10th July 2021 wherein the Parent Company holds the call options. Company has paid full consideration of Rs 7110 Lakhs as option deposit. Hence Parent company is consolidating shareholding in TRIL Infopark Ltd of the said shareholder as stake held by it

iii) Similary, the Parent Company has entered into put option with another shareholder of TRIL Infopark Ltd expiring on 9th March 2019. Based on the put option conditions Parent Company has provided full liability under other current financial liabilities, since the put options rights are available with the other shareholders. Hence, Parent Company is consolidating TRIL Infopark Ltd as 100% subsidiary.

**(b) Non-controlling interests (NCI)**
Set out below is summarised financial information for each subsidiary that has non-controlling interests to the group. The amounts disclosed for each subsidiary are before inter-company eliminations

**Summarised balance sheet**

| | Dharamshala Ropeway Limited | | TRIL Constructions Limited | | Manali Ropeways Private Limited | | IIPL | | Matheran Rope- Way Private Limited | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 |
| Non-current assets | 7,168 | 5,482 | 21,691 | 21,487 | 5,144.64 | 5,749 | 13,645 | 12,937 | 1,587 | 1,587 |
| Current assets | 108 | 278 | 2,648 | 2,657 | 4.70 | 1 | 605 | 287 | 951 | 954 |
| Non-current liabilities | (5,641) | (4,077) | (8,615) | (7,050) | (4,934.02) | (5,510) | (6,474) | (10,849) | - | - |
| Current liabilities | (1,132) | (682) | (289) | (1,148) | (9.18) | (28) | (9,701) | (2,389) | (101) | (129) |
| Net assets | 504 | 1,001 | 15,434 | 15,946 | 206 | 212 | (1,925) | (13) | 2,436 | 2,411 |
| Net assets attributable to NCI * | 104 | 260 | 6,304 | 6,470 | - | (27) | - | (79) | 209 | 201 |

| | Dharamshala Ropeway Limited | | TRIL Constructions Limited | | Manali Ropeways Private Limited | | IIPL | | Matheran Rope- Way Private Limited | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 |
| **Summarised statement of profit and loss** | | | | | | | | | | |
| Revenue | 2.11 | 116 | - | - | - | - | 136 | 5,831 | 55 | 37 |
| (Loss)/Profit | (649) | 77 | (512) | (28) | (55) | (119) | (1,912) | (95) | 25 | (0) |
| OCI | | - | | - | | - | | - | | - |
| **Total comprehensive income** | (649) | 77 | (512) | (28) | (55) | (119) | (1,912) | (95) | 25 | (0) |
| Loss allocated to NCI | (169) | 20 | (166) | (9) | (15) | (33) | (1,415) | (70) | 7.38 | (0.06) |
| OCI allocated to NCI | | - | | - | | - | | - | | - |
| **Total comprehensive income allocated to NCI** | (169) | 20 | (166) | (9) | (15) | (33) | (1,415) | (70) | 7 | (0.06) |
| **Loss to NCI Restricted** | (169) | 20 | (166) | (9) | 27 | (33) | 79 | (70) | 7 | (0) |
| **Summarised cash flows** | | | | | | | | | | |
| Cash flows from operating activities | (171) | (231) | (723) | (238) | (10) | (23) | (147) | (378) | (60) | (38) |
| Cash flows from investing activities | (1,421) | (2,385) | (204) | (343) | (34) | (158) | (1,420) | (6,860) | 54 | (742) |
| Cash flows from financing activities | 1,634 | 2,613 | 895 | 628 | 48 | 179 | 1,990 | 7,255 | - | 1,715 |
| Net increase/ (decrease) in cash and cash equivalents | 42.39 | (2.55) | (32.65) | 47.79 | 4.08 | (1.35) | 423.37 | 17.55 | (6.08) | 935.31 |

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(Currency: Indian rupees in lakhs)

Note 53 (continued)

**Interests in other entities (continued)**

**(c) Transactions with Non-controlling Interests**

There are no transactions with non-controlling interests in 2018- 2019

**(d) Interests in joint ventures**

Set out below are the joint ventures of the group as at 31 March 2019 which, in the opinion of the directors, are material to the group. The country of incorporation or registration is also their principal place of business.

| Name of entity | Place of business | % of ownership interest | | |
|---|---|---|---|---|
| Pune Solapur Expressways Private Limited | India | 50% | Joint venture | Equity method |
| A & T Road Construction Management and Operation Private Limited | India | 50% | Joint venture | Equity method |
| TRIL IT4 Private Limited | India | 74% | Joint venture | Equity method |
| Mikado Realtors Pvt. Ltd | India | 74% | Joint venture | Equity method |
| Industrial Minerals and Chemicals Company Private Limited | India | 74% | Joint venture | Equity method |

(i) All the above joint ventures are engaged in the business of real estate and infrastructure development. It is a strategic investment which utilises the group's knowledge and expertise in the development of real estate and infrastructure development.

(ii) Significant judgement: Although the Group owns more than one-half of the voting power of TRIL IT4 Private Limited, Mikado Realtors Pvt. Ltd. and Industrial Minerals and Chemicals Company Private Limited, it does not have control over these Companies. The Group has joint control over these companies by virtue of an agreement with the other investors. In other words, decisions about the relevant activities - i.e. those that significantly affect the returns of the arrangement - require the affirmative consent of the investors. Consequently, the Group has classified its interest in these companies as jointly controlled entity.

**Summarised financial information for associates and joint ventures**

| | Pune Solapur Expressways Private Limited | | A & T Road Construction Management and Operation Private Limited | | IMCC | | TRIL IT4 Private Limited (Refer Note 9) | | Mikado Realtors Pvt Ltd | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 | 31 March 2019 | 31 March 2018 |
| **Percentage ownership interest** | 50% | 50% | 50% | 50% | 74% | 74% | 74% | 74% | 74% | 74% | | |
| Current assets | 5,977 | 3,654 | - | 0 | 58 | 16 | 3,224 | 2,822 | 5 | 32 | 9,262 | 6,523 |
| Non-current assets | 93,221 | 97,283 | - | - | 16,460 | 15,492 | 29,232 | 35,607 | 29,353 | 7,535 | 168,266 | 155,407 |
| | | | | | | | | | | | - | - |
| Current liabilities | 9,520 | 2,620 | 2 | 1 | 25 | 23 | 3,069 | 3,025 | 2,966 | 816 | 15,581 | 6,486 |
| Non-current liabilities | 85,333 | 92,776 | - | - | - | 13,131 | 52,109 | 51,852 | 21,940 | 2,266 | 159,382 | 160,026 |
| | | | | | | | | | | | - | - |
| Net assets | 4,344 | 5,541 | (2) | (1) | 16,493 | 2,354 | (22,722) | (16,958) | 4,452 | 4,485 | 2,561 | (4,578) |
| **Group's share of net assets** | 2,172 | 2,770 | (1) | (0) | 12,205 | 1,741 | (16,815) | (12,550) | 3,295 | 3,318 | 856 | (4,720) |
| **Goodwil Recognised** | - | - | - | | 9,705 | 20,179 | - | | 27,141 | 27,141 | 36,846 | 47,320 |
| **Carrying amount of interest in joint venture** | 2,172 | 2,770 | (1) | (0) | 21,910 | 21,921 | - | - | 30,436 | 30,459 | 54,516 | 55,150 |

| Summarised statement of profit and loss | Pune Solapur Expressways Private Limited | | A & T Road Construction Management and Operation Private Limited | | IMCC | | TRIL IT4 Private Limited (Refer Note 9) | | Mikado Realtors Pvt Ltd | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March, 2019 | 31 March, 2018 | 31 March, 2019 | 31 March, 2018 | 31 March, 2019 | 31 March, 2018 | 31 March, 2019 | 31 March, 2018 | 31 March, 2019 | 31 March, 2018 | 31 March, 2019 | 31 March, 2018 |
| | 50% | 50% | 50% | 50% | 74% | 74% | 74% | 74% | 74% | 74% | | |
| Revenue | 15,552 | 14,088 | - | - | - | 1 | 7,864 | 7,467 | - | - | 23,416 | 21,557 |
| Depreciation and amortisation | 4,087 | 3,717 | - | - | - | - | 6,841 | 7,055 | - | - | 10,928 | 10,773 |
| Interest expense | 8,654 | 8,841 | - | - | - | - | 5,592 | 5,461 | - | - | 14,247 | 14,302 |
| Income tax expense | - | - | - | - | - | - | - | (262) | - | - | - | (262) |
| Loss | (1,198) | (2,010.73) | (0) | (1) | (15) | (9) | (5,763) | (5,974) | (32) | (16) | (7,008) | (8,010) |
| Other comprehensive income | 1 | 1 | - | - | - | - | - | - | - | - | 1 | 1 |
| Total comprehensive income | (1,197) | (2,010) | (0) | (1) | (15) | (9) | (5,763) | (5,974) | (32) | (16) | (7,007) | (8,009) |
| **Group's share of loss** | (599) | (1,005) | - | (0) | (11) | (6) | - | - | (24) | (12) | (633) | (1,023) |
| **Group's share of OCI** | 0 | 1 | - | - | - | - | - | - | - | - | 0 | 1 |
| **Group's share of total comprehensive income** | (598) | (1,004) | - | (0) | (11) | (6) | - | - | (24) | (12) | (633) | (1,023) |

Note:

The Group has subscribed to the memorandum of Pune IT City Metro Rail Limited w.e.f. March 13, 2019 for 74% stake in share capital of the entity, having equal participative rights with the joint venture partner

Note 53
Financial instruments – Fair values and risk management

A. Accounting classification and fair values

| 31 March 19 | Carrying FVTPL | FVTOCI | Amortised Cost | Total | Fair value Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **Financial assets** | | | | | | | | |
| Investments | | | | - | | | | - |
| - Equity instruments in others | 22 | - | | 22 | | | 22 | 22 |
| - Bonds and debentures | | | 18,614 | 18,614 | | | 18,614 | 18,614 |
| Current investments in mutual funds | 1,383 | | | 1,383 | 1,383 | | | 1,383 |
| Trade receivables | | | 2,846 | 2,846 | | | 2,846 | 2,846 |
| Cash and cash equivalents | | | 5,921 | 5,921 | | | 5,921 | 5,921 |
| Lease rent receivable | | | 193 | 193 | | | 193 | 193 |
| Unbilled revenue | | | 537 | 537 | | | 537 | 537 |
| Deposit other than inluded in cash and cash equivalent | | | 2,079 | 2,079 | | | 2,079 | 2,079 |
| Security deposits | | | 730 | 730 | | | 730 | 730 |
| Other loans and advances | | | 3,054 | 3,054 | | | 3,054 | 3,054 |
| Other financial assets | | | 1,696 | 1,696 | | | 1,696 | 1,696 |
| | 1,405 | - | 35,670 | 37,075 | 1,383 | - | 35,692 | 37,075 |
| **Financial liabilities** | | | | | | | | |
| Non convertible debentures | | | 233,586 | 233,586 | | | 233,586 | 233,586 |
| Financial liability for premium payment | | | 69,110 | 69,110 | | | 69,110 | 69,110 |
| Project development fees payable | | | 45 | 45 | | | 45 | 45 |
| Secured loan and working capital facility from Bank | | | 444,949 | 444,949 | | | 444,949 | 444,949 |
| Commercial paper issued to mutual fund | | | 76,567 | 76,567 | | | 76,567 | 76,567 |
| Commercial paper issued to banks | | | - | - | | | - | - |
| Inter Corporate Deposits from Related Parties | | | 14,000 | 14,000 | | | 14,000 | 14,000 |
| Derivative instruments | | | | | | | - | |
| - Put option | 17,295 | | | 17,295 | | | 17,295 | 17,295 |
| - Forwards | 425 | | | 425 | | | 425 | 425 |
| Interest- free security deposits from customers | | | 21,551 | 21,551 | | | 21,551 | 21,551 |
| Other financial liabilities | | | 36,305 | 36,305 | | | 36,305 | 36,305 |
| Trade payables | | | 9,468 | 9,468 | | | 9,468 | 9,468 |
| | 17,720 | - | 909,699 | 927,419 | - | - | 927,419 | 927,419 |

| 31 March 18 | Carrying FVTPL | FVTOCI | Amortised Cost | Total | Fair value Level 1 - Quoted price in active markets | Level 2 - Significant observable inputs | Level 3 - Significant unobservable inputs | Total |
|---|---|---|---|---|---|---|---|---|
| **Financial assets** | | | | | | | | |
| Investments | | | | | | | | |
| - Equity instruments in others | 24 | - | | 24 | - | | 24 | 24 |
| - Bonds and debentures | | | 8,140 | 8,140 | | | 8,140 | 8,140 |
| Current investments in mutual funds | 7,958 | - | | 7,958 | 7,958 | - | | 7,958 |
| Trade receivables | - | - | 5,787 | 5,787 | - | - | 5,787 | 5,787 |
| Cash and cash equivalents | - | - | 7,141 | 7,141 | - | - | 7,141 | 7,141 |
| Lease rent receivable | - | - | 94 | 94 | - | - | 94 | 94 |
| Unbilled revenue | - | - | 102 | 102 | - | - | 102 | 102 |
| Deposit other than inluded in cash and cash equivalent | - | - | 720 | 720 | - | - | 720 | 720 |
| Security deposits | - | - | 1,200 | 1,200 | - | - | 1,200 | 1,200 |
| Other loans and advances | - | - | 5,020 | 5,020 | - | - | 5,020 | 5,020 |
| Other financial assets (Forward Derivate Contract Rs 114 Lakhs) | - | - | 1,218 | 1,218 | - | - | 1,218 | 1,218 |
| | 7,982 | - | 29,423 | 37,405 | 7,958 | - | 29,447 | 37,405 |
| **Financial liabilities** | | | | | | | | |
| Non convertible debentures | - | | 231,439 | 231,439 | - | - | 231,439 | 231,439 |
| Financial liability for premium payment | - | | 65,869 | 65,869 | - | - | 65,869 | 65,869 |
| Project development fees payable | - | - | 45 | 45 | - | - | 45 | 45 |
| Secured loan and working capital facility from Bank | - | - | 357,459 | 357,459 | - | - | 357,459 | 357,459 |
| Commercial paper issued to mutual fund | - | - | 59,695 | 59,695 | - | | 59,695 | 59,695 |
| - Put option | 17,923 | - | - | 17,923 | - | | 17,923 | 17,923 |
| - Forwards | 3,128 | - | - | 3,128 | - | - | 3,128 | 3,128 |
| Interest- free security deposits from customers | - | - | 21,997 | 21,997 | - | | 21,997 | 21,997 |
| Other financial liabilities | - | - | 32,548 | 32,548 | - | - | 32,548 | 32,548 |
| Trade payables | - | - | 10,722 | 10,722 | - | - | 10,722 | 10,722 |
| | 21,051 | - | 779,775 | 800,825 | - | - | 800,825 | 800,825 |

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**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**
The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant unobservable inputs | Inter-relationship between significant unobservable inputs and fair value measurement |
|---|---|---|---|
| **Financial assets** | | | |
| **Investments** | | | |
| - Equity instruments in others (OPG Power) | **Discounted cash flow technique:** DCF method/analysis is a financial modelling technique based on explicit assumptions regarding the prospective income arising out of the development to be carried out on the subject land parcel. In case of a valuation of a large land parcel like the subject property, where the development potential is realized over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used. | Not available | Not available |
| - Equity instruments in others (Unix) | **Discounted cash flow technique:** DCF method/analysis is a financial modeling technique based on explicit assumptions regarding the prospective income arising out of the development to be carried out on the subject land parcel. In case of a valuation of a large land parcel like the subject property, where the development potential is realized over a period of time i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used. | Not available | Not available |
| **Derivative instruments** | | | |
| - Put option - YGBL | The Company has used Monte Carlo simulation to estimate the fair value of the options.<br><br>Monte Carlo Simulation: The valuation model simulates the equity value per share of the underlying securities considering (i) a risk free rate rate and (ii) volatility of stock prices of identical securities in markets. The expected pay-off is determined considering the contracted strike price of the option and the simulated equity value per share at each node. The fair value of the option is estimated by discounting the estimated pay-off using a risk free rate for similar maturity as the valuation model works on a risk netural framework | 2019:<br>* Underlying equity value of the company (Rs.3,623 lakhs)<br><br>2018<br>* Underlying equity value of the company (Rs.4,609 lakhs) | 2019<br>*If underlying enterprise value of the company increases (decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%.<br><br>2018<br>*If underlying enterprise value of the company increases (decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%. |
| - Forwards | The Company has used Monte Carlo simulation to estimate the fair value of the options.<br><br>Monte Carlo Simulation: The valuation model simulates the equity value per share of the underlying securities considering (i) a risk free rate rate and (ii) volatility of stock prices of identical securities in markets. The expected pay-off is determined considering the contracted strike price of the option and the simulated equity value per share at each node. The fair value of the option is estimated by discounting the estimated pay-off using a risk free rate for similar maturity as the valuation model works on a risk netural framework | 2019 :<br><br>* Underlying Equity value of the company (Rs. 590 lakhs)<br><br>2018<br>* Underlying equity value of the company (Rs. 6,067 lakhs) | 2019<br>*If underlying enterprise value of the company increases (decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%.<br><br>2018<br>*If underlying enterprise value of the company increases (decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%. |
| **Following have been recorded at amortised cost:**<br>1. Investments in Non-convertible debentures of equity accounted investees<br>2. Lease rent receivables<br>3. Security deposit given<br>4. Non convertible debentures (borrowings)<br>5. Financial liability for premium payment<br>6. Security deposits received from customers<br>7. Tamil Nadu Industrial Corporation Limited ("TIDCO") Put option | Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Financial risk management**
The Company has exposure to the following risks arising from financial instruments
A. Credit risk ;
B. Liquidity risk ; and
C. Market risk

**Risk management framework**
The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

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**Note 53 (continued)**

***Liquidity risk***

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from compulsory convertible and non-convertible debentures from holding Group and other financial institution. The Group also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

***Exposure to liquidity risk***

The table below analyses the group's financial liabilities into relevant maturity groupings based on their contractual maturities for:
* all non derivative financial liabilities
* net and gross settled derivative financial instruments for which the contractual maturites are essential for the understanding of the timing of the cash flows

**31 March 2019**

| **Non-derivative financial liabilities** | | **Contractual cash flows** | | | |
|---|---|---|---|---|---|
| | **Carrying amount** | **1 year or less** | **1-2 years** | **2-5 years** | **More than 5 years** |
| Non convertible debentures | 233,586 | 118,820 | 40,000 | 45,500 | 29,650 |
| Inter Corporate Deposits from Related Parties | 14,000 | 14,000 | - | - | - |
| Financial liability for premium payment | 69,110 | 1,316 | 6,846 | 13,485 | 322,010 |
| Project development fees payable | 45 | 45 | - | - | |
| Bank Overdraft | 4,118 | 4,118 | - | - | - |
| Interest- free security deposits from customers | 21,551 | 3,341 | 5,059 | 13,773 | 4,726 |
| Commercial paper issued to mutual fund | 76,567 | 77,500 | - | - | - |
| Trade and other payables | 9,468 | 9,468 | | - | |
| Secured loan and working capital facility from Banks and Financial Institutions | 444,949 | 13,365 | 31,950 | 122,395 | 286,055 |
| Other financial liabilities* | 36,305 | 34,865 | - | 11,439 | - |
| | **909,699** | **266,838** | **83,854** | **206,591** | **642,441** |
| **Derivative financial liabilities** | | | | | |
| - Put option | 17,295 | 15,477 | - | 1,818 | - |
| - Forwards | 425 | - | - | 425 | - |
| | **17,720** | **15,477** | - | **2,243** | - |

**31 March 2018**

| **Non-derivative financial liabilities** | | **Contractual cash flows** | | | |
|---|---|---|---|---|---|
| | **Carrying amount** | **1 year or less** | **1-2 years** | **2-5 years** | **More than 5 years** |
| Non convertible debentures | 231,439 | 6,044 | 131,240 | 108,515 | 18,133 |
| Financial liability for premium payment | 65,809 | 1,855 | 4,786 | 30,596 | 259,944 |
| Project development fees payable | 45 | 45 | | - | - |
| Interest- free security deposits from customers | 21,997 | 7,109 | 1,795 | 13,084 | 4,696 |
| Commercial paper issued to mutual fund | 59,645 | 60,500 | - | - | - |
| Trade and other payables | 10,722 | 10,722 | - | - | - |
| Secured loan and working capital facility from Bank | 157,459 | 33,331 | 37,876 | 133,754 | 152,497 |
| Other financial liabilities | 32,548 | 27,617 | - | 4,931 | - |
| | **779,775** | **147,224** | **175,698** | **291,780** | **434,369** |
| **Derivative financial liabilities** | | | | | |
| - Put option | 17,923 | 16,425 | - | - | 1,498 |
| - Forwards | 3,128 | | | 3,128 | - |
| | **21,051** | **16,425** | | **3,128** | **1,498** |

* Forward contract entered with the banks with respect to the firm commitment of supply of assets/services entered with the foreign contractor to be constructed and installed on the project site. Notional amount of foreign currency Euro 59.40 lakhs and notional INR 164.55 lakhs

(Currency: Indian rupees in lakhs)

**Note 53 (continued)**
**Credit Risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables,loans and advances and investments.

**Trade and other receivables**
The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business

**Credit risk for receivables pertaining to residential business**
The risk for trade recievables pertaining to residential business is considered nil as the posseession of the residential property is transferred only after the receipt of payment from the customer

Summary of the Group's exposure to credit risk by age of the outstanding from various customers is as follows:

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Neither past due nor impaired | 1,571 | 1,341 |
| **Past due but not impaired** | | |
| Past due 1–90 days | 800 | 531 |
| Past due 91–180 days | 293 | 1,340 |
| Past due 181–270 days | 155 | 1,459 |
| Past due 271–365 days | - | 805 |
| Past due more than 365 days | 26 | 312 |
| | 2,846 | 5,787 |

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(Currency: Indian rupees in lakhs)

**Note 53 (continued)**

**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates The Group's exposure to market risk for changes in interest rates relates borrowings from financial institutions.

**Exposure to interest rate risk**

The interest rate profile of the Group's interest-bearing financial instruments is as follows:

| Particulars | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Fixed-rate instruments** | | |
| Financial assets | 4,229 | 3,411 |
| Financial liabilities | 280,277 | 369,310 |
| **Variable-rate instruments** | | |
| Financial liabilities | 404,304 | 354,178 |

**Interest rate sensitivity - fixed rate instruments**

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Group does not have any designate financial liabilities.

**Interest rate sensitivity - variable rate instruments**

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

| | 100 bp increase | 100 bp decrease |
|---|---|---|
| **As at '31 March 2019** | | |
| Variable-rate instruments | 4,043 | (4,043) |
| **Cash flow sensitivity (net)** | 4,043 | (4,043) |

| | 100 bp increase | 100 bp decrease |
|---|---|---|
| **As at '31 March 2018** | | |
| Variable-rate instruments | 3,542 | (3,542) |
| **Cash flow sensitivity (net)** | 3,542 | (3,542) |

(Note: The impact is indicated on the profit/loss and equity before tax basis)

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(Currency. Indian rupees in lakhs)

**Note 54**
**Capital Management**

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The funding requirement of the Group are met from fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from compulsory convertivble and non-convertible debentures from holding Group and other financial institution. The Group's policy is to use short-term and long-term borrowings to meet anticipated funding requirements.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

| | As at 31 March 2019 | As at 31 March 2018 |
|---|---|---|
| Total borrowings | 773,320 | 648,693 |
| Less : Cash and cash equivalent | 5,921 | 7,141 |
| **Adjusted net debt** | **767,400** | **641,552** |
| **Adjusted equity** | **29,512** | **54,682** |
| Adjusted net debt to adjusted equity ratio | 26 | 12 |

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## Tata Realty and infrastructure Limited

**Notes to the consolidated financial statements *(Continued)***

*for the year ended 31 March 2019*

(Currency: Indian rupees in lakhs)

Note 55

**Tax expense**

**(a) Amounts recognised in profit and loss**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Current income tax** | 864 | 799 |
| **Current Tax Expense** | - | 262 |
| Original and reversal of temperory diffrence | | |
| Increase in tax rate | 1,906 | (1,007) |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | 1,906 | (1,007) |
| **Tax expense for the year** | 2,769 | 54 |

**(b) Amounts recognised in other comprehensive income**

| | For the year Before tax INR | Tax (expense) benefit INR | Net of tax INR | For the year Before tax INR | Tax (expense) benefit INR | Net of tax INR |
|---|---|---|---|---|---|---|
| **Items that will not be reclassified to profit or loss** | | | | | | |
| Changes in revaluation surplus | - | | - | - | | - |
| Remeasurements of the defined benefit plans | 55 | (14) | 41 | 35 | (9) | 26 |
| Equity Instruments through Other Comprehensive Income | - | | - | - | | - |
| **Items that will be reclassified to profit or loss** | | | - | | | - |
| Share of Other Comprehensive Income in Associates and Joint Ventures, to the extent to be classified into profit or loss | | - | - | - | - | - |
| | 55 | (14) | 41 | 35 | (9) | 26 |

**(c) Reconciliation of effective tax rate**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **Profit before tax** | (21,145) | (40,236) |
| Tax using the Company's domestic tax rate (Current year 34.944% or 26%(Previous year 30.90% or 25.75%)) | (4,787) | (5,419) |
| **Tax effect of:** | | |
| Differences in tax rates | - | - |
| Items not taxable/ considered seperately | 99 | 455 |
| Impact on account of Ind As adjustments | (688) | (1,647) |
| Current-year losses for which no deferred tax asset is recognised | 7,363 | 7,404 |
| Effect of deduction claimed under chapter IV/ VIA of income tax act, 1961 | (1,041) | (1,712) |
| Unutilised MAT Credit | 855 | 779 |
| Others | 968 | 193 |
| **Total** | 2,769 | 54 |

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency, Indian rupees in lakhs)

**Note 56**
**Disclosure pursuant to Ind AS 19 on "Employee Benefits"**

(i) The Group has adopted Ind AS 19 on "Employee Benefits" as prescribed by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, which is deemed to be applicable under the provisions of Section 133 of the Companies Act, 2013

**(ii) Contribution to Provident fund**

| | 31 March 2019 | 31 March 2018 |
|---|---|---|
| Contribution to provident fund recognised as an expense under "Employee benefits". | 136 | 120 |

**(iii) Defined Benefit Plans**

**Gratuity**
The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement calculated as per the Payment of Gratuity Act, 1972 with no ceiling.

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **I** | **Change in the defined benefit obligation** | | |
| | Liability at the beginning of the year | 454 | 393 |
| | Liability on acquistion of subsidiaries during the year | - | - |
| | Interest Cost | 35 | 29 |
| | Current Service Cost | 86 | 87 |
| | Past Service Cost (Vested Benefit) | - | - |
| | Benefit Paid | (94) | (1) |
| | Actuarial Loss on obligations | (60) | (34) |
| | Liability acquired on acquisition / (settled on Divestiture) | - | - |
| | **Liability at the end of the year** | 421 | 454 |

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **II** | **Amount Recognised in the Balance Sheet** | | |
| | Liability at the end of the year | 421 | 454 |
| | Fair Value of Plan Assets at the end of the year | - | 4 |
| | Difference | 421 | 451 |
| | **Amount recognised in the Balance Sheet** | 421 | 451 |

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **III** | **Expenses Recognised in the statement of profit and loss** | | |
| | Current Service Cost | 86 | 87 |
| | Interest Cost | 35 | 29 |
| | Expected Return on Plan Assets | - | (21) |
| | Net Actuarial Loss to Be Recognised | (60) | - |
| | Addition on acquisition | - | - |
| | **Expense Recognised in statement of profit and loss** | 61 | 95 |

| | | 31 March 2019 | 31 March 2018 |
|---|---|---|---|
| **IV** | **Balance Sheet Reconciliation** | | |
| | Opening net liability | 454 | 393 |
| | Liability on acqusition of subsidiary | - | - |
| | Expense as above | 61 | 82 |
| | Employers contribution (paid) | (94) | (21) |
| | Pre acquisition liability of subsidiary | - | - |
| | **Amount recognised in Balance Sheet** | 421 | 454 |

DELOITTE HASKINS & SELLS LLP Chartered Accountants

Tata Realty And Infrastructure Limited Mumbai

(Currency Indian rupees in lakhs)

**(iv) Defined Benefit Plans *(Continued)***

| Gratuity *(Continued)* | 31 March 2019 | 31 March 2018 |
|---|---|---|
| **V Actuarial Assumptions :** | | |
| Discount Rate | 7.05% | 7.85% |
| Salary escalation | 7.00% | 7.00% |

**Attrition Rate: Directors - Nil, Age 21-30 years - 5%, Age 31-40 years - 3%, Age 41-59 years -2%**

Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market
The Group's liability on account of gratuity is not funded and hence, the disclosures relating to the planned assets are not applicable.

| | 2019 | 2018 |
|---|---|---|
| **VI Experience Adjustments:** | | |
| Defined benefit obligation | 368 | 408 |
| Plan assets | - | - |
| (Deficit) | (368) | (408) |
| Experience adjustment on plan liabilities | - | - |
| Experience adjustment on plan assets | - | - |

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

| | 31 March 2019 | | 31 March 2018 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate ( % movement) | (2.60) | 2.70 | 0.45 | - |
| Salary escalation (% movement) | 2.70 | (2.60) | - | 1.00 |

**(v) Other long term employment benefits**

**Compensated absences**

The liability towards compensated absences for the year ended 31 March 2019 recognised in the Balance Sheet based on actuarial valuation using the projected unit credit method amounted to INR 795 /- (2018: INR 542/-) and the charge to the Statement of profit and loss amounted to INR 126/- (2018: INR 25/-)

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Tata Realty And Infrastructure Limited Mumbai

(Currency Indian rupees in lakhs)

Note 57
**Related Party Disclosures**

***Holding company:***
Tata Sons Private Limited

***Joint Venture***
TRIL IT4 Private Limited
MIA Infrastructure Private Limited
Mikado Realtors Private Limited
Industrial Mineral and Chemicals Company Limited

***Joint Venture of a Subsidiary***
Pune Solapur Expressways Private Limited (a JV of TRIL Roads Private Limited)
A & T Road Construction Manaiement and Operation Private Limited
Pune IT City Metro Rail Limited (wef March 13, 2019)

***Other related parties with whom transactions have taken place during the year:***

***Fellow Subsidiaries:***

Ewart Investments Limited
Tata Consultancy Services Limited
Tata AIG General Insurance Company Limited
Tata AIA Life Insurance Company Limited
TC Travel and Services Limited
Tata Capital Financial Services Limited
Infinity Retail Ltd
Tata Asset Management Limited
Tata Housing Development Company Limited
One Colombo Project (Private) Limited
Tata Elxsi Ltd
Tata Teleservices Limited
Tata Consulting Engineers Ltd

***Key Management Personnel***

| | |
|---|---|
| Sanjay Dutt | Managing Director & CEO - w.e.f. 1st April 2018 |
| Sanjay Ubale | Managing Director - upto 31st March 2018 |
| Sanjay Sharma | Chief Financial Officer - w.e.f 10th September 2018 |
| Arvind Chokhany | Chief Financial Officer - upto 28th February 2019 |
| Vinay Gaokar | Company Secretary |

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Chartered Accountants

Tata Realty And Infrastructure Limited
Mumbai

**Tata Realty and Infrastructure Limited**
**Notes to the consolidated financial statements *(Continued)***
*for the year ended 31 March 2019*
(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow subsidiaries | Joint Venture | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| 1 | Unsecured loan taken | | | | | |
| | 31 March 2019 | - | 14,000 | - | - | 14,000 |
| | 31 March 2018 | - | - | - | - | - |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2019 | - | 14,000 | - | - | 14,000 |
| | 31 March 2018 | - | - | - | - | - |
| 2 | Interest expenses on unsecured loans | | | | | |
| | 31 March 2019 | - | 21 | - | - | 21 |
| | 31 March 2018 | - | - | - | - | - |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2019 | - | 21 | - | - | 21 |
| | 31 March 2018 | - | - | - | - | - |
| | Purchase of fixed assets | | | | | |
| | 31 March 2019 | - | - | - | - | - |
| | 31 March 2018 | - | 7 | - | - | 7 |
| | Infinity Retail Limited | | | | | |
| | 31 March 2019 | - | - | - | - | - |
| | 31 March 2018 | - | 7 | | | 7 |
| | Purchase of Investments | | | | | |
| | 31 March 2019 | - | - | 105 | - | 105 |
| | 31 March 2018 | - | - | 1,744 | - | 1,744 |
| | Industrial Minerals and Chemicals Private Limited | | | | | |
| | 31 March 2019 | - | - | 105 | - | 105 |
| | 31 March 2018 | - | - | 1,744 | | 1,744 |
| | Asset Management Consultancy fees | | | | | |
| | 31 March 2019 | - | - | 148 | - | 148 |
| | 31 March 2018 | - | - | 143 | - | 143 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2019 | - | - | 148 | - | 148 |
| | 31 March 2018 | - | - | 143 | - | 143 |
| | Project Management Consultancy fees | | | | | |
| | 31 March 2019 | - | - | 1,118 | - | 1,118 |
| | 31 March 2018 | - | 251 | 1,314 | - | 1,565 |
| | Mikado Realtors Private Limited | | | | | |
| | 31 March 2019 | - | - | 1,118 | - | 1,118 |
| | 31 March 2018 | - | - | 1,314 | - | 1,314 |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2019 | - | - | - | - | - |
| | 31 March 2018 | - | 251 | - | - | 251 |
| | Interest Income | | | | | |
| | 31 March 2019 | - | - | 1,465 | - | 1,465 |
| | 31 March 2018 | - | - | 1,465 | - | 1,465 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2019 | - | - | 1,465 | - | 1,465 |
| | 31 March 2018 | - | - | 1,465 | - | 1,465 |
| | Rent Income | | | | | |
| | 31 March 2019 | - | 5,315 | - | - | 5,315 |
| | 31 March 2018 | - | 5,092 | - | - | 5,092 |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2019 | - | 4,629 | - | - | 4,629 |
| | 31 March 2018 | - | 4,481 | - | - | 4,481 |
| | Tata AIG General Insurance Co Ltd. | | | | | |
| | 31 March 2019 | - | 686 | - | - | 686 |
| | 31 March 2018 | - | 611 | - | - | 611 |
| | Managerial remuneration | | | | | - |
| | 31 March 2019 | - | - | - | 1,008 | 1,008 |

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| Transactions | Holding company | Fellow subsidiaries | Joint Venture | Key Management Personnel | Total |
|---|---|---|---|---|---|
| 31 March 2018 | - | - | - | 755 | 755 |
| Reimbursement of expenses (receivable) | | | | | |
| 31 March 2019 | 8 | 605 | - | - | 612 |
| 31 March 2018 | 55 | - | - | - | 55 |
| Others | | | | | |
| 31 March 2019 | 8 | 605 | - | - | 612 |
| 31 March 2018 | 55 | - | - | | 55 |
| Services Received | | | | | |
| 31 March 2019 | 5 | 712 | - | - | 717 |
| 31 March 2018 | 21 | 503 | - | - | 525 |
| Tata AIG General Insurance Limited | | | | | |
| 31 March 2019 | - | 275 | - | - | 275 |
| 31 March 2018 | - | 249 | - | - | 249 |
| Tata AIA Life Insurance Limited | | | | | |
| 31 March 2019 | - | 8 | - | - | 8 |
| 31 March 2018 | - | 9 | - | - | 9 |
| Tata Sons Private Limited | | | | | |
| 31 March 2019 | 5 | - | - | - | 5 |
| 31 March 2018 | 21 | - | - | - | 21 |
| Ewart Investment Limited | | | | | |
| 31 March 2019 | - | 208 | - | - | 208 |
| 31 March 2018 | - | 238 | - | - | 238 |
| Tata Consulting Engineers Ltd | | | | | |
| 31 March 2019 | - | 158 | - | - | 158 |
| 31 March 2018 | - | - | - | - | - |
| Tata Elxsi Ltd. | | | | | |
| 31 March 2019 | - | 8 | - | - | 8 |
| 31 March 2018 | - | - | - | - | - |
| Tata Teleservices Ltd | - | | | | |
| 31 March 2019 | - | 20 | - | - | 20 |
| 31 March 2018 | - | 8 | - | - | 8 |
| Tata Housing Development Company Limited | - | | | | |
| 31 March 2019 | - | 35 | - | - | 35 |
| 31 March 2018 | - | - | - | - | - |
| Travelling | | | | | |
| 31 March 2019 | - | - | - | - | - |
| 31 March 2018 | - | 166 | - | - | 166 |
| TC Travel and Services Limited | | | | | |
| 31 March 2019 | - | - | - | - | - |
| 31 March 2018 | - | 166 | - | - | 166 |
| Sale Of Fixed Assets | | | | | |
| 31 March 2019 | 28 | 2 | - | - | 31 |
| 31 March 2018 | - | - | - | - | - |
| Tata Sons Private Limited | | | | | |
| 31 March 2019 | 28 | - | - | - | 28 |
| 31 March 2018 | - | - | - | - | - |
| Ewart Investments Limited | | | | | |
| 31 March 2019 | - | 2 | - | - | 2 |
| 31 March 2018 | - | - | - | - | - |
| Deposit Refund Received | | | | | |
| 31 March 2019 | 150 | 450 | - | - | 600 |
| 31 March 2018 | - | - | - | - | - |

DELOITTE HASKINS & SELLS LLP
CHARTERED ACCOUNTANTS

Tata Realty And Infrastructure Limited
Mumbai

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| Transactions | Holding company | Fellow subsidiaries | Joint Venture | Key Management Personnel | Total |
|---|---|---|---|---|---|
| Tata Sons Private Limited | | | | | |
| 31 March 2019 | 150 | - | - | - | 150 |
| 31 March 2018 | - | - | - | - | - |
| Ewart Investments Limited | | | | | |
| 31 March 2019 | - | 450 | - | - | 450 |
| 31 March 2018 | - | - | - | - | - |
| Employee Benefit Transfer | | | | | |
| Tata Sons Private Limited | | | | | |
| 31 March 2019 | 56 | - | - | - | 56 |
| 31 March 2018 | - | - | - | - | - |
| Balances receivable at the year-end towards interest and debit notes and advances | | | | | |
| 31 March 2019 | - | 688 | 79 | - | 767 |
| 31 March 2018 | - | - | 865 | - | 865 |
| Pune Solapur | | | | | |
| 31 March 2019 | - | - | 10 | - | 10 |
| 31 March 2018 | - | - | 10 | - | 10 |
| TRIL IT4 Private Limited | | | | | |
| 31 March 2019 | - | - | 69 | - | 69 |
| 31 March 2018 | - | - | 66 | - | 66 |
| Mikado Realtors Private Limited | | | | | |
| 31 March 2019 | - | - | 273 | - | 273 |
| 31 March 2018 | - | - | 789 | - | 789 |
| Tata Consulting Engineers Ltd | | | | | |
| 31 March 2019 | - | 35 | - | - | 35 |
| 31 March 2018 | - | - | - | - | - |
| Tata Housing Development Company Limited | | | | | |
| 31 March 2019 | - | 653 | - | - | 653 |
| 31 March 2018 | - | - | - | - | - |
| Deposits placed | | | | | |
| 31 March 2019 | - | 240 | - | - | 240 |
| 31 March 2018 | 150 | 300 | - | - | 450 |
| Ewart Investments Limited | | | | | |
| 31 March 2019 | - | 240 | - | - | 240 |
| 31 March 2018 | - | 300 | - | - | 300 |
| Tata Sons Pvt. Limited | | | | | |
| 31 March 2019 | - | - | - | - | - |
| 31 March 2018 | 150 | - | - | - | 150 |
| Trade receivables | | | | | |
| 31 March 2019 | - | 793 | 15 | - | 808 |
| 31 March 2018 | 6 | 743 | 15 | - | 763 |
| Tata Consultancy Services Limited | | | | | |
| 31 March 2019 | - | 752 | - | - | 752 |
| 31 March 2018 | - | 712 | - | - | 712 |
| TRIL IT4 Private Limited | | | | | |
| 31 March 2019 | - | - | 15 | - | 15 |
| 31 March 2018 | - | - | 15 | - | 15 |

## Tata Realty and Infrastructure Limited

Notes to the consolidated financial statements *(Continued)*
*for the year ended 31 March 2019*
(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| Transactions | Holding company | Fellow subsidiaries | Joint Venture | Key Management Personnel | Total |
|---|---|---|---|---|---|
| Tata Sons Private Limited | | | | | |
| 31 March 2019 | - | - | - | - | - |
| 31 March 2018 | 6 | - | - | - | 6 |
| Tata AIG General Insurance Company Ltd | | | | | |
| 31 March 2019 | - | 41 | - | - | 41 |
| 31 March 2018 | - | 31 | - | - | 31 |
| **Balances payable at the year-end** | | | | | |
| towards advances from customers | | | | | |
| 31 March 2019 | - | 2,922 | - | - | 2,922 |
| 31 March 2018 | - | 2,876 | - | - | 2,876 |
| Tata Consultancy Services Limited | | | | | |
| 31 March 2019 | - | 2,583 | - | - | 2,583 |
| 31 March 2018 | - | 2,583 | - | - | 2,583 |
| Tata AIG General Insurance Company Ltd. | | | | | |
| 31 March 2019 | - | 339 | - | - | 339 |
| 31 March 2018 | - | 293 | - | - | 293 |
| towards expenses | | | | | |
| 31 March 2019 | - | 25 | - | - | 25 |
| 31 March 2018 | - | 7 | - | - | 7 |
| Tata Consultancy Services Limited | | | | | |
| 31 March 2019 | - | 7 | | | 7 |
| 31 March 2018 | - | 7 | | | 7 |
| Tata Housing Development Company Limited | | | | | - |
| 31 March 2019 | - | 19 | | | 19 |
| 31 March 2018 | - | - | | | - |

**Tata Realty and Infrastructure Limited**
**Notes to the consolidated financial statements**
*for the year ended 31 March 2019*
(Currency. Indian rupees in lakhs)

**Note 58**
Additional information pursuant to paragraph 2 of Division II of Schedule III to the Companies Act 2013- 'General instructions for the preparation of consolidated financial statements' of Division II of Schedule III

**Part A**
**March 2019**

| Name of the entity | Net Assets (Total Assets - Total Liabilities) | | Share in profit or loss | | Share in other comprehensive income | | Share in total comprehensive income | |
|---|---|---|---|---|---|---|---|---|
| | As a % of consolidated net assets | Amount | As a % of consolidated profit or loss | Amount | As a % of consolidated other comprehensive income | Amount | As a % of total comprehensive income | Amount |
| **Parent** | | | | | | | | |
| Tata Realty and Infrastructure Limited | 54.67% | 198,686 | 62.72% | (18,627) | 68.53% | 28,871 | 80.97% | 10,244 |
| **Subsidiaries** | | | | | | | | |
| **Indian** | | | | | | | | |
| Acme Living Solutions Private Limited | 0% | (8) | 0% | (1) | 0% | - | -0.01% | (1) |
| Arrow Infra Estates Private Limited | 0.22% | 806 | 0.02% | (7) | 0% | - | -0.05% | (7) |
| Gurgaon Constructwell Private Limited | 0.76% | 2,760 | 0.53% | (158) | 0% | - | -1.25% | (158) |
| Gurgaon Realtech Limited | 0.40% | 1,437 | 0.32% | (96) | 0% | - | -0.76% | (96) |
| TRIL Roads Private Limited | 7.69% | 27,942 | -2.27% | 675 | 25.35% | 10,680 | 89.75% | 11,355 |
| TRIF Gurgaon Housing Projects Private Limited | 0.00% | (3) | 0.00% | (1) | 0% | - | -0.01% | (1) |
| TRIL Urban Transport Private Limited | 1.37% | 4,970 | 3.19% | (948) | 1% | 270 | -5.36% | (678) |
| Wellkept Facility Management Services Private Limited | 0.00% | (1) | 0.00% | (1) | 0% | - | -0.01% | (1) |
| TRIL Constructions Limited | 4.25% | 15,434 | 1.72% | (512) | 0% | - | -4.05% | (512) |
| TRIL Infopark Limited | 10.43% | 37,911 | 4.74% | (1,408) | 0% | (2) | -11.14% | (1,410) |
| TRIL Amritsar Projects Limited | 0.79% | 2,889 | 5.12% | (1,520) | 0% | 1 | -12.01% | (1,519) |
| Hampi Expressway Private Limited | 5.37% | 19,524 | -1.54% | 457 | 0% | - | 3.61% | 457 |
| TRIF Real Estate Development Limited | 1.49% | 5,433 | 0.50% | (147) | 0% | 1 | -1.15% | (146) |
| HV Farms Private Limited | 0.32% | 1,148 | 0.00% | (1) | 0% | - | -0.01% | (1) |
| International Infrabuild Private Limited | -0.53% | (1,925) | 5.86% | (1,741) | 0% | - | -13.76% | (1,741) |
| Dharamshala Ropeway Limited | 0.14% | 504 | 2.21% | (655) | 0% | - | -5.18% | (655) |
| Manali Ropeway Private Limited | 0.06% | 206 | 0.24% | (71) | 0% | - | -0.56% | (71) |
| Uchit Expressways Private Limited | 3.11% | 11,286 | -10.03% | 2,978 | 0% | (0) | 23.54% | 2,978 |
| TRPL roadways | 3.66% | 13,313 | 4.31% | (1,280) | 5.47% | 2,305 | 8.10% | 1,025 |
| Durg Shivnath Expressways Pvt Ltd | 2.62% | 9,507 | -1.99% | 590 | 0% | (0) | 4.66% | 590 |
| Matheran Ropeway Pvt Ltd | 0.67% | 2,436 | -0.11% | 33 | 0% | - | 0.26% | 33 |
| MIA Infrastructure Private Limited | 0% | (31) | 0.09% | (26) | 0% | - | -0.20% | (26) |
| **Non-controlling interests in all subsidiaries** | 1.82% | 6,617 | 0.75% | (222) | 0% | - | 0% | - |
| **Joint Venture (investment as per equity method)** | | | | | | | | |
| **Indian** | | | | | | | | |
| Pune Solapur Expressways Private Limited | 1.20% | 4,344 | 4.03% | (1,198) | 0% | 2 | -9.45% | (1,196) |
| A & T Road Construction Management and Operation Private Limited | 0.00% | (2) | 0% | (0) | 0% | - | 0.00% | (0) |
| TRIL IT4 Private Limited | -6.25% | (22,722) | 19.41% | (5,763) | 0% | - | -45.55% | (5,763) |
| Mikado Realtors Pvt Ltd | 1.23% | 4,452 | 0.11% | (32) | 0% | - | -0.25% | (32) |
| Industrial Minerals and Chemicals Company Private Limited | 4.54% | 16,493 | 0.05% | (15) | 0% | - | -0.12% | (15) |
| **Total** | **100%** | **363,406** | **100%** | **(29,699)** | **100%** | **42,129** | **100%** | **12,652** |
| Consolidation Adjustment | | (333,894) | | 6,006 | | (42,087) | | (36,304) |
| **Total Net Assets** | | **29,512** | | **(23,693)** | | **41** | | **(23,652)** |

(Currency: Indian rupees in lakhs)

Part B

| Name of the entity | Reporting Currency | Exchange Rate | Share Capital | Reserve and Surplus | Total Assets | Total Liabilities | Investment | Turnover / Total Revenue | Total Income | Profit Before Tax | Provision for Taxation | Profit After Taxation | Proposed Dividend | % of Shareholding |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Parent** | | | | | | | | | | | | | | |
| Tata Realty and Infrastructure Limited | INR | 1.00 | 101,731 | 96,955 | 526,847 | (328,161) | 406,347 | 14,493 | 27,247 | (17,328) | 1,299 | (18,627) | - | |
| **Subsidiaries** | | | | | | | | | | | | | | |
| **Indian** | | | | | | | | | | | | | | |
| Acme Living Solutions Private Limited | INR | 1.00 | 5 | (13) | 0 | (8) | - | - | - | (1) | - | (1) | - | 100.00% |
| Arrow Infra Estates Private Limited | INR | 1.00 | 10 | 796 | 18,404 | (17,598) | - | - | - | (7) | - | (7) | - | 100.00% |
| Gurgaon Constructwell Private Limited | INR | 1.00 | 7 | 2,754 | 11,566 | (8,806) | - | - | - | (158) | 178 | (336) | - | 100.00% |
| Gurgaon Realtech Limited | INR | 1.00 | 7 | 1,430 | 25,669 | (24,232) | - | - | - | (96) | - | (96) | - | 100.00% |
| TRIL Roads Private Limited | INR | 1.00 | 775 | 27,168 | 82,723 | (54,781) | 74,682 | 3,737 | 4,571 | 675 | 502 | 173 | - | 100.00% |
| TRIF Gurgaon Housing Projects Private Limited | INR | 1.00 | 5 | (8) | 0 | (3) | - | - | - | (1) | - | (1) | - | 100.00% |
| TRIL Urban Transport Private Limited | INR | 1.00 | 2,684 | 2,286 | 8,068 | (3,098) | 4,571 | 63 | 63 | (948) | (77) | (871) | - | 100.00% |
| Wellkept Facility Management Services Private Limited | INR | 1.00 | 40 | (41) | 6 | (7) | - | - | - | (1) | - | (1) | - | 100.00% |
| TRIL Constructions Limited | INR | 1.00 | 3,615 | 11,820 | 24,339 | (8,905) | - | - | - | (512) | - | (512) | - | 67.50% |
| TRIL Infopark Limited | INR | 1.00 | 105,000 | (67,089) | 366,518 | (328,607) | 22 | 52,171 | 52,600 | (1,408) | - | (1,408) | - | 100.00% |
| TRIL Amritsar Projects Limited | INR | 1.00 | 32,431 | (29,542) | 35,644 | (32,755) | - | 2,488 | 2,541 | (1,520) | - | (1,520) | - | 100.00% |
| Hampi Expressway Private Limited | INR | 1.00 | 5,313 | 14,211 | 132,796 | (113,272) | - | 40,269 | 40,272 | 457 | 399 | 57 | - | 100.00% |
| TRIF Real Estate Development Limited | INR | 1.00 | 388 | 5,045 | 30,698 | (25,266) | - | - | - | (147) | - | (147) | - | 100.00% |
| HV Farms Private Limited | INR | 1.00 | 1 | 1,147 | 1,156 | (7) | - | - | - | (1) | - | (1) | - | 100.00% |
| International Infrabuild Private Limited | INR | 1.00 | 10 | (1,935) | 14,250 | (16,175) | - | 123 | 136 | (1,741) | 171 | (1,912) | - | 26.00% |
| Dharamshala Ropeway Limited | INR | 1.00 | 360 | 144 | 7,276 | (6,772) | - | - | 2 | (635) | (6) | (649) | - | 74.00% |
| Manali Ropeway Private Limited | INR | 1.00 | 36 | 170 | 5,149 | (4,943) | - | - | - | (71) | (16) | (55) | - | 72.00% |
| Uchit Expressways Private Limited | INR | 1.00 | 7,070 | 4,216 | 102,028 | (90,742) | - | 55,944 | 56,035 | 2,978 | 1,381 | 1,597 | - | 100.00% |
| TRPL roadways | INR | 1.00 | 5 | 13,308 | 27,089 | (13,775) | - | - | - | (1,280) | - | (1,280) | - | 100.00% |
| Durg Shivnath Expressways Pvt Ltd | INR | 1.00 | 2,362 | 7,145 | 29,723 | (20,216) | 1,072 | 5,247 | 5,781 | 590 | 122 | 468 | - | 100.00% |
| Matheran Ropeway Pvt Ltd | INR | 1.00 | 750 | 1,686 | 2,537 | (101) | - | - | 55 | 33 | 9 | 25 | - | 70.00% |
| MIA Infrastructure Private Limited | INR | 1.00 | 277 | (308) | 6 | (37) | - | - | - | (26) | - | (26) | - | 100.00% |
| Total | | | 262,879 | 91,345 | 1,452,494 | (1,098,270) | 486,694 | 174,536 | 189,303 | (21,169) | 3,962 | (25,131) | | |

**Associates and Joint Ventures**

| Name of the Associates / Joint Ventures | Latest audited Balance Sheet date | No. Shares of the Associate / Joint Ventures held by the Company | Amount of Investment in Associates / Joint Venture | Extent of Holding (%) | Description of how there is significant influence | Reason why the Associate / Joint Venture is not consolidated | Networth attributable to Shareholding as per latest audited Balance Sheet | Profit / Loss for the year | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | Considered in Consolidation | Not Considered in Consolidation |
| **Joint Ventures** | | | | | | | | | |
| Pune Solapur Expressways Private Limited | 31.03.2019 | 2,386,711 | 239 | 50 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | 2,172 | (598) | - |
| A & T Road Construction Management and Operation Private Limited | 31.03.2019 | 10,000 | 1 | 50 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | (1) | - | (0) |
| TRIL IT4 Private Limited | 31.03.2019 | 740,000 | 74.00 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | (16,815) | - | (4,265) |
| Mikado Realtors Private Limited | 31.03.2019 | 19,987,400 | 1,999 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | 3,295 | (24) | - |
| Industrial Minerals and Chemicals Company Private Limited | 31.03.2019 | 3,256 | 3 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | 12,205 | (11) | - |

(Currency: Indian rupees in lakhs)

**Note 59**
**Events after the balance sheet date**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**Note 60**
**Previous Year's Figures**
Previous year figures have been regrouped / reclassified to conform to current year presentation, wherever considered necessary.

For and on behalf of the Board of Directors of
Tata Realty and Infrastructure Limited
CIN No: U70102MH2007PLC168300

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

| | | | |
|---|---|---|---|
| Banmali Agrawala<br>Chairman<br>DIN - 00120029 | Sanjay Dutt<br>Managing Director<br>DIN - 05251670 | F. N. Subedar<br>Director<br>DIN - 00028428 | Rajiv Sabharwal<br>Director<br>DIN - 00057333 |
| S. Santhanakrishnan<br>Director<br>DIN - 00032049 | Neera Saggi<br>Director<br>DIN - 00501029 | Sanjay Sharma<br>Chief Financial Officer | Vinay Gaokar<br>Company Secretary<br>Membership No: A6120 |

Mumbai
May 8, 2019

Certified True Copy
Tata Relaty and Infrastructure Limited

Company Secretary

# Deloitte Haskins & Sells LLP

**Chartered Accountants**
Indiabulls Finance Centre
Tower 3, 27th – 32nd Floor
Senapati Bapat Marg
Elphinstone Road (West)
Mumbai – 400 013
Maharashtra, India
Tel: +91 22 6185 4000
Fax: +91 22 6185 4001

**INDEPENDENT AUDITOR'S REPORT**

**To The Members of TATA Realty and Infrastructure Limited**

**Report on the Audit of the Consolidated Ind AS Financial Statements**

## Opinion

We have audited the accompanying consolidated Ind AS financial statements of TATA Realty and Infrastructure Limited ("the Parent") and its subsidiaries, (the Parent and its subsidiaries together referred to as "the Group") and the Group's share of loss in its joint ventures, which comprise the Consolidated Balance Sheet as at 31st March 2020, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries and joint ventures referred to in the Other Matters section below, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2020, and their consolidated loss, their consolidated total comprehensive loss, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

## Basis for Opinion

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Ind AS financial statements section of our report. We are independent of the Group and its joint ventures in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated Ind AS financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraph (a) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

RKH

**Information Other than the Financial Statements and Auditor's Report Thereon**

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Board of Directors report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

- Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries and joint ventures audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries and joint ventures is traced from their financial statements audited by other auditors.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Management's Responsibility for the Consolidated Ind AS financial statements**

The Parent's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Group including its joint ventures in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group and of its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its joint ventures 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, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and joint ventures are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so. The respective Board of Directors of the companies included in the Group and of its joint ventures are also responsible for overseeing the financial reporting process of the Group and of its joint ventures.

**Auditor's Responsibility for the Audit of the Consolidated Ind AS financial statements**

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance,

but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.
As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint ventures to express an opinion on the consolidated Ind AS financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities or business activities included in the consolidated Ind AS financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated Ind AS financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

We communicate with those charged with governance of the Parent and such other entities included in the consolidated Ind AS financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Other Matters**

(a) We did not audit the financial statements of three subsidiaries, whose financial statements reflect total assets of Rs. 3295,03.88 lakhs as at 31 March, 2020, and total revenue of Rs. 816,11.20 lakhs and net cash inflows amounting to Rs. 23,10.52 lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net loss of Rs. 1,38.59 lakhs for the year ended 31st March, 2020, as considered in the consolidated financial statements, in respect of three joint ventures, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint ventures is based solely on the reports of the other auditors.

(b) We did not audit the financial statements of two entities who were subsidiaries up to 9 December 2019 whose financial statements reflect total revenues of Rs.25,54.37 lakhs and net cash inflows amounting to Rs. 4,66.39 lakhs, as considered in the consolidated financial statements for the year ended 31 March 2020. The group divested their shareholdings in these entities on 9 December 2019. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group

Our opinion on the consolidated Ind AS financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

**Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries and joint ventures referred to in the Other Matters section above we report, to the extent applicable 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 of the aforesaid consolidated Ind AS financial statements.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors of the Parent as on 31st March, 2020 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of the subsidiary companies and the joint venture companies incorporated in India, none of the directors of the Group companies, and joint venture companies incorporated in India, is disqualified as on 31 March, 2020 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 and the operating effectiveness of such controls, refer to our separate Report in the Annexure which is based on the auditors' reports of the Parent, subsidiary companies and joint venture companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

   i) The consolidated Ind AS financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, and joint ventures.

   ii) Provision has been made in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company, and its subsidiary companies, and joint venture companies incorporated in India.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
Membership No. 32690
UDIN: 20036920AAAACC1788

Mumbai, 06 July 2020

**Deloitte**
**Haskins & Sells LLP**

## ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

**(Referred to in paragraph f under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

In conjunction with our audit of the consolidated Ind AS financial statements of TATA Realty and Infrastructure Limited ("the Parent"/ "the Company") as of and for the year ended 31 March, 2020, we have audited the internal financial controls over financial reporting of the Parent and its subsidiary companies and joint ventures, which are companies incorporated in India, as of that date.

### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies 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 of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent, its subsidiary companies and its joint ventures, which are companies incorporated in India, based on our audit and based on the consideration of reports of the other auditors on separate Ind AS financial statements of the subsidiaries and joint ventures referred to below in the Other Matters paragraph. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and joint ventures, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent, its subsidiary companies and its joint ventures, which are companies incorporated in India.

# Deloitte
# Haskins & Sells LLP

## Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3. provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

## Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent, its subsidiary companies and joint ventures, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2020, based on the criteria for internal financial control over financial reporting established by the respective companies 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

**Deloitte**
**Haskins & Sells LLP**

**Other Matters**

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to three subsidiary companies and three joint ventures, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matters.

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Rajesh K. Hiranandani
Partner
Membership No. 36920
UDIN: 20036920AAAACC1788

Mumbai, 06 July 2020

## Tata Realty and Infrastructure Limited
**Consolidated Balance Sheet as at 31 March 2020**
(Currency: Indian rupees in lakhs)

| | Note | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| **I ASSETS** | | | |
| **1 Non-current assets** | | | |
| (a) Property, plant and equipment | 3(a) | **3,682** | 3,906 |
| (b) Capital work-in-progress | 5 | **118** | 121 |
| (c) Intangible assets - Software | 8 | **90** | 71 |
| (d) Investment property | 4 (a) | **2,41,824** | 3,62,000 |
| (e) Right to use an asset | 4 (b) | **1,24,833** | - |
| (f) Investment property under construction | 6 | **80,673** | 1,41,468 |
| (g) Goodwill on consolidation | 4 (c) | **19,053** | 21,216 |
| (h) Intangible assets under development under Service Concession Arrangements | 7 | **1,48,518** | 2,24,165 |
| (i) Intangible assets under Service Concession Arrangements | 8 | **1,77,244** | 45,354 |
| (j) Financial assets | | | |
| (i) Investment accounted using Equity Method | 9 | **78,687** | 73,130 |
| (ii) Other Investments | 10 | **212** | 23 |
| (iii) Other Financial assets | 11 | **7,204** | 1,677 |
| (k) Deferred tax assets (Net) | 12 | **9,592** | 6,456 |
| (l) Non current tax assets (Net) | 13 | **12,359** | 10,889 |
| (m) Other non-current assets | 14 | **21,311** | 26,275 |
| **Non-current assets** | | **9,25,400** | **9,16,751** |
| **2 Current assets** | | | |
| (a) Inventories | 15 | **33,587** | 43,718 |
| (b) Financial assets | | | |
| (i) Trade and other receivables | 16 | **2,865** | 2,846 |
| (ii) Cash and cash equivalents | 17 | **29,940** | 5,921 |
| (iii) Bank balances other than (ii) above | 18 | **219** | 1,579 |
| (iv) Other Investments | 19 | **71,180** | 1,383 |
| (v) Short-term loans and advances | 20 | **1,389** | 3,054 |
| (vi) Other Financial assets | 21 | **5,503** | 1,981 |
| (c) Other current assets | 22 | **10,161** | 5,388 |
| **Current assets** | | **1,54,844** | **65,870** |
| **TOTAL ASSETS** | | **10,80,244** | **9,82,621** |
| **II. EQUITY AND LIABILITIES** | | | |
| **1 Equity** | | | |
| (a) Equity share capital | 23 | **1,01,731** | 1,01,731 |
| (b)(i) Other equity | 24 | **4,910** | (78,836) |
| Equity attributable to owners | | **1,06,641** | **22,895** |
| (b)(ii) Non-controlling interests | 24 | **6,384** | 6,617 |
| | | **1,13,025** | **29,512** |
| **2 Non-Current Liabilities** | | | |
| (a) Financial liabilities | | | |
| (i) Borrowings | 25 | **5,96,749** | 5,44,488 |
| (ii) Other financial liabilities | 26 | **98,814** | 1,03,165 |
| (b) Long-term provisions | 27 | **2,368** | 3,260 |
| (c) Deferred tax liabilities (Net) | 28 | **5,021** | 1,584 |
| (d) Other non-current liabilities | 29 | **9,775** | 11,440 |
| | | **7,12,727** | **6,63,937** |
| **3 Current liabilities** | | | |
| (a) Financial liabilities | | | |
| (i) Short term borrowings | 30 | **1,05,414** | 1,00,574 |
| (ii) Trade and other payables | | | |
| from Micro and Small Enterprises | 31 | **6** | 53 |
| from other than Micro and Small Enterprises | 31 | **5,873** | 9,415 |
| (iii) Other financial liabilities | 32 | **1,29,765** | 1,69,725 |
| (b) Other current liabilities | 33 | **7,901** | 7,354 |
| (c) Short term provisions | 34 | **3,777** | 263 |
| (d) Current tax liabilities (Net) | 35 | **1,756** | 1,788 |
| | | **2,54,492** | **2,89,172** |
| **TOTAL EQUITY AND LIABILITIES** | | **10,80,244** | **9,82,621** |
| **Significant accounting policies** | 2 | | |
| **Notes to the consolidated Ind AS financials statements** | 3 - 61 | | |

The notes referred above form an integral part of these consolidated financial statements
As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Rajesh K. Hiranandani**
Partner

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
06 July, 2020

Mumbai
06 July, 2020

Tata Realty and Infrastructure Limited

**Consolidated Statement of Profit and Loss for the year ended 31 March 2020**

(Currency: Indian rupees in lakhs)

| | | Note | 31 March 2020 | 31 March 2019 |
|---|---|---|---|---|
| I | Revenue from operations | 36 | **1,57,879** | 1,67,816 |
| II | Other income | 37 | **5,998** | 6,616 |
| III | **Total income (I +II)** | | **1,63,877** | **1,74,432** |
| IV | **Expenses** | | | |
| | Cost of flats sold | 38 | **12,119** | 6,122 |
| | Construction costs | 39 | **64,023** | 83,095 |
| | Employee benefit expenses | 40 | **7,985** | 8,259 |
| | Finance costs | 41 | **60,186** | 52,055 |
| | Depreciation and amortisation expense | 3(b) | **17,251** | 16,858 |
| | Other expenses | 42 | **37,951** | 28,555 |
| | **Total expenses (IV)** | | **1,99,515** | **1,94,944** |
| V | **Loss before share of loss (net) from Joint ventures and tax (III- IV)** | | **(35,638)** | **(20,512)** |
| VI | Add: Share of (loss) from joint ventures | | **(198)** | (633) |
| VII | **Loss before tax (V-VI)** | | **(35,836)** | **(21,145)** |
| VIII | Tax Expenses: | | | |
| | Current tax | | **353** | 864 |
| | Deferred tax charge | | **300** | 1,906 |
| IX | **Loss for the year (VII-VIII)** | | **(36,489)** | **(23,915)** |
| X | Less: Share in loss transferred to non-controlling interest | | **(233)** | (222) |
| XI | **Loss for the year attributable to owners (IX - X)** | | **(36,256)** | **(23,693)** |
| XII | Other Comprehensive Income | | | |
| | A **Items that will not be reclassified to profit or loss** | | | |
| | Remeasurements of defined benefit liability | | **3** | 55 |
| | Income tax relating to items that will not be reclassified to profit or loss | | **(1)** | (14) |
| | B **Items that will be reclassified to profit or loss** | | **-** | - |
| XIII | **Total Comprehensive Income for the year (XI + XII)** | | **(36,254)** | **(23,652)** |
| | (Comprising Loss and Other Comprehensive Income for the year after non-controlling interest) | | | |
| XIV | Earnings per equity share : (Face Value per share Rs. 10 each) | | | |
| | (1) Basic | 43 | **(3.56)** | **(2.33)** |
| | (2) Diluted * | | **(3.56)** | **(2.33)** |

* Diluted EPS for the year ended 31 March 2020 is anti-dilutive hence not considered

| | |
|---|---|
| **Significant accounting policies** | 2 |
| **Notes to the consolidated Ind AS financials statements** | 3 - 61 |

The notes referred above form an integral part of these consolidated financial statements.
As per our report of even date attached.

**For DELOITTE HASKINS & SELLS LLP**
*Chartered Accountants*
(Firm's Registration No. 117366W/W-100018)

**Rajesh K. Hiranandani**
Partner

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
**CIN No: U70102MH2007PLC168300**

| **Banmali Agrawala** | **Sanjay Dutt** | **F. N. Subedar** |
|---|---|---|
| Chairman | Managing Director | Director |
| DIN - 00120029 | DIN - 05251670 | DIN - 00028428 |

| **Sanjay Sharma** | **Sudhakar Shetty** |
|---|---|
| Chief Financial Officer | Company Secretary |
| | Membership No: A13200 |

Mumbai
06 July, 2020

Mumbai
06 July, 2020

Tata Realty and Infrastructure Limited

**Consolidated statement of cash flows for the year ended 31 March 2020**

(Currency: Indian rupees in lakhs)

| | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| A | **Cash flows from operating activities :** | | |
| | **(Loss) before tax** | (35,836) | (21,145) |
| | *Adjusted for:* | | |
| | Depreciation and amortisation | 17,251 | 16,858 |
| | Excess provision written back | (10) | (177) |
| | Profit on sale of current investments in Mutual Funds | (892) | (273) |
| | Provision for doubtful debts - credit impaired written back | (172) | - |
| | Provision for Major Maintenance of Road | 1,219 | 1,011 |
| | Mark to Market loss / (gain) on Forward / Derivative Contracts | 1,103 | (3,329) |
| | Mark to Market gain on current investments in Mutual funds | (435) | (100) |
| | Provision for credit impaired Trade Receivables | 306 | 322 |
| | Provision for credit impaired Inter corporate deposits | 517 | - |
| | Advances written off | 207 | 4,050 |
| | Interest income | (3,867) | (1,953) |
| | Finance costs | 60,186 | 52,055 |
| | Share of loss from joint ventures | 198 | 633 |
| | Profit on sale of property, plant and equipment | (1) | - |
| | Impairment loss on Goodwill | - | 750 |
| | Impairment loss on assets | 11,314 | - |
| | Loss on Sale of Non-Current Investments | 314 | - |
| | Provision for Employee Benefits | 1 | 156 |
| | Loss on sale of property, plant and equipment | 1 | 31 |
| | | 87,240 | 70,034 |
| | **Operating profit before working capital changes** | 51,404 | 48,889 |
| | **Changes in working capital** | | |
| | (Increase) / Decrease in Trade Receivables | (153) | 1,315 |
| | Decrease in Inventories | 10,131 | 714 |
| | (increase) / Decrease in Loans & Advances, Other Financial Assets and Other Current Assets | (1,130) | 7,995 |
| | Decrease in Trade payables | (3,584) | (1,254) |
| | Increase / (Decrease) in Other financial liabilities, current and non current liabilities and provisions | 13,132 | (2,769) |
| | | 18,396 | 6,001 |
| | **Cash flows generated from operations** | 69,800 | 54,890 |
| | Taxes paid (net of refund received) | (1,855) | (2,390) |
| | **Net cash flows generated from operating activities** | 67,945 | 52,500 |
| B | **Cash flows from investing activities :** | | |
| | Payment for purchase and construction of property, plant and equipment | (109) | (672) |
| | Proceeds on sale of property, plant and equipment | 15 | 103 |
| | Purchase of intangible assets / intangible assets under development | (68,281) | (82,345) |
| | Purchase of investment property / investment property under construction | (23,651) | (38,022) |
| | Investment in joint ventures | (5,756) | (10,470) |
| | Investment in equity shares of other companies | (189) | - |
| | Proceeds from sale of investments in mutual funds | 3,78,060 | 1,52,375 |
| | Investments in mutual funds | (4,46,530) | (1,45,428) |
| | Redemption / (Investment) in fixed deposits under lien (net) | 1,360 | (1,234) |
| | Proceeds on account of divestment of investments in subsidiaries | 9,177 | - |
| | Interest received | 3,783 | 2,191 |
| | **Net cash flows (used in) investing activities** | (1,52,121) | (1,23,502) |
| C | **Cash flows from financing activities :** | | |
| | Proceeds / (Repayment) from short term borrowings (net) | 4,840 | 39,278 |
| | Proceeds from long term borrowings | 99,216 | 1,25,585 |
| | (Repayment) of long term borrowings | (47,330) | (36,479) |
| | Rights Issue Application Money Received | 1,20,000 | - |
| | Proceeds from Minority Interest | - | 13 |
| | Finance costs paid | (68,060) | (58,615) |
| | **Net cash generated from financing activities** | 1,08,666 | 69,782 |
| | **Net (decrease) in cash and bank balances (A+B+C)** | 24,490 | (1,220) |
| | Cash and bank balances, beginning of the year | 5,921 | 7,141 |
| | Decrease in cash and cash equivalents due to divestment in subsidiaries | (471) | - |
| | Cash and bank balances, end of year (refer note 17) | 29,940 | 5,921 |

Tata Realty and Infrastructure Limited
**Consolidated statement of cash flows as at 31 March 2019 *(Continued)***
(Currency: Indian rupees in lakhs)

**Notes:**

1) Cash and bank balances include the following :

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Cash and cash equivalents** | | |
| Cash balance | **30** | 93 |
| Balance with scheduled banks: | | |
| - in current accounts | **3,300** | 2,099 |
| - in deposit accounts | **26,610** | 3,729 |
| | **29,940** | 5,921 |

| | |
|---|---|
| **Significant accounting policies** | 2 |
| **Notes to the consolidated Ind AS financial statements** | 3 - 61 |

The notes referred above form an integral part of these consolidated financial statements
As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Rajesh K. Hiranandani**
Partner

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
July 06, 2020

Mumbai
July 06, 2020

## Tata Realty and infrastructure Limited

**Consolidated statement of changes in equity for the year ended 31 March 2020**

(Currency: Indian rupees in lakhs)

| (a) Equity share capital | Notes | 31 March 2020 Amount | 31 March 2019 Amount |
|---|---|---|---|
| Balance as at 1 April | | 1,01,731 | 1,01,731 |
| Changes in equity share capital during the year | 23 | - | - |
| **Balance as at 31 March** | | **1,01,731** | 1,01,731 |

**(b) Other equity**

| Particulars | Attributable to the owners of the parent | | | | | | Non-controlling interests | Total |
|---|---|---|---|---|---|---|---|---|
| | Share application money pending allotment | Reserves and surplus | | | Other comprehensive income | Total other equity | | |
| | | Capital reserve | Securities premium reserve | Retained earnings | Defined benefit plan adjustment | | | |
| **Balance as at 1 April 2018** | - | 4,911 | 15,769 | (74,541) | (14) | (53,875) | 6,826 | (47,049) |
| Loss for the year | - | - | - | (23,693) | - | (23,693) | (222) | (23,915) |
| Remeasurements of defined benefit | - | - | - | - | 55 | 55 | - | 55 |
| Issue of new shares / CCD in subsidiaries | - | - | - | - | - | - | 13 | 13 |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | (14) | (14) | - | (14) |
| Consolidation adjustments | - | - | - | (5) | - | (5) | - | (5) |
| Transition adjustment due to application of IND AS 115 | - | - | - | (1,304) | - | (1,304) | - | (1,304) |
| **Balance as at 31 March 2019** | - | 4,911 | 15,769 | (99,543) | 27 | (78,836) | 6,617 | (72,220) |
| Share application pending allotment received during the year | 1,20,000 | - | - | - | - | 1,20,000 | - | 1,20,000 |
| Loss for the year | - | - | - | (36,256) | - | (36,256) | (233) | (36,489) |
| Remeasurements of defined benefit liability | - | - | - | - | 3 | 3 | - | 3 |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | (1) | (1) | - | (1) |
| **Balance as at 31 March 2020** | 1,20,000 | 4,911 | 15,769 | (1,35,799) | 29 | 4,910 | 6,384 | 11,294 |

**Significant accounting policies** 2

**Notes to the consolidated Ind AS financials statements** 3 - 61

The notes referred above form an integral part of these consolidated financial statements

As per our report of even date attached

**For DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Rajesh K. Hiranandani**
Partner

Mumbai
06 July, 2020

**For and on behalf of the Board of Directors of**
**Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Mumbai
06 July, 2020

## Notes to the consolidated financial statements
*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

## 1 Background and basis of preparation

### 1A Background

Tata Realty & Infrastructure Limited ("TRIL" or 'the Group') along with its subsidiaries, joint ventures and associates, collectively referred to as the "the Group" is engaged in the business of investment advisory services, project management consultancy services and real estate and infrastructure development. The parent company is a wholly owned subsidiary of Tata Sons Private Limited.

### 1B Basis of preparation

**(a) Statement of compliance**

These Consolidated Ind AS financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

**(b) Going Concern**

The Group has incurred losses amounting to Rs. 36,256 Lakhs in the current year (previous year Rs. 23,693 Lakhs). As at 31 March 2020 the Company has a net current liability position of Rs. 99,648 Lakhs where the current liabilities at Rs. 2,54,492 Lakhs exceed the current assets at Rs. 1,54,844 Lakhs. Based on scheduled repayment Rs 1,98,492 Lakhs is due for repayment within 12 months from the from the reporting date.

**Assessment:** The Board of Directors have assessed the above operational conditions and indicators and have come to the conclusion that no material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern based on cash flow forecasts and the plan management has put in place.

**Mitigating factors:** The Group is in the business of developing commercial & residential Real Estate and Infrastructure Development to generate stable cash flows over the life of the assets. The Group is developing asset through investments in Subsidiaries and Joint Ventures in various project SPVs. During the year, two projects become operational and started generating lease rental and one infrastructure project has started toll collection in addition to ongoing projects.

During FY 2020-21 based on projections, the SPV's are expected to generate operational net cash flow of more than Rs 450,00 Lakhs which will increase the value of investments in subsidiaries and joint venture SPVs. The Group has robust divestment strategy which is demonstrated by divestment of Retail business SPV during FY 2020. The management is evaluating possibility of divestment of selected assets and change in capital structure in its project SPVs' which is expected to generate more than Rs 1,50,000 Lakhs as equity value. Also, the free cash flow from sale of Ready to Move in (RTMI) residential inventory will support its operations during coming financial years.

Negative working capital is on account of management decision to borrow short-term funds through commercial papers to take advantage of interest arbitrage. However, management has modified the strategy to replace, to the extent possible, short term funding with long term funding arrangement going forward.

The equity capital from the parent i.e. Tata Sons Private Limited, of an amount of Rs. 1,20,000 Lakhs received during the year has improved the company's networth allowing the company further ability for additional borrowing in future. This plan is also supported by ratings from ICRA and CARE, for short term and long term borrowings of A1+ and AA with stable outlook respectively.

**Conclusion:** The Board of Directors based on cash flow forecasts and management plans have concluded on ability of the Company to continue as going concern and the financial statements have been prepared on that basis.

**(c) Functional and presentation currency**

These Consolidated financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All the financial information have been presented in Indian Rupees (INR) and all amounts have been rounded-off to the nearest lakhs with two decimals, except for share data and as otherwise stated. Due to rounding off, the numbers presented throughout the document may not add up precisely to the totals and percentage may not precisely reflect the absolute figures.

**(d) Basis of measurement**

The Consolidated Ind AS financial statements have been prepared on the historical cost basis except for the following assets and liabilities which have been measured at fair value:

1 Certain financial assets and liabilities (including derivative instruments)
2 Defined benefit plans – plan assets measured at fair value

(Currency: Indian rupees in lakhs)

**(e) Critical accounting judgements and key sources of estimation of uncertainty**

In preparing these Consolidated Ind AS financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.
Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

**(i) Judgements**

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the Ind AS financial statements is included in the subsequent notes.

**(ii) Control**

If the Group owns less than one-half of the voting power and it is able to control the company which inter-alia provides the Group with power to appoint majority of the board of directors and power over relevant activities. Consequently, the Group consolidates its investment in the company.(Refer Note No. 52(a))

If the Group owns more than one-half of the voting power but it does not have control over the Companies then the Group has joint control over the companies. In other words, decisions about the relevant activities - i.e. those that significantly affect the returns of the arrangement - require the affirmative consent of the investors. Consequently, the Group has classified its interest in these companies as jointly controlled entity. (Refer Note no. 52(b))

**(iii) Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2020 is included in the following notes:

Note – impairment test of non-financial assets: key assumptions underlying recoverable amounts including the recoverability of expenditure on acquired intangible assets (goodwill); Useful life of Property, plant and equipment;

Note – recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;

Note – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

Note – measurement of defined benefit obligations: key actuarial assumptions;

Note – acquisition of subsidiary: fair value of the consideration transferred (including contingent consideration) and fair value of the assets acquired and liabilities assumed, measured on a provisional basis; and

Note – determining the fair value of investments on the basis of significant unobservable inputs;

Note – impairment of financial assets.

**(f) Measurement of fair values**

The Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Group has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the CFO.

They regularly review significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values then the finance team assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

**(g) Foreign currency transactions**

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

(Currency: Indian rupees in lakhs)

**2.01 Basis of consolidation**

(i) *Subsidiaries*

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intergroup transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

(ii) *Joint arrangements*

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The group has only joint ventures.

(iii) *Joint ventures*

Joint ventures are entities over which the group has joint control along with another entity. Interests in joint ventures are accounted for using the equity method, after initially being recognised at cost in the consolidated balance sheet. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date.

(iv) *Associates*

Associates are entities over which the group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date.

**2.02 Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM). Chief operating decision maker's function is to allocate the resources of the entity and access the performance of the operating segment of the Group.

The Managing Director assesses the financial performance and position of the Group and makes strategic decisions and is identified as being the chief operating decision maker for the Group. Refer note 46 for segment information presented.

**2.03 Revenue recognition**

**(i) Sale of completed property**

Revenue from sale of completed property (residential and commercial) is recognised when:

1. The Group has transferred to the buyer significant risk and rewards of ownership of the completed property;

2. The Group retains neither continuing managerial involvement to the degree usually associated with the ownership nor effective control over the completed property sold;

3. The amount of revenue can be measured reliably;

4. It is probable that the economic benefit associated with the transaction will flow to the Group; and

5. Cost incurred or to be incurred in respect of the transaction can be measured reliably.

**(ii) Service concession arrangements**

Concession arrangements are recognized in accordance with Appendix C of Ind AS 115, Service Concession Arrangements. It is applicable to concession arrangements comprising a public service obligation and satisfying all of the following criteria:

· the concession grantor controls or regulates the services to be provided by the operator using the asset, the infrastructure, the beneficiaries of the services and prices applied;

· the grantor controls the significant residual interest in the infrastructure at the end of the term of the arrangement.

Pursuant to Appendix C of Ind AS 115, such infrastructures are not recognized in assets of the operator as property, plant and equipment but in financial assets ("financial asset model") and/or intangible assets ("intangible asset model") depending on the remuneration commitments given by the grantor.

The intangible asset model applies where the operator is paid by the users or where the concession grantor has not provided a contractual guarantee in respect of the recoverable amount. The intangible asset corresponds to the right granted by the concession grantor to the operator to charge users of the public service in remuneration of concession services.

Intangible assets resulting from the application of Appendix C of Ind AS 115 are recorded in the financial statements as intangible assets. The Group accounts for such intangible asset (along with the present value of committed payments towards concession arrangement to the grantor at the appointed date e.g. Negative Grant, premium etc.) in accordance with the provisions of Ind AS 38 and is amortized based on projected traffic count or revenue, as detailed in Note 2.07(ii), taking into account the estimated period of commercial operation of infrastructure which generally coincides with the concession period. And are amortized, generally on a straight-line basis, over the contract term.

Under the intangible asset model, revenue includes:

- revenue recorded on a completion basis for assets and infrastructure under construction (in accordance with IND AS 115);
- charges collected from users

## Notes to the consolidated financial statements
*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

However, in certain concession arrangements, contracts may include a payment commitment on the part of the concession grantor covering only part of the investment, with the balance covered by amount charged to users. Where this is the case, the investment amount guaranteed by the concession grantor is recognized under the financial asset model and the residual balance is recognized under the intangible asset model. Financial assets resulting from that are recorded in the financial statements under the heading other financial assets and recognized at amortized cost.

Further, where infrastructure is partly regulated and partly unregulated, the portion of infrastructure that is physically separable and capable of being operated independently and meets definition of cash generating unit as defined under Ind AS 36 is analysed separately if it is used wholly for unregulated purposes.

**(iii) Rendering of services**

Asset management fees and Project management consultancy fees are recognized in accordance with terms of agreement with customers.

**(iv) Rental income**

Rental income from investment property is recognised as part of revenue from operations in profit or loss on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Rental income from sub-leasing is also recognised in a similar manner and included under other income.

**(v) Interest and dividend:**

A dividend is recognized as revenue when the right to receive payment has been established. For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability.

### 2.04 Government grants

Grants from the government are initially recognised as deferred income at their fair value where there is a reasonable assurance that the grant will be received and the group will comply with all attached conditions, they are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset.

Grants that compensate the Group for expenses incurred are recognised in profit or loss on a systematic basis in the periods in which the expenses are recognised.

### 2.05 Property, plant and equipment

**(i) Recognition and measurement**

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

The cost of an item of property, plant and equipment comprises:

a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.

b) any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by

c) the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located, the obligation for which an entity incurs either when the item is acquired

Income and expenses related to the incidental operations, not necessary to bring the item to the location and condition necessary for it to be capable of operating in the manner intended by management, are recognised in profit or loss.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

**(ii) Subsequent expenditure**

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group.

### 2.05 Property, plant and equipment *(Continued)*

**(iii) Depreciation**

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation is provided using the straight line method in the manner and at the rates prescribed by Part 'C' of Schedule II of the Act. Depreciation is charged on a monthly pro-rata basis for assets purchased or sold during the year.

In the following cases, the useful life is less than the corresponding useful life prescribed in Part 'C' of Schedule II of the Act, based on internal technical evaluation, taking into account the nature of the assets, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes etc.:

| | |
|---|---|
| Plant & Machinery | 8-15 years |
| Furniture & Fixture | 6-10 years |
| Office equipments | 3-6 years |
| Computers | 3-4 years |
| Motor Vehicles | 5-7 years |
| Commercial building | 5-32 years |

Leasehold improvements are amortised over the lease period.

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss within other gains/ (losses).

**Notes to the consolidated financial statements**
*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

**2.06 Investment property**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

**Investment property under construction**

Property that is being constructed for future use as investment property is accounted for as investment property under construction until construction or development is complete. All costs which are directly attributable to construction of the investment property are capitalized.

**2.07 Intangible assets**

**Goodwill**

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually. It is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, which in our case are the operating segments.

Intangible assets comprise application software purchased, which are not an integral part of the related hardware, and are amortized on a written down value basis over a period of ten years, which in Management's estimate represents the period during which the economic benefits will be derived from their use.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific to which it relates

**Intangible assets under development**

**(i) Passenger ropeway facility**

Intangible assets comprise a right to charge users for passenger ropeway facility, which is currently under development. The cost of intangible assets acquired in exchange of monetary or non-monetary assets is measured at fair value unless (a) the exchange transaction lacks commercial substance or (b) the fair value of neither the asset received nor the asset given up is reliably measurable. If acquired asset cannot be measured at fair value, its cost is measured at the carrying amount of the asset given up. The fair value of the asset is measured with reference to the fair value of construction services provided.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific to which it relates.

**(ii) Toll collection right**

Toll collection rights representing right to receive fees from users of facility are obtained in consideration for rendering construction, operation and maintenance services in relation to building and maintenance of the project on Build, Operate and Transfer basis. The consideration received in a service concession arrangement is measured at fair value upon initial recognition. i.e. construction cost. Subsequent to initial recognition the intangible asset is measured at cost, which includes capitalised borrowing costs, less accumulated amortisation and accumulated impairment losses.

**Amortization of concession intangible assets**

Amortization of intangible asset under SCA.The intangible rights relating to infrastructure assets, which are recognized in the form of right to charge users of the infrastructure asset are amortized by taking proportionate of actual traffic count for the period over total projected traffic count from project to cost of intangible assets; i.e. proportionate of actual traffic for the period over total projected traffic count from the intangible assets expected to be earned over the balance concession period as estimated by the management. However with respect to toll road assets constructed and in operation as at March 31, 2016, the amortization of such intangible rights are based on actual revenue earned compared to total projected revenue from the project over the balance concession period to cost intangible assets, instead of traffic count. Total projected revenue / traffic count is reviewed at the end of each financial year and is adjusted to reflect any changes in the estimates which lead to the actual collection at the end of the concession period.

**2.08 Impairment of non-financial assets**

Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired.

The recoverable amount is higher of the asset's net selling price or value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

(Currency: Indian rupees in lakhs)

**2.09 Borrowing cost**

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

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

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

**2.10 Income-tax**

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates items recognised directly in equity or in OCI

**(i) Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Minimum Alternate Tax ('MAT') under the provisions of Income-tax Act, 1961 is recognised as current tax in the statement of profit and loss. MAT paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is a convincing evidence that the Group will pay normal tax. Accordingly, MAT is recognized as an asset in the balance sheet when it is probable that the future economic benefit associated with it will flow to the Group.

Current tax assets and liabilities are offset only if, the Group:

a) has a legally enforceable right to set off the recognised amounts; and
b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**(ii) Deferred tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, branches and associates and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Deferred tax assets and liabilities are offset only if:

a) the entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
b) the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on the same taxable entity.

**2.11 Business combinations**

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the:

- fair values of the assets transferred;
- liabilities incurred to the former owners of the acquired business;
- equity interests issued by the group; and
- Fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. The group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed as incurred.

The excess of the

- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and

(Currency: Indian rupees in lakhs)

· Acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

· Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

· Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently remeasured to fair value with changes in fair value recognised in profit or loss.

· If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquire is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

**2.12 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

**2.13 Inventories**

Direct expenses like land cost, development rights, site labour cost, material used for project construction, cost of borrowing, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance, and construction overheads are taken as the cost of the project work in progress and cost of unsold flats.

Material at site comprise of building material, components, stores and spares.
Inventories are valued at lower of cost or net realizable value, cost is determined on weighted average basis. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

**2.14 Financial instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial instruments also include derivative contracts such as foreign currency foreign exchange forward contracts, interest rate swaps and currency options; and embedded derivatives in the host contract.

**(i) Financial assets**

**Classification**
The Group shall classify financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

**Initial recognition and measurement**
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

**Debt instruments**
§ A 'debt instrument' is measured at the amortised cost if both the following conditions are met:
a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.
§ After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss.
§ Debt instruments included within the fair value through profit and loss (FVTPL) category are measured at fair value with all changes recognized in the statement of profit and loss.

**Equity instruments**
§ The group subsequently measures all equity investments in companies other than equity investments in, joint ventures and associates at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the group's right to receive payments is established.

(Currency: Indian rupees in lakhs)

**De-recognition**

§ A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised (i.e. removed from the Group's balance sheet) when:

§ The rights to receive cash flows from the asset have expired, or

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

§ When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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

**Impairment of financial assets**

In accordance with Ind-AS 109, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

a) Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, and bank balance

b) Lease receivables

c) Trade receivables

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

§ Trade receivables which do not contain a significant financing component.

§ All lease receivables resulting from transactions.

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

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

**2.14 Financial instruments** *(Continued)*

**Derivative contracts**

The group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risk, including foreign exchange forward contracts, interest rate swaps and cross currency swaps. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain/loss is recognised in profit or loss immediately.

**(ii) Financial liabilities**

The Group classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

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

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

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

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind-AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI. These gains/loss are not subsequently transferred to profit and loss. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Group has not designated any financial liability as at fair value through profit and loss.

**Loans and borrowings**
After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognized.
Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.
This category generally applies to interest-bearing loans and borrowings.
Preference shares, which are mandatorily redeemable on a specific date, are classified as liabilities. The dividends on these preference shares are recognised in profit or loss as finance costs.

The fair value of the liability portion of an optionally convertible bonds is determined using a market interest rate for an equivalent non-convertible bonds. This amount is recorded as a liability on an amortised cost basis until extinguished on conversion or redemption of the bonds. The remainder of the proceeds is attributable to the equity portion of the compound instrument. This is recognised and included in shareholders' equity, net of income tax effects, and not subsequently remeasured.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognised in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instruments issued.

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

**Embedded derivatives**
If the hybrid contract contains a host that is a financial asset within the scope Ind-AS 109, the Group does not separate embedded derivatives. Rather, it applies the classification requirements contained in Ind AS 109 to the entire hybrid contract. Derivatives embedded in all other host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss, unless designated as effective hedging instruments. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows.

**Offsetting of financial instruments**
Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

**Derivative financial instruments**
The Group uses derivative financial instruments, such as foreign exchange forward contracts and interest rate swaps to manage its exposure to interest rate and foreign exchange risks. For contracts where hedge accounting is not followed, such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value through profit or loss account. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

**2.15 Employee benefits**

**(i) Short-term employee benefits**
Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(ii) Compensated absences**
The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

**(iii) Defined contribution plans**
Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

## Notes to the consolidated financial statements

*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

**(iv) Defined benefit plans**

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in other comprehensive income (OCI). Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

**(v) Other long-term employee benefits**

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Re-measurement are recognised in profit or loss in the period in which they arise.

**2.16 Provisions**

Long-term provisions are determined by discounting the expected future cash flows specific to the liability. The unwinding of the discount is recognised as finance cost.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

**Onerous contracts**

A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

**2.17 Earnings per share**

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares

**2.18 Leases**

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases, and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees.

All of the Group leases at 1 April 2019 were either cancellable or short term or had a remaining period of less than one year from that date. Accordingly, the transition to Ind AS 116 did not have any impact on the financial statements of the Company as at that date.

# Tata Realty and Infrastructure Limited

## Notes to the Consolidated financial statements

*as at 31 March 2020*

(Currency: Indian rupees in lakhs)

**Note 3(a)**

**Property, plant and equipment**

| Particulars | Leasehold improvements | Freehold land | Buildings | Plant & Machinery | Furniture and fixtures | Electrical fittings | Computers | Office and Other Euipments | Motor vehicles | Total |
|---|---|---|---|---|---|---|---|---|---|---|
| **Cost / Deemed Cost** | | | | | | | | | | |
| **At 31 March 2018** | 8 | 2,616 | 41 | 263 | 487 | 120 | 446 | 501 | 257 | **4,739** |
| Additions | 467 | - | - | 8 | 40 | 3 | 30 | 110 | 14 | **672** |
| Disposals | - | - | - | (0) | (29) | - | (2) | (20) | (44) | **(95)** |
| **At 31 March 2019** | **475** | **2,616** | **41** | **271** | **498** | **123** | **474** | **591** | **227** | **5,316** |
| Additions | - | - | 9 | 86 | 2 | - | 34 | 43 | 25 | **199** |
| On account of disposal of investments in subsidiaries | - | - | - | (8) | (88) | (7) | (21) | (88) | - | **(212)** |
| Disposals / adjustments | - | - | - | 2 | (109) | - | (22) | (46) | (30) | **(205)** |
| **At 31 March 2020** | **475** | **2,616** | **50** | **351** | **303** | **116** | **465** | **500** | **222** | **5,098** |
| **Depreciation / amortisation** | | | | | | | | | | |
| **At 31 March 2018** | 1 | - | 3 | 62 | 326 | 78 | 329 | 265 | 67 | **1,131** |
| Charge for the year | 31 | - | 5 | 31 | 58 | 12 | 69 | 78 | 30 | **314** |
| Disposals / adjustments | - | - | - | (0) | (8) | - | (1) | (9) | (17) | **(35)** |
| **At 31 March 2019** | **32** | **-** | **8** | **93** | **376** | **90** | **397** | **334** | **80** | **1,410** |
| Charge for the year | 109 | - | 5 | 30 | 22 | 12 | 50 | 63 | 30 | **321** |
| On account of disposal of investments in subsidiaries | - | - | - | (2) | (33) | (1) | (14) | (75) | - | **(125)** |
| Disposals | - | - | - | 0 | (108) | - | (20) | (45) | (17) | **(190)** |
| **At 31 March 2020** | **141** | **-** | **13** | **121** | **257** | **101** | **413** | **277** | **93** | **1,416** |
| **Net Block as at 31 March 2019** | **443** | **2,616** | **33** | **178** | **122** | **33** | **77** | **257** | **147** | **3,906** |
| **Net Block as at 31 March 2020** | **334** | **2,616** | **37** | **230** | **46** | **15** | **52** | **223** | **129** | **3,682** |

**Note 3(b)**

**Depreciation and amortisation expense**

| **Particulars** | **31 Mar 2020** | **31 Mar 2019** |
|---|---|---|
| Property, plant and equipment | 321 | 314 |
| Investment Property | 13,737 | 15,035 |
| Right to use an asset | 1,417 | - |
| Intangible assets | 1,776 | 1,593 |
| **Sub-total** | 17,251 | 16,942 |
| Less: Capitalised to Investment property under construction | - | (85) |
| | **17,251** | **16,858** |

## Tata Realty and Infrastructure Limited

**Notes to the Consolidated financial statements**

*as at 31 March 2020*

(Currency: Indian rupees in lakhs)

**Note 4 (a)**

**Investment Property**

| Particulars | Freehold land | Leasehold land | Buildings | Computers | Furniture and fixtures | Office equipments | Electrical fittings | Plant & Machinery | Total |
|---|---|---|---|---|---|---|---|---|---|
| **Cost / Deemed Cost** | | | | | | | | | |
| **At 31 March 2018** | 20,688 | 1,41,279 | 2,35,321 | 129 | 490 | 1,173 | 11,905 | 34,664 | **4,45,649** |
| Additions | - | - | 7,628 | - | 35 | 91 | 57 | 1,623 | **9,434** |
| Disposals | - | - | - | - | - | (3) | (0) | (669) | **(672)** |
| **At 31 March 2019** | 20,688 | 1,41,279 | 2,42,949 | 129 | 525 | 1,261 | 11,962 | 35,618 | **4,54,411** |
| Less reclassified to Right to use an assets (Refer note 4 (b)) | - | (1,41,279) | - | - | - | - | - | - | **(1,41,279)** |
| Additions | 1,029 | - | 40,255 | - | 107 | 11 | 5,864 | 7,417 | **54,683** |
| On account of disposal of investments in subsidiaries | (19,065) | | (25,776) | (128) | (506) | (114) | (1,513) | (8,249) | **(55,351)** |
| Disposals | - | - | - | - | - | - | - | - | **-** |
| **At 31 March 2020** | 2,652 | - | 2,57,428 | 1 | 126 | 1,158 | 16,313 | 34,786 | **3,12,464** |
| **Depreciation / amortisation and impairment** | | | | | | | | | |
| **At 31 March 2018** | 6,191 | 13,753 | 40,410 | 120 | 302 | 152 | 4,061 | 12,996 | **77,985** |
| Charge for the year* | - | 1,427 | 9,171 | 8 | 38 | 127 | 1,137 | 3,127 | **15,035** |
| Disposal | - | - | - | - | - | (2) | (0) | (607) | **(609)** |
| **At 31 March 2019** | 6,191 | 15,180 | 49,581 | 128 | 340 | 277 | 5,198 | 15,516 | **92,411** |
| Less reclassified to Right to use an assets (Refer note 4 (b)) | | (15,180) | | | | | | | **(15,180)** |
| Impairment loss (Refer Note 50 (b)) | - | - | 1,878 | - | - | - | - | - | **1,878** |
| Charge for the year * | - | - | 9,658 | - | 5 | 118 | 1,157 | 2,799 | **13,737** |
| On account of disposal of investments in subsidiaries | (5,724) | | (10,091) | (128) | (340) | (47) | (1,033) | (4,843) | **(22,206)** |
| Disposal | - | - | - | - | - | - | - | - | **-** |
| **At 31 March 2020** | 467 | - | 51,026 | - | 5 | 348 | 5,322 | 13,472 | **70,640** |
| **Net Block as at 31 March 2019** | **14,497** | **1,26,099** | **1,93,368** | **1** | **185** | **984** | **6,764** | **20,102** | **3,62,000** |
| **Net Block as at 31 March 2020** | **2,185** | **-** | **2,06,402** | **1** | **121** | **810** | **10,991** | **21,314** | **2,41,824** |

* Depreciation capitalised to Investment Property under Construction Rs. Nil (Previous year Rs. 85 lakhs).

**i) Amounts recognised in profit & loss for Investment property**

| **Particulars** | **31 March 2020** | **31 March 2019** |
|---|---|---|
| Rental Income | 46,332 | 44,168 |
| Direct operating expenses from property that generated rental income | 23,475 | 25,228 |
| Direct operating expenses from property that did not generate rental income | 975 | 883 |

**ii) Leasing arrangements**

The Group has leased properties under non-cancellable operating leases in the capacity of a lessor. Refer Note 47 for future minimum lease payments in respect of these properties till the expiry of lock in period.

**iii) Measurement of fair values**

The fair value of investment property are determined after considering valuation by an independent valuer who holds a recognised and relevant professional qualification and experience in respect of the investment property being valued.

The fair value measurement for all of the investment property has been categorised as a Level 3 fair value based on the inputs to the valuation technique used.

**iv) Valuation technique:**

a. Valuation of some subject property has been done by Sales Comparison Method under Market Approach. A comparison is made for the purpose of valuation with similar properties that have recently been sold in the market and thus have a transaction price. The sales comparison approach is the preferred approach when sales data are available. Comparable properties are selected for similarity to the subject property considering attributes like age, size, shape, quality of construction, building features, condition, design, gentry, etc. Their sale prices are then adjusted for their difference from the subject property. Finally a market value for the subject property is estimated from the adjusted sales price of the comparable properties.

b. The Group also has followed discounted cash flows technique for some property which considers the present value of net cash flows to be generated from the property, using risk-adjusted discount rates.

c. In case of a valuation of a large land parcel, where the development potential is realised over a period of time (i.e. time value of money comes into the picture) and also where there are no or few immediate similar properties (i.e. comparable) available for comparison, DCF method considering relevant potential developments of the project is used.

Investment property comprises a number of commercial properties that are leased to third parties. Each of the leases entered are normally for a period of 5 to 10 years. Subsequent renewals are negotiated with the lessee or as per the terms of initial agreement are automatically renewed. No contingent rents are charged.

**Reconciliation of fair value**

**The following is the reconciliation in the fair values as of March 31, 2019 and March 31, 2020:**

| **Particulars** | Amount |
|---|---|
| **Opening balance as of April 1, 2018** | 5,03,321 |
| Additions | 9,434 |
| Fair value difference | 2,286 |
| **Closing balance as of March 31, 2019** | 5,15,041 |
| Additions | 54,683 |
| Deletion on account of disposal of investments in subsidiaries | (33,145) |
| Reclassified to Right to use an assets (Refer note 4 (b)) | (1,26,099) |
| Fair value difference | 360 |
| **Closing balance as of March 31, 2020** | **4,10,840** |

## Tata Realty and Infrastructure Limited

**Notes to the Consolidated financial statements**

*as at 31 March 2020*

(Currency: Indian rupees in lakhs)

**Note 4 (b)**

**Right to use an asset**

| Particulars | Leasehold land | Office Premises | Total |
|---|---|---|---|
| **Cost** | | | |
| **At 31 March 2018** | - | - | - |
| Additions | - | - | - |
| Disposals | - | - | - |
| **At 31 March 2019** | - | - | - |
| Add : reclassified from Investment property | 1,41,279 | - | 1,41,279 |
| Additions | - | 151 | 151 |
| Disposals | - | - | - |
| **At 31 March 2020** | 1,41,279 | 151 | 1,41,430 |
| | | | |
| **Amortisation and impairment** | | | |
| **At 31 March 2018** | - | - | - |
| Charge for the year | - | - | - |
| **At 31 March 2019** | - | - | - |
| Add : reclassified from Investment property | 15,180 | - | 15,180 |
| Charge for the year | 1,413 | 4 | 1,417 |
| Disposals | - | - | - |
| **At 31 March 2020** | 16,593 | 4 | 16,597 |
| **Net Block as at 31 March 2019** | - | - | - |
| **Net Block as at 31 March 2020** | **1,24,686** | **147** | **1,24,833** |

**Note:**

As at April 01, 2019 the Group has reclassified gross amount of Right to use asset of Rs. 1,41,280 lakhs with accumulated amortisation of Rs. 15,180 lakhs and the amount amortised for the year ended March 31, 2020 is Rs. 1,417 lakhs which has been charged to Statement of Profit & Loss Account (Refer Note No. 2.18).

**Note 4 (c)**

**Goodwill on consolidation**

Goodwill acquired on business combination is allocated, at acquisition to the cash generating units (CGUs) that are expected to benefit from that business combination. The carrying amount of Goodwill has been allocated as follows:

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Goodwill in respect of:** | | |
| TRIL Infopark Limited | 19,053 | 19,053 |
| TRIL Amritsar Projects Limited (Net of impairment) (Refer Note No. 50 (a) and (b)) | - | 1,506 |
| TRIF Real Estate Development Limited (Net of impairment) (Refer Note No. 50 (a) and (b)) | - | 657 |
| | **19,053** | **21,216** |

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 5** | | |
| **Capital work-in-progress** | | |
| Land demarcation and reforestation | **55** | 55 |
| Project consultancy and technical charges | **63** | 66 |
| | **118** | **121** |

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 6** | | |
| **Investment property under construction** | | |
| Land | **20,384** | 24,922 |
| Direct expenses | **60,289** | 1,16,546 |
| | **80,673** | **1,41,468** |

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 7** | | |
| **Intangible assets under development under Service Concession Arrangements** | | |
| Project Development Expenses | **95,172** | 62,308 |
| Professional Fees | **420** | 1,368 |
| Project Management Fees | **-** | 5,100 |
| Finance Costs (including unwinding of interest) | **13,140** | 15,937 |
| Construction Cost to Contractor | **7,485** | 74,996 |
| Financial liability for premium payable recognised at fair value | **30,278** | 62,155 |
| Other Expenses | **2,023** | 2,301 |
| | **1,48,518** | **2,24,165** |

# Tata Realty and Infrastructure Limited

## Notes to the Consolidated financial statements

*as at 31 March 2020*

(Currency: Indian rupees in lakhs)

**Note 8**

**Intangible assets**

| Particulars | Softwares | Service Concession Arrangements (refer foot note below) | Total |
|---|---|---|---|
| **Cost / Deemed Cost** | | | |
| **At 31 March 2018** | 398 | 41,079 | **41,477** |
| Additions | 10 | 9,271 | **9,281** |
| Disposals | - | - | **-** |
| **At 31 March 2019** | **408** | **50,350** | **50,758** |
| Additions | 47 | 1,43,079 | **1,43,126** |
| On account of disposal of investments in subsidiaries | (17) | - | **(17)** |
| Disposals | (33) | - | **(33)** |
| **At 31 March 2020** | **405** | **1,93,429** | **1,93,834** |
| **Amortisation and impairment** | | | |
| **At 31 March 2018** | 316 | 3,424 | **3,740** |
| Charge for the year | 21 | 1,572 | **1,593** |
| Disposals | - | - | **-** |
| **At 31 March 2019** | **337** | **4,996** | **5,333** |
| Impairment loss (Refer Note 50 (b)) | - | 9,436 | **9,436** |
| Charge for the year | 23 | 1,753 | **1,776** |
| On account of disposal of investments in subsidiaries | (12) | - | **(12)** |
| Disposals | (33) | - | **(33)** |
| **At 31 March 2020** | **315** | **16,185** | **16,500** |
| **Net Block as at 31 March 2019** | **71** | **45,354** | **45,425** |
| **Net Block as at 31 March 2020** | **90** | **1,77,244** | **1,77,334** |

**Service concession agreements**

| Name of entity | Description of the arrangement | Significant terms of the arrangement |
|---|---|---|
| International Infrabuild Pvt. Ltd. | As per the Concession Agreement (CA) the Company is required to build and operate Multi Level Car Parking and collect Parking fees from Vehicles and User fees for Public Convenience Facilities. The CA also specifies that the Company is required to built and operate of the total area of commercial infrastructure and an area of 5% i.e 466 sq.m shall be reserved for Auto Showroom/Auto Workshop. | Period of concession: 33 years (2017-2050)<br>Investment grant from concession grantor : Nil<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : Inflation<br>Premium payable to grantor :Rs. 2.66 crs plus escalation increase |
| Hampi Expressways Private Limited | Design, Build, Finance, Operate and Transfer (DBFOT) basis, augmentation of the existing road from km 299.00 to km 418.750 (approximately 120.18 km) on the Hospet-Chitradurga section of National Highway No.13 (New National Highway No.50) | Period of concession: 26 years (2016 - 2041)<br>Remuneration : Toll Fee Collection from Road Users<br>Investment grant from concession grantor : Nil<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : Inflation<br>Premium payable to grantor :Rs.18.15 crs plus escalation increase |
| Dharamshala Ropeway Limited | Agreement entered with The Department of Tourism & Civil Aviation, Himachal Pradesh ('Authority') for the construction of Passenger Ropeway between Backside of Dharamshala Bustand upto Dalali Lama Temple, Mcleodganj under DBFOT Model (Design, Build, Finance, Operate and Transfer Model), referred to as "Passenger Ropeway Facility" The Passenger Ropeway facility is under construction as on date. The Civil & Land Site Developments works have been started during the year. | Period of concession: 40 Years from the appointment date (2020-2060)<br>Remuneration : Collection on Ropeway tickets<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : AS per concession agreement<br>Premium payable to grantor:Rs. 1 cr plus escalation Increase |
| Manali Ropeways Private Limited | Concession Agreement entered on dated 21 October 2015 , with The Department of Tourism & Civil Aviation, Himachal Pradesh ('Authority') for the construction of Passenger Ropeway between Palchan and Rohtang at Manali under BOT Model (Built, Operate and Transfer Model). The construction has not started as on date and the company is in process of obtaining various government approvals for commencing the construction of ropeway. | Period of concession: 40 Years from the appointment date<br>Remuneration : Collection on Ropeway tickets<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : Nil<br>Basis upon which re-pricing or re-negotiation is determined : As per concession agreement<br>Premium payable to grantor :Rs.1.50 Cr plus escalation increase |
| Uchit Expressway Private Ltd. | Six Laning of Chittorgarh-Udaipur Section of NH-76 from Design Chainage Km 214.870 to Km 308.370 in the State of Rajasthan (Length 93.500 Km) on DBFOT (Toll) Mode under NHDP Phase V (Package -III) | Period of concession: 29 Years (2017-2046)<br>Remuneration : Toll Fee Collection from Road Users<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : NIL<br>Basis upon which re-pricing or re-negotiation is determined : NA<br>Premium payable to grantor : Rs. 25 crs plus escalation increase |
| Durg Shivnath Expressways Private Limited | Toll collections from the users and operation and maintenance of total stretch of 18.5 kms at NH-6, Durg Bypass as agreed between the Company and National Highways Authority of India (NHAI) on Build, Operate and Transfer [BOT] basis | 1) Period of Concession: 32 Years and 6 months (2007-2030)<br>2) Remuneration: Toll Fee Collection from Road Users<br>3) Investment Grant from Concession Grantor – NIL<br>4) Basis upon which re-pricing or re-negotiation is determined – Toll Tariff will be revised 1st April of every year considering WPI<br>5) Premium payable to Grantor – NIL |
| Matheran Ropeway Private Limited | Development of a Ropeway project in Matheran, Maharashtra of approx. 4500 Meters connecting Bhutivali Village to Madhavji Point at Matheran, on Design, Build, Finance, Operate and Transfer (DBFOT) basis. The Project would have all elements of sustainability and would be noise free, electricity driven, Eco-friendly and non-polluting; It is estimated that the Project would save ~ 1000 tonne of carbon dioxide emissions. | The Company has signed an Agreement with The Matheran Giristhan Nagar Parishad, Matheran on 20th May 2003 for a period of 99 years. The Company has agreed to pay compensation equal to 5% of its net profits of each year to Matheran Giristhan Nagar Parishad, Matheran. |
| Pune Solapur Expressway Pvt Ltd | Service concession agreement entered into with a NHAI (The National Highways Authority to India also the 'grantor') to construct a toll highway between Pune and Solapur. The construction of the toll road started thereafter and it was partially completed on 3 February 2013 and was fully completed and available for use on 31 January 2015. | Period of concession: 21 Years (2009-2030)<br>Remuneration : Toll Fee Collection from Road Users<br>Investment grant from concession grantor : NIL<br>Investment and renewal obligations : NIL<br>Basis upon which re-pricing or re-negotiation is determined : NA<br>Premium payable to grantor : NIL |

| | | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|---|
| **Note 9** | | | |
| **Investment accounted using Equity Method (at carrying cost):** | | | |
| **Unquoted equity shares, fully paid-up** | | | |
| 2,386,711 (2019: 2,386,711) equity shares of Pune Solapur Expressways Private Limited, of Rs.10 each fully paid up. | | **2,248** | 2,170 |
| 740,000 (2019: 740,000) equity shares of INR 10 each in TRIL IT4 Private Limited (Formerly known as Albrecht Builder Private Limited) ## | | **-** | - |
| 30,000 (2019: 10,000) equity shares of A & T Road Construction Management and Operation Private Limited, of Rs.10 each fully paid up. ## | | **1** | - |
| 3,256 (2019:3,256) equity shares of INR 100 each in Industrial Minerals and Chemicals Company Private Limited. | | **21,950** | 21,910 |
| 19,987,400 (2019: 19,987,400) equity shares of INR 10 each in Mikado Realtors Pvt. Ltd. | | **30,335** | 30,436 |
| 44,407,400 (2019: Nil) equity shares of INR 10 each in Pune IT City Metro Rail Limited | | **4,226** | - |
| | (A) | **58,760** | **54,516** |
| **Investment in debentures of joint ventures** | | | |
| 814 (2019: 814) Quoted Redeemable Non-convertible Debentures of INR 10 Lacs each in TRIL IT4 Private Limited | | **8,140** | 8,140 |
| 11,787,460 (2019: 10,473,960) Unquoted Compulsorily Convertible Debentures of INR 100 each In Industrial Minerals and Chemicals Company Private Limited | | **11,787** | 10,474 |
| | (B) | **19,927** | **18,614** |
| | (A + B) | **78,687** | **73,130** |
| **## Unrecognised share of Losses in Joint Venture** | | | |
| TRIL IT4 Private Limited | | **(20,919)** | (16,815) |
| A & T Road Construction Management and Operation Private Limited | | **-** | (1) |

**Note 10**

**Other Investments (non-current)**

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| Investment in Unquoted, Fully paid-up, Equity instruments of Other Companies (Fair Valued Through Profit and Loss) (Refer Foot note) | | |
| 117600 (2019: 117600) equity shares of Vagarai Windfarms Limited | **12** | 12 |
| 18,90,000 (2019: Nil) equity Shares o of Perinyx Neep Private Limited | **189** | - |
| 119,187 (2019: 119,187) equity shares of Echanda Urja Private Limited | **11** | 11 |
| | **212** | **23** |

**Note:**

The above investments represents investment in equity shares of the above mentioned entities pursuant to the requirement under the Electricity Act, in connection with the power purchase arrangement that the group has in place with these parties. As per the terms of these investments, the group is not entitled to any other returns or benefits and will be entitled to receive the amount invested equivalent to the face value of the equity shares upon expiry of such agreements.

**Note 11**

**Other financial assets (non-current)**

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| *Unsecured, considered good* | | |
| Fixed deposit having maturity more than 12 months under lien | 5,977 | 500 |
| Lease rental receivable | 243 | 193 |
| Recoverable from Punjab Urban Development Authority | - | 517 |
| Security Deposits | 984 | 467 |
| | 7,204 | 1,677 |

# Tata Realty and Infrastructure Limited

**Notes to the consolidated financial statements (Continued)**

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 12** | | |
| **Deferred tax assets (Net)** | | |
| - investments in associates and joint ventures | 2,274 | 2,487 |
| - other financial assets at fair value through profit and loss | 757 | 1,340 |
| - On other provisions (including provision for employee benefits and other amounts allowable on a payment basis) | 34 | 239 |
| - on account of PPE and Intangibles | 4,397 | 791 |
| - derivatives (including call put options) | 2,130 | 1,599 |
| | 9,592 | 6,456 |
| **Note 13** | | |
| **Non Current tax assets (Net)** | | |
| Advance tax | 18,787 | 15,845 |
| Less: Provision for tax | (6,428) | (4,956) |
| | 12,359 | 10,889 |
| **Note 14** | | |
| **Other non-current assets** | | |
| *Unsecured, considered good* | | |
| Capital advances | 8,634 | 16,676 |
| Balance with Government Authorities | 184 | 112 |
| Security Deposit - Others | 117 | 54 |
| Prepaid expenses | 620 | 8 |
| Lease equalisation reserve | 11,599 | 9,310 |
| Unbilled Revenue | 157 | - |
| Other non-current assets | - | 115 |
| | 21,311 | 26,275 |
| **Note 15** | | |
| **Inventories** | | |
| *(valued at cost or net realisable value whichever is less)* | | |
| Bought out construction materials | 52 | 52 |
| Consumables stores and spares | - | 77 |
| Work-in-progress | 2,630 | 15,341 |
| Finished goods (Refer foot note) | 30,905 | 28,248 |
| | 33,587 | 43,718 |

**Foot note:**

Represent value of residential units. Net off NRV provision on inventories INR 1,420.78 Lakhs (2019: NIL)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 16** | | |
| **Trade and other receivables** | | |
| Outstanding for a period exceeding six months: | | |
| - From others | 24 | 43 |
| Outstanding for a period less than six months: | | |
| - From others | 2,003 | 2,120 |
| - From related parties | 1,144 | 958 |
| Less : Provision for credit impaired Trade Receivables | (306) | (275) |
| | 2,865 | 2,846 |
| **Break-up for security details:** | | |
| Secured, considered good | 1,675 | 2,061 |
| Unsecured, considered good | 1,190 | 785 |
| Unsecured, considered doubtful | 306 | 275 |
| Allowance for doubtful debts | (306) | (275) |
| | 2,865 | 2,846 |
| **Note 17** | | |
| **Cash and cash equivalents** | | |
| Cash on hand | 30 | 93 |
| Balance with banks | | |
| - in current accounts | 3,300 | 2,099 |
| - in deposit accounts | 26,610 | 3,729 |
| | 29,940 | 5,921 |
| **Note 18** | | |
| **Bank balances other than cash and cash equivalents** | | |
| Term deposit with original maturity less than twelve months under lien | 219 | 1,579 |
| | 219 | 1,579 |

## Tata Realty and Infrastructure Limited

**Notes to the consolidated financial statements (Continued)**

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 19** | | |
| **Other Investments (current)** | | |
| **Investment in mutual funds, fair valued through Profit and Loss** | | |
| Units Held 491,528.95 (2019 : 10,576.43) of Face value of Rs 1,000 (NAV - Rs 3,131.99 (2019 : 2,944.44)) each in TATA money market fund -Growth Option | 15,395 | 311 |
| Units Held 3,289,874.36 [2019: Nil] of Face value of Rs 10 (NAV - Rs 319.56) each in ABSL Liquid Fund - Growth | 10,513 | - |
| Units Held 385,284.66 [2019: Nil] of Face value of Rs 10 (NAV - Rs 3,906.61) each in HDFC Liquid Fund - Growth Option | 15,052 | - |
| Units Held 10,286,570.04 [2019: Nil] of Face value of Rs 10 (NAV - Rs 293.78) each in ICICI Prudential Liquid Fund - Growth Option | 30,220 | - |
| Units Held Nil [2019: 28,831.67] of Face value of Rs 1,000 each (NAV - Rs. 2,788.16) in Franklin India Treasury Management Account Super Institutional Plan - Growth Option | - | 804 |
| Units Held Nil [2019: 10,19,407.79] of Face value of Rs 10 each (NAV - Rs. 26.27) in Franklin India Ultra Short Bond - Super Institutional Plan - Growth Option | - | 268 |
| | 71,180 | 1,383 |
| **Note 20** | | |
| **Short-term loans and advances** | | |
| *Unsecured, considered good* | | |
| Advances given | - | 2,000 |
| Security deposits | 3 | 38 |
| Advances recoverable from Related Parties | 579 | 683 |
| Other loans and advances | 807 | 333 |
| | 1,389 | 3,054 |
| **Note 21** | | |
| **Other financial assets (current)** | | |
| *Unsecured, considered good* | | |
| Interest accrued on deposits | 198 | 115 |
| Claims Receivable from NHAI (utility shifting) | 1,232 | 674 |
| Inter-corporate Deposits given to Related Parties | 2,510 | - |
| Unbilled revenue | 438 | 537 |
| Foreign Exchange Forward Contract Receivable | 103 | - |
| Security deposits | 775 | 263 |
| Others current financial asset | 247 | 392 |
| | 5,503 | 1,981 |
| **Note 22** | | |
| **Other current assets** | | |
| *Unsecured, considered good* | | |
| Advance to vendors | 184 | 681 |
| Balances with Government and other authorities | 3,107 | 1,463 |
| Prepaid expenses | 789 | 805 |
| Lease equalisation reserve | 1,079 | 1,360 |
| Claim Receivable from NHAI (Refer foot note below) | 4,647 | 1,048 |
| Others | 355 | 31 |
| | 10,161 | 5,388 |

**Foot Note:**

Claim Receivable from NHAI pertains to claims towards change in law as per clause 41.1 of Service Concession Agreement entered with NHAI. These are back to back claims made by EPC Contractor as per clause 24.2 of EPC agreement and the same are payable to the EPC Contractor only to the extent such claims are recognised by NHAI as change in law and payments are released. To the extent such claims are not accepted by NHAI the same shall accordingly not be payable to EPC contractor and accordingly corresponding liability shall reduce.

(Currency: Indian rupees in lakhs)

**Note 23**

| **Equity share capital** | **31 March 2020** | **31 March 2019** |
|---|---|---|
| **Authorised share capital** | | |
| 8,00,00,00,000 (2019: 3,00,00,00,000) equity shares of INR 10 each | **8,00,000** | **3,00,000** |
| **Issued, subscribed and paid-up** | | |
| 1,01,73,07,692 (2019: 1,01,73,07,692) equity shares of INR 10 each | **1,01,731** | 1,01,731 |
| | **1,01,731** | **1,01,731** |

**a. Reconciliation of the shares outstanding at the beginning and at the end of the year**

| **Equity shares** | **31 March 2020** | | **31 March 2019** | |
|---|---|---|---|---|
| | **Number of shares** | **Amount** | **Number of shares** | **Amount** |
| At beginning of the year | **1,01,73,07,692** | **1,01,731** | 1,01,73,07,692 | 1,01,731 |
| Issued during the year | - | - | - | - |
| **Outstanding at the end of the year** | **1,01,73,07,692** | **1,01,731** | **1,01,73,07,692** | **1,01,731** |

**b. Terms and rights attached to the equity share**

The Company has only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**c. Shares of the company held by the Holding company**

| | **31 March 2020** | | **31 March 2019** | |
|---|---|---|---|---|
| | **Number of shares** | **Amount** | **Number of shares** | **Amount** |
| Equity shares of INR 10 each, fully paid-up | | | | |
| Tata Sons Private Limited | **1,01,73,07,692** | **1,01,731** | 1,01,73,07,692 | 1,01,731 |

**d. Details of shareholding more than 5% in the company**

| | **31 March 2020** | | **31 March 2019** | |
|---|---|---|---|---|
| | **Number of shares** | **% Holding** | **Number of shares** | **% Holding** |
| Equity shares of INR 10 each, fully paid-up | | | | |
| Tata Sons Private Limited | **1,01,73,07,692** | **100%** | 1,01,73,07,692 | 100% |

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 24** | | |
| **Other equity** | | |
| **Share application money pending allotment** | **1,20,000** | - |
| **Reserves and surplus** | | |
| Securities premium reserve | **15,769** | 15,769 |
| Capital reserve | **4,911** | 4,911 |
| Retained earnings | **(1,35,799)** | (99,543) |
| **Other comprehensive income** | | |
| Defined benefit plan adjustment | **29** | 27 |
| | **4,910** | **(78,836)** |
| **Share application money pending allotment** | | |
| Opening balance | - | - |
| Received during the year | **1,20,000** | - |
| | **1,20,000** | - |
| **Retained earnings** | | |
| Opening balance | **(99,543)** | (74,541) |
| Transition adjustment due to application of IND AS 115 (Refer Note 51 (a)) | - | (1,304) |
| Net loss for the year attributable to owners | **(36,256)** | (23,693) |
| Consolidation adjustment | - | (5) |
| | **(1,35,799)** | **(99,543)** |
| **Other comprehensive income - Defined benefit plan adjustment** | | |
| Opening balance | **27** | (14) |
| Remeasurements of defined benefit liability | **3** | 55 |
| Income tax relating to items that will not be reclassified to profit or loss | **(1)** | (14) |
| | **29** | 27 |
| **Non-controlling interests** | | |
| Opening balance | **6,617** | **6,826** |
| Loss for the year | **(233)** | **(222)** |
| Issue of new shares / CCD in subsidiaries | - | **13** |
| | **6,384** | 6,617 |

**Nature and purpose of the reserves:**

**Securities premium reserve**

0.01% Compulsorily convertible debentures were compulsorily convertible into equity shares by 25 August 2016 or before at the option of investor. During the Financial year 2016-17 (on 24 August 2016), these debentures were converted into 192,307,692 Equity shares of INR 10 each at a premium of INR 3 each.

**Capital reserve**

Capital reserve was created to record excess of net assets taken over pursuant to scheme of merger sanctioned by the Bombay High Court in the year 2015-16 between Tata Realty and Infrastructure Limited, Mara Builder Private Limited and TRIF Real Estate and Development Limited.

| | | |
|---|---|---|
| **Note 25** | | |
| **Borrowings (Long-term) (refer footnote below)** | | |
| ***Secured*** | | |
| From Banks and Financial Institutions | **4,25,356** | 4,04,786 |
| From Others | **19,045** | 24,910 |
| ***Unsecured*** | | |
| Non convertible debentures | **1,39,419** | 1,14,792 |
| From Banks and Financial Institutions | **12,929** | - |
| | **5,96,749** | **5,44,488** |

(Currency: Indian rupees in lakhs)

**Note:**

| Name of the Banks / Financial Institutions | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| HDFC Ltd | 20,291 | Term Loan from HDFC Ltd is repayable in a single instalment i.e 14th July, 2020. | (i) Land including constructions thereon, including present and future.<br>'(ii) All the right, title and interest of the borrower/mortgagor in the secured receivables (including future receivables from flats/units/tenement/premises that have been sold/leased/licensed etc.) from / in respect of the Secured Property.<br>'(iii) All the right, title and interest of the borrower/mortgagor in the designated (No. Lien) aAccount / escrow account whether established or to be established with HDFC Bank Limited, any other bank accounts of the borrower / mortgagor.<br>(iv) Sponsor support agreement by Tata Realty & Infrastructure Ltd. (Holding Company) :'-<br>- The Sponsor irrevocably and unconditionally undertakes to continue to legally and beneficially hold and retain 100% Shares (one hundred percent) of the Shares of the Borrower throughout the tenor of the Facility till the Final Settlement Date.<br>- Provided However the Sponsor may dispose of Shares equivalent to 49% of the Shares with prior intimation to the Lender.<br>- Until the Final Settlement Date, there shall be no change in the management control of the Borrower.<br>-The Sponsor hereby agrees that in the event the cash flow in the escrow account is not sufficient to service the facility, it shall fund the escrow account. | The rate of interest on term loan from HDFC Ltd is HDFC CF- PLR less spread of 110 bps, presently being 10% p.a. payable at monthly rests. |
| HDFC Ltd | 26,451 | Term Loan repayable in single instalment after 54 months from date of first disbursement i.e 13th September, 2021. | (i) Land including constructions thereon, including present and future.<br>'(ii) All the right, title and interest of the borrower/mortgagor in the secured receivables (including future receivables from flats/units/tenement/premises that have been sold/leased/licensed etc.) from / in respect of the secured property.<br>'(iii) All the right, title and interest of the borrower/mortgagor in the designated (No. Lien) account / escrow Account whether established or to be established with HDFC Bank Limited, any other bank accounts of the borrower / mortgagor.<br>(iv) Sponsor support agreement by Tata Realty & Infrastructure Ltd. (Holding Company) :'-<br>- The Ssponsor irrevocably and unconditionally undertakes to continue to legally and beneficially hold and retain 100% Shares (one hundred percent) of the Shares of the Borrower throughout the tenor of the facility till the final settlement date<br>- Provided however the sponsor may dispose of Shares equivalent to 49% of the Shares with prior intimation to the lender.<br>- Until the final settlement date, there shall be no change in the management control of the borrower.<br>-The sponsor hereby agrees that in the event the cash flow in the escrow account is not sufficient to service the facility, it shall fund the escrow account. | The rate of interest on term loan from HDFC Ltd is HDFC CF- PLR less spread of 110 bps, presently being 10% p.a. payable at monthly rests |
| HDFC Ltd | 4,487 | Term Loan repayable in single instalment after 72 months from date of first disbursement i.e 13th March, 2023 | (i) Land including constructions thereon, including present and future.<br>'(ii) All the right, title and interest of the borrower/mortgagor in the secured receivables (including future receivables from flats/units/tenement/premises that have been sold/leased/licensed etc.) from / in respect of the secured property.<br>'(iii) All the right, title and interest of the borrower/mortgagor in the designated (No. Lien) account / escrow account whether established or to be established with HDFC Bank Limited, any other bank accounts of the borrower / mortgagor.<br>(iv) Sponsor support agreement by Tata Realty & Infrastructure Ltd. (Holding Company) :'-<br>- The sponsor irrevocably and unconditionally undertakes to continue to legally and beneficially hold and retain 100% Shares (one hundred percent) of the Shares of the borrower throughout the tenor of the facility till the final settlement date.<br>- Provided Hhowever the sponsor may dispose of shares equivalent to 49% of the shares with prior intimation to the lender.<br>- Until the Ffinal settlement date, there shall be no change in the management control of the borrower.<br>-The Sponsor hereby agrees that in the event the cash flow in the escrow account is not sufficient to service the facility, it shall fund the escrow account. | The rate of interest on term loan from HDFC Ltd is HDFC CF- PLR less spread of 110 bps, presently being 10% p.a. payable at monthly rests |

(Currency: Indian rupees in lakhs)

**Note:**

| Name of the Banks / Financial Institutions | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| Bank of Maharashtra | 3,636 | Repayment of principal amount will be quarterly instalments over a period of 10 years commencing from March, 2021 till March, 2031 | (i) First charge by way of mortgage on immovable project assets.<br>(ii) First charge by way of hypothecation of all the movable assets of the company present and future.<br>(iii) First charge on the Pproject's book debts, operating cash flows, receivables, commissions, revenues of whatsoever nature and wherever arising, present and future, intangibles, goodwill, uncalled capital present and future<br>(iv) Escrow of all receivables of the respective group company.<br>(v) First charge on projects escrow account, current account and the amounts therein. | Rate of interest will be MCLR +1.25% p.a. i.e. presently the rate of interest is 10% p.a. (approx.) Interest payment frequency will be monthly |
| Union Bank of India (TL) | 33,473 | Repayable in quarterly instalments commencing from June, 2022 and terminating on March, 2040. | (a)First charge on entire immovable properties of the respective group company, both present and future, save and except project assets.<br>(b) First charge on all tangible movable assets of the respective group company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, if any, save and except project assets.<br>(c) First charge over all accounts of the respective group company including the escrow account, sub-accounts (or any account in substitution thereof) that may be opened in accordance with this agreement and the memorandum of operating procedure, or any of the other project documents and all funds deposited therein, from time to time, all receivable and permitted investments or other securities. | Rate of interest is 9.50% p.a. (approx.) |
| State Bank of India | 25,968 | Repayable in quarterly instalments commencing from June, 2022 and terminating on March, 2040. | (a)First charge on entire immovable properties of the Company, both present and future, save and except project assets.<br>(b) First charge on all tangible movable assets of the Company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, if any, save and except Project Assets.<br>(c) First charge over all accounts of the Company including the escrow account, sub-accounts (or any account in substitution thereof) that may be opened in accordance with this agreement and the memorandum of operating procedure, or any of the other project documents and all funds deposited therein, from time to time, all receivable and permitted investments or other securities<br>(d) First charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertakings of the Company and uncalled capital, present and future, except the project assets provided that all receivables arising therefrom shall be deposited into escrow account and a charge on the same shall be subject to the extent permissible as per the priority specified in the Article 31 of the Concession Agreement and clause 4 of the Escrow Agreement. Further a charge on uncalled capital as set in above, shall subject however, to the provisions of Articles 5.3, 7.1(k) and 31 of the Concession Agreement.<br>(e) an assignment by way of security in:<br>(i) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in, to or under the project documents<br>(ii) all the rights, title and interest of the Company in, to or under all such approvals as are required to be sought from any Government.<br>(iii) all the rights, title, interest, benefits, claims and demands whatsoever, of the borrower in, any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the project documents;<br>(iv) all of the right, title, interest, benefits, claims and demands whatsoever, of the Company in, to or under all insurance contracts. | Rate of interest is 9.50% p.a. (approx.) |

(Currency- Indian rupees in lakhs)

**Note:**

| Name of the Banks / Financial Institutions | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| State Bank of India | 31,271 | Term loans form banks are repayable in unequal quarterly instalments commencing from 26th December, 2021 and terminating on 7th March, 2035 | (i) First charge on entire immovable properties of the Company, if any, save and except project Assets (as defined in the Concession Agreement).<br>(ii) First charge on entire movable assets of the Company, both present and future, if any, save and except project assets (as defined in the Concession Agreement).<br>(iii) First charge on the escrow account/trust and retention account (TRA), Dept. Service Reserve Account (DSRA) and any other reserves and other bank accounts of the Company, wherever maintained, provided further that the first charge as set out herein shall arise only after the proceeds or realization thereof, if any, have been received in to the escrow account designated for the Project and thereafter shall only be to the extent of waterfall mechanism (i.e. priorities for the withdrawal of payments) as provided in the Concession Agreement and Escrow Agreement.<br>(iv) First charge on all intangibles including but not limited to goodwill and uncalled capital, present and future, excluding the project assets and a charge on the uncalled capital subject however, to the provisions of Concession Agreement<br>(v) Assignment of security interest on the Borrower's rights, title and interest to the extent covered by and in accordance with the Substitution Agreement.<br>(vi) First charge on the insurance proceeds deposited into the escrow account.<br>(vii) The above security will rank pari-passu with other lenders participating in the facility. | Average rate of interest of 9.15% - 9.25% p.a. |
| Oriental Bank of Commerce | 8,446 | | | |
| Canara Bank | 17,225 | | | |
| Union Bank | 25,841 | | | |
| Corporation Bank | 8,617 | | | |
| State Bank of India | 79,000 | This Term Loan from State Bank of India is repayable in several instalment till 30th September, 2029 as per the repayment schedule agreed | The loan is secured by a first ranking pari passu charge on the entire current assets, current accounts, escrow accounts, project documents and such other assets of the Company. Collateral security over the investment properties owned by the Company; assignment or hypothecation of lease rent as per the Lease deeds, lease deeds and the amenities agreement and other leases entered by the Company in the investment property. | The rate of interest on term loan from state bank of India is 1year SBI MCLR rate plus 0.15%, during the year it was changed once to 7.90% p.a. in March 2020 and is presently still being 7.90% p.a. |
| State Bank of India | 84,212 | This Term Loan from State Bank Of India is repayable in several instalment till 30th September, 2029 as per the repayment schedule agreed | The loan is secured by a first ranking pari passu charge on the entire current assets, current accounts, escrow accounts, project documents and such other assets of the Company. Collateral security over the investment properties owned by the Company; assignment or hypothecation of lease rent as per the Lease deeds, lease deeds and the amenities agreement and other leases entered by the Company in the investment property | The rate of interest on term loan from state bank of India is 1year SBI MCLR rate plus 0.15%, during the year it was changed once to 7.90% p.a. in March 2020 and is presently still being 7.90% p.a. |
| HDFC Ltd | 59,864 | This Term Loan from HDFC Ltd is repayable in several instalments as per the repayment schedule agreed till September, 2029 | Assignment/hypothecation of lease rent (present & future) as per leave and license agreement and amenities agreement entered into by Company and the various lessees from the area mortgaged hereinafter referred to as the said receivables<br>Mortgage of approximately 23.74 Acres of SEZ property along with leasehold rights of project "Ramanujan IT City"<br><br>The above securities shall rank pari pasu with State Bank of India and Standard Chartered Bank Debenture holders as on 31-03-2018 in the ratio of the loan outstanding ie.Rs 850 Cr and Rs. 900 Cr | The rate of interest on term loan from HDFC Ltd is HDFC CPLR less spread of 930 bps, during the year it was changed twice once to 9.35% p.a. in May 2019 and then in November 2019 to 9.10% p.a. ,presently still being 9.10% p.a. payable at monthly rests. |
| HDFC Ltd | 9,330 | This Term Loan (Construction loan) from HDFC Ltd is repayable in single instalment on 30th October, 2020. | Exclusive Mortgage of approximately 1.38 Acres of leasehold land with construction thereon.<br><br>The above securities shall rank pari pasu with State Bank of India and Standard Chartered Bank Debenture holders as on 31-03-2018.<br><br>Assignment of all receivables from the project being developed including receivables from service apartments / convention centre / facilities. | The rate of interest on term loan from HDFC Ltd is HDFC CPLR less spread of 835 bps, during the year it was changed once to 10.25% p.a. in May 2019 and is presently still being 10.25% p.a. payable at monthly rests. |
| HDFC Ltd | 3,450 | This Working Capital Loan from HDFC Bank is repayable in 11 months ie in February, 2021 | This is a working capital loan and is Unsecured | The rate of interest on this working capital loan is 8.00% p.a. |

(Currency: Indian rupees in lakhs)

**Note:**

| Name of the Banks / Financial Institutions | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| RBL Bank | 2,981 | Term Loan from RBL Bank Ltd is repayable in monthly instalment after 7 months from date of first disbursement effective from 1st April 2020 and the last instalment ended on 30th June, 2032 | 1.Charge on the project building & premises financed along with all the movable fixed asset and other current assets. 2. Charge on the scheduled receivables and all the insurance proceeds | The rate of interest on term loan from RBL Bank Ltd is 3M RBL MCLR, presently being 9.25% p.a. payable at monthly rests |
| **Financial Institution** | | | | |
| Aditya Birla Finance Ltd | 18,739 | Repayable in quarterly instalments commencing from June, 2022 and terminating on March, 2040 | (a).First charge on entire immovable properties of the Company, both present and future, save and except project Assets.<br>(b) First charge on all tangible movable assets of the Company including movable plant and machinery, machinery spares and tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, if any, save and except Project Assets.<br>(c) First charge over all accounts of the Company including the escrow account, sub-accounts (or any account in Substitution thereof) that may be opened in accordance with this agreement and the memorandum of operating procedure, or any of the other Project Documents and all funds deposited therein, from time to time, all receivable and permitted investments or other securities.<br>(d) First charge on all intangibles assets of the Company including but not limited to goodwill, rights, undertakings of the Company and uncalled capital, present and future, except the project assets provided that all receivables arising therefrom shall be deposited into escrow account and a charge on the same shall be subject to the extent permissible as per the priority specified in the Article 31 of the Concession Agreement and clause 4 of the Escrow Agreement. Further a charge on uncalled capital as set in above, shall subject however, to the provisions of Articles 5.3, 7.1(k) and 31 of the Concession Agreement.<br>(e) an assignment by way of security in<br>(i) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in, to or under the project documents<br>(ii) all the rights, title and interest of the Company in, to or under all such approvals as are required to be sought from any Government.<br>(iii) all the rights, title, interest, benefits, claims and demands whatsoever, of the borrower in, any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the project documents;<br>(iv) all of the right, title, interest, benefits, claims and demands whatsoever, of the Company in, to or under all insurance contracts. | Rate of interest is 9.50% p.a (approx.) |
| | 12,929 | Repayment is Instalment up to 30 September, 2022 | Corporate guarantee provided by TRIL Roads Private Limited, holding company. Also, non-disposal undertaking given by TRIL Roads Private Limited, with respect to 51% share of Durg Shivnath Expressways Private Limited. | The interest payments are due semi-annually. Interest rate for first 90 days period from the date of disbursement is @ 9.30% p.a., thereafter @ 8.95% p.a., subject to annual renewal. Effective Interest rate @ 9.38% p.a.is applied to recognise interest expense for the year. Effective interest is arrived after considering the upfront fee paid to financial institution towards the amount borrowed during the year. |
| Axis Bank Ltd | 17,500 | The repayment shall be as per repayment schedule, commencing from FY 2020-21 to 2027-28 | (i) Hypothecation by way of first charge on all movable assets, bank accounts including all receivables and revenues both present and future;<br>(ii) Rights of the company under the project documents including Insurance contracts<br>(iii) All receivables including toll receivables on the road stretch (except for claims with NHAI for change in scope which have been done earlier) | The term loan shall carry a fixed rate of interest of 8.45% p.a. with monthly interest payment. |

(Currency: Indian rupees in lakhs)

**Note:**

| Name of the Banks / Financial Institutions | Amount | Terms of Repayment | Security | Rate of Interest |
|---|---|---|---|---|
| **Non Convertible Debentures** | | | | |
| Non Convertible Debentures | 1,79,500 | The Debentures shall be redeemed From 20th April, 2020 to 18th November, 2022. | Nil | The rate of interest on debentures is 8.25% to 9.50% p.a., and coupon to be paid annually/Maturity. |
| **TOTAL - A** | **6,73,211** | | | |
| HDFC Bank Ltd | 4,400 | This Working Capital Loan from HDFC Bank is repayable in 11 months ie in August, 2020 | This is a working capital loan and is unsecured | The rate of interest on this working capital loan is 8.25% p.a |
| HDFC Bank Ltd | 5,000 | This Working Capital Loan from HDFC Bank is repayable in 11 months ie in February, 2021. | This is a working capital loan and is unsecured | The rate of interest on this working capital loan is 8.00% p.a |
| Union Bank of India | 611 | Over Draft | Unsecured | Rate of interest is 9.50% p.a. (approx.) |
| **Short Term Loan from Bank** | | | | |
| Deutsche Bank | 20,000 | | Unsecured | 8.60% p.a. |
| **Commercial Paper** | | | | |
| Franklin India Liquid Fund | 17,500 | Repayment on 21st September, 2020 | Unsecured | 8.50% p.a. |
| SBI Mutual Fund - SBI Savings Fund | 15,000 | Repayment on 15th May, 2020 | Unsecured | 8.55% p.a. |
| Franklin India Low Duration Fund | 4,000 | Repayment on 15th September, 2020 | Unsecured | 8.70% p.a. |
| Franklin India Ultra Short Bond Fund | 3,500 | Repayment on 15th September, 2020 | Unsecured | 8.70% p.a. |
| Mahindra Liquid Fund | 1,000 | Repayment on 15th September, 2020 | Unsecured | 8.70% p.a. |
| Mahindra Ultra Short Term Yojana | 500 | Repayment on 15th September, 2020 | Unsecured | 8.70% p.a. |
| Franklin India Low Duration Fund | 21,500 | Repayment on 30th October, 2020 | Unsecured | 8.60% p.a. |
| SBI Magnum Low Duration Fund | 5,000 | Repayment on 28th September, 2020 | Unsecured | 8.25% p.a. |
| Reliance Capital Trustee Co.Ltd. a/c Nippon India Ultra Short Duration Fund | 10,000 | Repayment on 28th September, 2020 | Unsecured | 8.25% p.a. |
| **Loans from Directors** | 100 | | | |
| **TOTAL - B** | **1,08,111** | | | |
| **Less - EIR on Borrowings (IND AS adjustments) - (C)** | **(3,370)** | | | |
| **TOTAL - (A + B + C)** | **7,77,951** | | | |

| Particulars | Amount | |
|---|---|---|
| Long term borrowings | 5,96,749 | Refer Note No. 25 |
| Current maturity of long term borrowings | 75,788 | Refer Note No. 32 |
| Short term borrowings | 1,05,414 | Refer Note No. 30 |
| TOTAL | 7,77,951 | |

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 26** | | |
| **Other financial liabilities (non-current)** | | |
| Financial liability for premium payment at fair value | 69,016 | 69,110 |
| Security deposits from customers | 20,787 | 18,210 |
| Interest accrued but not due on borrowings | 5,933 | 11,439 |
| Derivatives not designated as hedges | | |
| - Forwards | - | 425 |
| - Put option | 1,391 | 1,818 |
| Liability towards purchase of shares | 601 | 649 |
| Retention money payable | 947 | 1,444 |
| Security deposits | - | 25 |
| Project development fees payable | - | 45 |
| Lease Liabilities (Refer note 2.18) | 139 | - |
| | 98,814 | 1,03,165 |
| **Note 27** | | |
| **Long-term provisions** | | |
| **Provision for employee benefits:** | | |
| - Gratuity | 464 | 430 |
| - Compensated absences | 502 | 614 |
| Provision for Construction Cost | 1,281 | - |
| Provision for Major Maintenance of Road # | 121 | 2,216 |
| | 2,368 | 3,260 |

# As per the best estimate of the management, provision is been made, towards cost of major maintenance of the roads. Such major maintenance is to be executed in the Financial Year 2020-21 in terms of the agreement entered into with National Highways Authority of India.

| Particulars | 31st March, 2020 | 31st March, 2019 |
|---|---|---|
| Opening balance | 2,216 | 1,109 |
| Add: Provision for the year | 1,219 | 1,011 |
| Add: Unwinding of discounts on provision | 186 | 96 |
| **Closing balance:** | | |
| - Long-term Provision | 121 | 2,216 |
| - Short-term Provision | 3,500 | - |

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 28** | | |
| **Deferred tax liabilities (Net)** | | |
| - on account of PPE and Intangibles | 4,864 | 1,117 |
| - other financial assets at fair value through profit and loss | - | 467 |
| - On other provisions (including provision for employee benefits and other amounts allowable on a payment basis) | 157 | - |
| | 5,021 | 1,584 |
| **Note 29** | | |
| **Other non-current liabilities** | | |
| Advance received from customers | 7,050 | 7,050 |
| Advance rent received | 2,725 | 4,390 |
| | 9,775 | 11,440 |
| **Note 30** | | |
| **Short-term borrowings (refer footnote to Note No. 25)** | | |
| **Secured** | | |
| - From Banks | 10,011 | 5,789 |
| **Unsecured** | | |
| - From Bank | 20,000 | - |
| **Commercial paper** | | |
| - From Mutual funds # | 75,303 | 76,567 |
| Bank Overdraft | - | 4,118 |
| Inter Corporate Deposits from Related Parties | - | 14,000 |
| Loans from Others * | 100 | 100 |
| | 1,05,414 | 1,00,574 |

**Note:**

# The said borrowing represents Commercial paper issued to mutual funds at a discount rate ranging from 6.10% - 9.00% per annum (2019: 7.20% - 9.10% per annum), and the same are repayable within one year at the agreed upon full face value.

* Borrowings outstanding as on 31 March 2020 and 31 March 2019 is towards interest free, unsecured loan which shall be due and repayable after satisfaction of tranche 1 conditions in Matheran Ropeways Pvt. Ltd.

## Tata Realty and Infrastructure Limited

**Notes to the consolidated financial statements (Continued)**

(Currency: Indian rupees in lakhs)

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| **Note 31** | | |
| **Trade and other payables** | | |
| Due to Micro and Small Enterprises (Refer Note 48) | 6 | 53 |
| Due to others | 5,873 | 9,415 |
| | 5,879 | 9,468 |
| **Note 32** | | |
| **Current - Other financial liabilities** | | |
| Current Maturity of Long Term Borrowings (refer footnote to Note No. 25) | | |
| Non-convertible debentures | 39,994 | 1,18,794 |
| From banks | 35,794 | 9,465 |
| Security deposits from customers | 1,619 | 3,341 |
| Capital creditors | 10,867 | 12,442 |
| Interest accrued but not due on borrowings | 17,290 | 8,332 |
| Derivative Liability on put option | 17,432 | 15,477 |
| Financial liability for premium payment at fair value | 1,815 | 1,050 |
| Payable - Claim to EPC (Refer foot note to Note 22) | 4,647 | - |
| Other financial liabilities | 307 | 824 |
| | 1,29,765 | 1,69,725 |
| **Note 33** | | |
| **Other current liabilities** | | |
| Advances from customers | 1,976 | 3,984 |
| Statutory dues | 2,577 | 1,143 |
| Corpus Fund collection | 781 | 676 |
| Advance Maintenance Charges | - | 95 |
| Compensation on delayed possession payable | 11 | 11 |
| Unearned rent | 2,385 | 1,332 |
| Security Deposit from Customers | 43 | 64 |
| Other current liabilities | 128 | 49 |
| | 7,901 | 7,354 |
| **Note 34** | | |
| **Short-term provisions** | | |
| **Provision for employee benefits:** | | |
| - Gratuity | 85 | 82 |
| - Compensated absences | 152 | 181 |
| Provision for Major Maintenance of Road (refer footnote to Note No. 27) | 3,500 | - |
| Other Provisions | 40 | - |
| | 3,777 | 263 |
| **Note 35** | | |
| **Current tax liabilities (Net)** | | |
| Provision for Tax | 8,975 | 9,149 |
| Advance Tax and Tax Deducted at Source | (7,219) | (7,361) |
| | 1,756 | 1,788 |

# Tata Realty and Infrastructure Limited
## Notes to the consolidated financial statements *(Continued)*
(Currency: Indian rupees in lakhs)

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Note 36** | | |
| **Revenue from operations** | | |
| **(A) Sales of products** | | |
| Sale of residential flats | **13,050** | 9,463 |
| **(B) Sale of services** | | |
| Construction revenue | **68,417** | 88,760 |
| Toll revenue (includes receipt of demonetisation claim Rs. Nil Lakhs (2019: Rs. 119.07 lakhs)) | **12,753** | 12,819 |
| Lease rentals | **48,077** | 41,870 |
| Maintenance and other receipts | **6,911** | 5,953 |
| Utility income | **5,614** | 6,243 |
| Parking fees income | **1,296** | 1,251 |
| Project management consultancy fees | **1,625** | 1,123 |
| Asset Management Charges Income | **136** | 148 |
| Revenue from other services | **-** | 186 |
| | **1,57,879** | **1,67,816** |

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Note 37** | | |
| **Other income** | | |
| Interest income | **3,867** | 1,953 |
| Interest on income-tax refund | **206** | 74 |
| Profit on sale of current investments in Mutual Funds | **892** | 273 |
| Mark to Market gain on current investment in Mutual funds | **435** | 100 |
| Profit on sale of Property Plant and equipment | **1** | - |
| Other income from residential projects | **50** | 162 |
| Fair value gain on derivatives (net) | **-** | 3,329 |
| Forfeiture of security deposits | **-** | 4 |
| Excess provision written back | **10** | 177 |
| Provision for doubtful debts - credit impaired written back | **172** | - |
| Miscellaneous income | **365** | 544 |
| | **5,998** | **6,616** |

| | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| **Note 38** | | | |
| **Cost of materials consumed** | | | |
| Opening balance - Bought out construction materials | | 52 | 256 |
| Less: Closing inventories | | (52) | (52) |
| | A | - | 204 |
| ***Expenditure incurred during the year:*** | | | |
| Opening stock of Inventories - Finished Goods and Work in Progress | | 43,589 | 44,115 |
| Add: Transition adjustment pertaining to IND AS 115 application (Refer Note 51 (a)) | | - | 1,870 |
| **Addition during the year** | | | |
| Construction cost * | | 1,950 | 3,319 |
| Approval and permission expenses | | 26 | 70 |
| Professional fees and technical fees | | 69 | 47 |
| Other expenses | | 20 | 86 |
| | B | 45,654 | 49,507 |
| | A + B | 45,654 | 49,712 |
| Less: Closing Stock of Inventories - Finished goods and Work in progress | | 33,535 | 43,589 |
| **Cost of flats sold** | | 12,119 | 6,122 |

* Includes NRV provision on inventories of INR 1,420.78 Lakhs (2019: NIL).

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Note 39** | | |
| **Construction costs** | 64,023 | 83,095 |
| | | |
| **Note 40** | | |
| **Employee benefit expenses** | | |
| Salaries, wages and bonus | 7,608 | 7,787 |
| Contributions to : Provident and pension funds | 223 | 267 |
| Staff welfare | 255 | 341 |
| Gratuity expenses | 37 | 29 |
| Compensated absences | (35) | 126 |
| Less: capitalised to investment property under construction | (26) | (217) |
| Less: capitalised to intangible assets under development | (77) | (74) |
| | 7,985 | 8,259 |
| **Note 41** | | |
| **Finance costs** | | |
| Interest costs: | | |
| - on term loans and NCD's from Banks and Financial Institutions | 47,160 | 50,752 |
| - on cash credit and overdrafts from Banks | 142 | 33 |
| - on commercial paper from Mutual Funds | 11,250 | 6,140 |
| MTM on forward contract | 33 | 605 |
| Finance charges | 1,594 | 440 |
| Unwinding of interest expense | 5,666 | 3,756 |
| less: capitalised to investment property under construction | (5,306) | (3,901) |
| less: capitalised to intangible assets under development | (353) | (5,770) |
| | 60,186 | 52,055 |

(Currency: Indian rupees in lakhs)

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Note 42** | | |
| **Other expenses** | | |
| Power and fuel | 5,297 | 7,218 |
| Impairment in value of Goodwill (Refer Note 50 (a)) | - | 750 |
| Impairment in value of Intangible asset under SCA and Building (Refer Note 50(b)) | 11,314 | - |
| Repairs and maintenance | | |
| - Building | 70 | 74 |
| - Plant & Machinery | 55 | 89 |
| - Provision for Major Maintenance of Road (Refer Note 27) | 1,219 | 1,011 |
| - Others | 482 | 317 |
| Operating and maintenance charges for infrastructure facilities | 7,159 | 6,777 |
| Fair value loss on derivatives (net) | 1,103 | - |
| Advertisement and business promotion expenses | 1,098 | 1,229 |
| Legal and professional fees | 3,188 | 2,257 |
| Rates and taxes | 1,162 | 1,129 |
| Rent (Refer Note 47) | 322 | 858 |
| Travelling and conveyance | 303 | 387 |
| Bank charges | 124 | 314 |
| Telephone and communication expenses | 55 | 157 |
| Business development expenses | 855 | 56 |
| Training and recruitment expenses | 15 | 127 |
| Provisions and write-offs: | | |
| Provision for credit impaired Trade Receivables | 306 | 300 |
| Bad debts | - | 22 |
| Advance written off | 207 | 4,050 |
| Provision for credit impaired Inter corporate deposits | 517 | - |
| Loss on account of disposal of investments in subsidiaries (Refer Note 50(c)) | 314 | - |
| Auditor's remuneration (Refer foot note below) | 107 | 90 |
| Brokerage | 768 | 101 |
| Arbitration Award paid (Refer Note No. 44(i)) | 1,120 | - |
| Insurance charges | 140 | 101 |
| Fees to NHAI | 86 | 100 |
| Printing, courier and stationery | 13 | 40 |
| Directors sitting fees | 45 | 48 |
| Loss on sale of property, plant and equipment | 1 | 31 |
| Expenditure on Corporate Social Responsibility | 85 | 177 |
| Compensation paid to customers | - | 588 |
| Compensation paid to vendors | 232 | - |
| Miscellaneous expenses | 190 | 157 |
| | 37,951 | 28,555 |

**Foot Note:**

**Auditor's remuneration include payments towards:**

| | | |
|---|---|---|
| - for statutory audit | 84 | 65 |
| - for taxation matter | 15 | 9 |
| - for other services | 9 | 16 |
| | 107 | 90 |

**Note 43**
**Earnings per share**

| | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| **Basic earnings per share** | | | |
| Loss after tax attributable to equity shareholders | A | (36,256) | (23,693) |
| Number of equity shares outstanding at the beginning of the year | | 1,01,73,07,692 | 1,01,73,07,692 |
| Equity shares issued during the year | | - | - |
| Number of equity shares outstanding at the end of the year | | 1,01,73,07,692 | 1,01,73,07,692 |
| Weighted average number of equity shares outstanding during the year (based on date of issue of shares) | B | 1,01,73,07,692 | 1,01,73,07,692 |
| Rights Share application money received during the year - pending allotment | | 60,00,00,000 | - |
| Weighted average number of equity shares outstanding during the year | C | 1,61,73,07,692 | 1,01,73,07,692 |
| Basic earnings per share of face value of Rs 10 each | [D = A/B] | (3.56) | (2.33) |
| ***Diluted earnings per share*** | | | |
| Diluted earnings per share of face value of INR 10 each * | [E = A/C] | (3.56) | (2.33) |

* **Anti-dilutive - hence not considered**

**Note 44**
**Contingencies and commitments**
**(i) Contingent Liabilities (Refer footnote 1)**

| **Claims against the Company not acknowledged as debts** | **31 March 2020** | **31 March 2019** |
|---|---|---|
| - Income tax demands contested by the Company | 1,460 | 2,567 |
| - Indirect tax demands contested by the Company | 467 | 467 |
| - Claims made by contractors (Refer footnote 2) | - | 1,179 |
| - Other Legal Claims | 602 | - |

**Foot Notes**
1. The Group does not expect any outflow of economic resources in respect of the above and therefore no provision is made in respect thereof.
2. Claim made by contractors has been paid during the current year, and it is debited to the Statement of Profit and Loss (Refer Note 42).

**(ii) Commitments**

(a) Indemnity for representations and warranties for disinvestment in retail business - INR 1,350 lakhs. (2019: Nil)

(b) Bank guarantee issued on behalf of the Company and its Subsidiaries and Joint Ventures out of the overall non fund based limits of the Company INR 7,222 Lakhs (2019: INR 5,946 lakhs).

(c) The Parent Company has issued letter of comfort to banks in respect of loans availed by a few of its subsidiaries and joint ventures.

| | Name of subsidiaries / joint ventures | Nature of Comfort given |
|---|---|---|
| i | Mikado Realtors Pvt. Ltd. | Shortfall undertaking to meet any shortfall during the tenure of facility |
| ii | Arrow Infra Estates Private Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| iii | Gurgaon Constructwell Private Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| iv | Gurgaon Realtech Limited | Shortfall undertaking to meet any shortfall during the tenure of facility |
| v | International Infrabuild Private Limited | To ensure payment to debenture holders in the event of termination of the concession 'agreement. |

**(d) The Parent Company has issued financial support letter to following subsidiaries and joint ventures on the basis of which the separate financials statements have been prepared on going concern basis**

i Acme Living Solutions Private Limited
ii MIA Infrastructure Private Limited
iii Wellkept Facility Management Services Private Limited (Previously known as TRIL Hospitality Private Limited)
iv TRIF Gurgaon Housing Projects Private Limited
v TRIL Urban Transport Private Limited
vi TRIL Roads Private Limited
vii Gurgaon Constructwell Private Limited
viii HV Farms Private Limited

**Note 45**
**Capital and other commitments**

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) | **33,024** | 60,491 |

**Note 46**
**Segment reporting**

**A. Basis for segmentation**

The Group has three reportable segments, as described below, which are the Group's strategic business units. These business units offer different products and services, and are managed separately because they require different technology and marketing strategies.

The following summary describes the operations in each of the Group's reportable segments:

**Reportable segment**

- Development of Residential property for outright sale.
- Real Estate
- Infrastructure

**B. Information about reportable segments**

Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit (before tax), as included in the internal management reports that are reviewed by the Group's CODM. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Inter-segment pricing is determined on an arm's length basis.

Refer Annexure A

**C. Information about major customers**

There are no customers from whom Group recognises revenue more than 10% of total revenue of the Group.

# Tata Realty and Infrastructure Limited
**Notes to the Consolidated financial statements**
*for the year ended 31 March 2020*
(Currency: Indian rupees in lakhs)

**Refer Note No. 46**
**Annexure A**

| Particulars | Development of residential property for outright sale | | Real Estate | | InfraStructure | | Unallocated | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|
| | **31 March 2020** | 31 March 2019 | **31 March 2020** | 31 March 2019 | **31 March 2020** | 31 March 2019 | **31 March 2020** | 31 March 2019 | **31 March 2020** | 31 March 2019 |
| **REVENUE** | | | | | | | | | | |
| **Net sales** | | | | | | | | | | |
| Revenue | **13,609** | 10,253 | **62,224** | 55,278 | **81,563** | 1,02,328 | **6,481** | 6,573 | **1,63,877** | 1,74,432 |
| **Total revenue** | **13,609** | 10,253 | **62,224** | 55,278 | **81,563** | 1,02,328 | **6,481** | 6,573 | **1,63,877** | 1,74,432 |
| **Expenses** | **14,062** | 8,236 | **25,103** | 17,123 | **71,517** | 89,240 | **11,397** | 11,432 | **1,22,079** | 1,26,031 |
| **RESULT** | | | | | | | | | | |
| Segment Result | **(453)** | 2,017 | **37,121** | 38,154 | **10,046** | 13,088 | **(4,915)** | (4,858) | **41,799** | 48,401 |
| Finance costs | **-** | - | **24,725** | 22,406 | **6,964** | 6,662 | **28,497** | 22,987 | **60,186** | 52,055 |
| Depreciation/Impairment | **8** | - | **15,410** | 15,166 | **1,649** | 1,550 | **184** | 140 | **17,251** | 16,858 |
| **Net loss before taxes and share of joint ventures** | | | | | | | | | **(35,638)** | (20,512) |
| **OTHER INFORMATION** | | | | | | | | | | |
| **ASSETS** | | | | | | | | | | |
| Segment Assets | **34,803** | 43,382 | **4,94,663** | 5,63,247 | **3,67,669** | 2,90,662 | **1,83,109** | 85,330 | **10,80,244** | 9,82,621 |
| **Total Assets** | **34,803** | 43,382 | **4,94,663** | 5,63,247 | **3,67,669** | 2,90,662 | **1,83,109** | 85,330 | **10,80,244** | 9,82,621 |
| **LIABILITIES** | | | | | | | | | | |
| Segment Liabilities | **4,484** | 6,691 | **3,46,266** | 3,67,457 | **2,94,277** | 2,25,726 | **3,22,192** | 3,53,234 | **9,67,219** | 9,53,109 |
| **Total Liabilties** | **4,484** | 6,691 | **3,46,266** | 3,67,457 | **2,94,277** | 2,25,726 | **3,22,192** | 3,53,234 | **9,67,219** | 9,53,109 |

(Currency: Indian rupees in lakhs)

**Note 47**
**Lease arrangements**

**A Operating leases - as a lessee**

a) The Group has taken various premises under cancellable operating leases.

b) The Group has also taken a commercial property and certain residential premises on non-cancellable operating leases. The future minimum lease payments in respect of these properties as on 31 March 2020 is as follows:

| Lease Payments | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Not later than one year | 294 | 424 |
| Later than one year but not later than five years | 133 | 791 |
| Later than five years | - | - |
| Payments of lease rentals during the year | 322 | 858 |

c) There are no exceptional/restrictive covenants in the lease agreements.

**B As a lessor:**

**(i) Operating Lease**

The Group has leased some investment properties. As on 31 March 2020, the future minimum lease payments in respect of these properties till the expiry of lock in period is as follows:

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Not later than one year | 45,024 | 33,891 |
| Later than one year but not later than five years | 1,49,442 | 1,40,618 |
| Later than five years | 54,384 | 42,081 |
| | 2,48,850 | 2,16,590 |
| Lease Rental Income for the year | 46,332 | 44,168 |

**(ii) Finance leases - Fit-out and interior work**

The Group's leasing arrangement represents the fit-out or interior work completed for the customers which have been classified under Ind AS 116 as Finance lease. The lease terms are for the periods of five to seven years where substantially all the risks and rewards of ownership are transferred to the lessee. The Group records disposal of the property concerned and recognizes the subsequent interest in the finance lease. No contingent rent is receivable in this regard.

Finance leases are receivable as follows:

| Gross investment in lease | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Receivable within one year | 201 | 166 |
| Receivable between one and five years | 244 | 152 |
| Receivable after five years | 128 | - |
| | 573 | 318 |
| **Present value of minimum lease payments** | **31 March 2020** | **31 March 2019** |
| Not later than one year | 144 | 114 |
| Later than one year but not later than 5 years | 134 | 125 |
| Later than 5 years | 109 | - |
| | 387 | 239 |

**Note 48**
**Micro, Small and Medium Enterprises**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the Management, there are no outstanding dues to the Micro, Small and Medium enterprises as defined in the MSMED as set out in following disclosure:

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Principal amount remaining unpaid to any supplier as at the year end (o/s. for less than 30 days) | 6 | 53 |
| Interest due thereon | - | - |
| The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) | - | - |
| The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year | - | - |
| The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006. | - | - |
| The amount of interest accrued and remaining unpaid at the end of each accounting year. | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise | - | - |
| Amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |

**Note 49**

| Expenditure in foreign currency (on accrual basis) | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Professional fees | 26 | 15 |
| Training and conference expenses | - | 12 |
| Travelling expenses | 19 | 4 |
| Membership & Subscription Expenses | 14 | - |

**Note 50**

**(a) Impairment in value of Goodwill**

The group has tested the impairment of goodwill arising on account of consolidation / merger. Based on the performance of the project during the current year and future projections, an impairment analysis had been carried out during the year and impairment loss recognised during the year of Rs. Nil (2019: Rs. 750 Lakhs)

**(b) Impairment in value of Intangible asset under SCA and Building**

As on 31st March 2020, the Enterprise Value (as per the DCF technique) of the group's Investment Property and Intangible Assets (Service Concession Arrangements (SCA)) in one of its subsidiary i.e. International Infrabuild Private Limited is Rs. 5,463 lakhs which is less than the book value of Rs. 16,777 lakhs. Therefore, an impairment loss of Rs. 11,314 lakhs has been recognized in the books of accounts. The low enterprise value primarily pertains to Multi Level Car Park and hence the intangible assets under SCA pertaining to that asset is entirely written down of Rs. 9,436 lakhs. The impairment over and above the Intangible Assets under SCA pertains to the Retail space given on rent which is represented by Building under Investment Property, hence the balance amount of Rs. 1,879 lakhs has been impaired therefrom.

**(c) Loss on account of disposal of investments in Subsidiaries**

During the current year the Group has disposed off investments in two subsidiaries i.e. TRIL Amritsar Projects Limited and TRIF Real Estate Development Limited as on December 09, 2019 for a sale consideration of Rs. 9,177 lakhs. The amount of net assets disposed off is Rs.9,491 Lakhs (including goodwill of Rs. 2,163 lakhs). The net loss on disposal of investments of Rs. 314 lakhs has been charged to Statement of Profit & Loss Account.

**Note 51**

**a) Disclosure with respect to transition adjustment of IndAS 115**

| Particulars | For the Year ended March 31, 2019 |
|---|---|
| Opening Retained Earnings (before Ind AS 115) | (74,541) |
| Reversal of revenue | (3,174) |
| Reversal of Cost of sale | 1,870 |
| **Opening Retained Earning (After Ind AS 115)** | **(75,845)** |
| | |
| **Increase in Inventory** | **1,870** |
| **Decrease in Trade Receivable (Other than related Party)** | **(3,174)** |

**b) Disclosure in respect of Construction Contracts**

| Particulars | For the Year ended March 31, 2020 | For the Year ended March 31, 2019 |
|---|---|---|
| Contract revenue recognized as revenue during the year | 68,417 | 88,760 |
| | | |
| **Particulars** | **For the Year ended March 31, 2020** | **For the Year ended March 31, 2019** |
| Cumulative revenue recognized | 2,39,396 | 1,70,979 |
| Cumulative costs incurred | 2,27,966 | 1,63,942 |
| Cumulative margins accounted | 11,430 | 7,037 |
| Advances paid | 5,870 | 11,907 |
| Retention money payable | 112 | - |

**Note 52**
**Interests in other entities**
**(a) Subsidiaries**
The company's subsidiaries at 31 March 2020 are set out below.

| Name of entity | Place of business | % of ownership interest 31 March 2020 | % of ownership interest 31 March 2019 |
|---|---|---|---|
| Acme Living Solutions Private Limited | India | 100.00% | 100.00% |
| Arrow Infraestate Private Limited | India | 100.00% | 100.00% |
| Gurgaon Constructwell Private Limited | India | 100.00% | 100.00% |
| Gurgaon Realtech Limited | India | 100.00% | 100.00% |
| TRIL Roads Private Limited | India | 100.00% | 100.00% |
| TRIF Gurgaon Housing Projects Private Limited | India | 100.00% | 100.00% |
| TRIL Urban Transport Private Limited | India | 100.00% | 100.00% |
| Wellkept Facility Management Services Private Limited | India | 100.00% | 100.00% |
| TRIL Constructions Limited | India | 67.50% | 67.50% |
| TRIL Infopark Limited (refer note no. (ii) & (iii) | India | 100.00% | 100.00% |
| TRIL Amritsar Projects Limited (upto December 09, 2019 - 100.00%) (Refer note 50 (c)) | India | - | 100.00% |
| Hampi Expressway Private Limited | India | 100.00% | 100.00% |
| TRIF Real Estate Development Limited (upto December 09, 2019 - 100.00%) (Refer note 50 (c)) | India | - | 100.00% |
| HV Farms Private Limited | India | 100.00% | 100.00% |
| International Infrabuild Private Limited (IIPL) | India | 26.00% | 26.00% |
| Dharamshala Ropeway Limited | India | 74.00% | 74.00% |
| Manali Ropeway Private Limited | India | 72.00% | 72.00% |
| Uchit Expressways Private Limited | India | 100.00% | 100.00% |
| TRPL Roadways Private Limited | India | 100.00% | 100.00% |
| Matheran Ropeways Private Limited | India | 70.00% | 70.00% |
| Durg Shivnath Expressways Private Limited | India | 100.00% | 100.00% |
| MIA Infrastructure Private Limited | India | 100.00% | 100.00% |

**Significant judgement: consolidation of entities with less than 50% voting interest**

i) Although the Group owns less than one-half of the voting power of International Infrabuild Private Limited, it is able to control the company by virtue of an agreement with the other investors of International Infrabuild Private Limited which inter-alia provides the Group with power to appoint majority of the board of directors of International Infrabuild Private Limited and power over relevant activities. Consequently, the Group consolidates its investment in the company.

ii) The Parent company has entered into call option with one of the shareholder of TRIL Infopark Ltd expiring on 10th July 2021 wherein the Parent Company holds the call options. Company has paid full consideration of Rs 7,110 Lakhs as option deposit. Hence Parent company is consolidating shareholding in TRIL Infopark Ltd of the said shareholder as stake held by it.

iii) Similarly, the Parent Company has entered into put option with another shareholder of TRIL Infopark Ltd expiring on 31st March, 2021. Based on the put option conditions Parent Company has provided full liability under other current financial liabilities, since the put options rights are available with the other shareholders. Hence, Parent Company is consolidating TRIL Infopark Ltd as 100% subsidiary.

**(b) Non-controlling interests (NCI)**
Set out below is summarised financial information for each subsidiary that has non-controlling interests to the group. The amounts disclosed for each subsidiary are before inter-company eliminations.

**Summarised balance sheet**

| | Dharamshala Ropeway Limited | | TRIL Constructions Limited | | Manali Ropeways Private Limited | | IIPL | | Matheran Ropeways Private Limited | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 |
| Non-current assets | 8,105 | 7,168 | 21,484 | 21,691 | 5,773 | 5,145 | 5,652 | 13,645 | 1,599 | 1,587 |
| Current assets | 359 | 108 | 2,645 | 2,648 | 4 | 5 | 317 | 605 | 975 | 951 |
| Non-current liabilities | (7,106) | (5,641) | (8,868) | (8,615) | (5,397) | (4,934) | (7,079) | (6,474) | - | - |
| Current liabilities | (768) | (1,132) | (460) | (289) | (241) | (9) | (794) | (9,701) | (112) | (101) |
| Net assets | **590** | **503** | **14,801** | **15,435** | **139** | **207** | **(1,904)** | **(1,925)** | **2,462** | **2,437** |
| Net assets attributable to NCI | **70** | **104** | **6,098** | **6,304** | - | - | - | - | **216** | **209** |

| | Dharamshala Ropeway Limited | | TRIL Constructions Limited | | Manali Ropeways Private Limited | | IIPL | | Matheran Ropeways Private Limited | |
|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 |
| **Summarised statement of profit and loss** | | | | | | | | | | |
| Revenue | 2.25 | 2.11 | - | - | - | - | 488 | 136 | 58 | 55 |
| (Loss)/Profit | (133) | (649) | (634) | (512) | (68) | (55) | (9,559) | (1,912) | 26 | 25 |
| OCI | | | | | | | | | | |
| **Total comprehensive income** | **(133)** | **(649)** | **(634)** | **(512)** | **(68)** | **(55)** | **(9,559)** | **(1,912)** | **26** | **25** |
| Loss allocated to NCI | (35) | (169) | (206) | (166) | (19) | (15) | (7,074) | (1,415) | 8 | 7 |
| OCI allocated to NCI | | | | | | | | | | |
| **Total comprehensive income allocated to NCI** | (35) | (169) | (206) | (166) | (19) | (15) | (7,074) | (1,415) | 8 | 7 |
| **Loss to NCI Restricted** | (35) | (169) | (206) | (166) | - | 27 | - | 79 | 8 | 7 |
| **Summarised cash flows** | | | | | | | | | | |
| Cash flows from operating activities | (85) | (171) | (256) | (723) | (4) | (10) | (154) | (147) | (24) | (60) |
| Cash flows from investing activities | (936) | (1,421) | - | (204) | (230) | (34) | (1,032) | (1,420) | (877) | 54 |
| Cash flows from financing activities | 1,167 | 1,634 | 253 | 895 | 234 | 48 | 780 | 1,990 | - | - |
| Net increase/ (decrease) in cash and cash equivalents | **146** | **42** | **(3)** | **(32)** | - | **4** | **(406)** | **423** | **(901)** | **(6)** |

(Currency: Indian rupees in lakhs)

**Note 52 (continued)**

**Interests in other entities (continued)**

**(c) Transactions with Non-controlling interests**

There are no transactions with non-controlling interests in 2019-2020

**(d) Interests in joint ventures**

Set out below are the joint ventures of the group as at 31 March 2020 which, in the opinion of the directors, are material to the group. The country of incorporation or registration is also their principal place of business.

| Name of entity | Place of business | % of ownership interest | | |
|---|---|---|---|---|
| Pune Solapur Expressways Private Limited | India | 50.00% | Joint venture | Equity method |
| A & T Road Construction Management and Operation Private Limited | India | 50.00% | Joint venture | Equity method |
| TRIL IT4 Private Limited | India | 74.00% | Joint venture | Equity method |
| Mikado Realtors Pvt. Ltd. | India | 74.00% | Joint venture | Equity method |
| Industrial Minerals and Chemicals Company Private Limited | India | 74.00% | Joint venture | Equity method |
| Pune IT City Metro Rail Limited | India | 74.00% | Joint venture | Equity method |

(i) All the above joint ventures are engaged in the business of real estate and infrastructure development. It is a strategic investment which utilises the group's knowledge and expertise in the development of real estate and infrastructure development.

(ii) Significant judgement: Although the Group owns more than one-half of the voting power of TRIL IT4 Private Limited, Mikado Realtors Pvt. Ltd., Industrial Minerals and Chemicals Company Private Limited and Pune IT City Metro Rail Limited, it does not have control over these Companies. The Group has joint control over these companies by virtue of an agreement with the other investors. In other words, decisions about the relevant activities - i.e. those that significantly affect the returns of the arrangement - require the affirmative consent of the investors. Consequently, the Group has classified its interest in these companies as jointly controlled entity.

**Summarised financial information for associates and joint ventures**

| | Pune Solapur Expressways Private Limited | | A & T Road Construction Management and Operation Private Limited | | Industrial Minerals and Chemicals Company Private Limited | | TRIL IT4 Private Limited (Refer Note 9) | | Mikado Realtors Pvt Ltd | | Pune IT City Metro Rail Limited | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 | 31 March 2020 | 31 March 2019 |
| **Percentage ownership interest** | 50% | 50% | 50% | 50% | 74% | 74% | 74% | 74% | 74% | 74% | 74% | 74% | | |
| Current assets | 10,824 | 5,977 | - | - | 1,815 | 58 | 2,374 | 3,224 | 589 | 5 | 1,912 | - | 17,514 | 9,262 |
| Non-current assets | 88,718 | 93,221 | 3 | - | 16,548 | 16,460 | 26,079 | 29,232 | 55,461 | 29,353 | 4,792 | - | 1,91,600 | 1,68,266 |
| | | | | | | | | | | | | | - | - |
| Current liabilities | 11,820 | 9,520 | 1 | 2 | 41 | 25 | 43,126 | 3,069 | 5,517 | 2,966 | 665 | - | 61,170 | 15,581 |
| Non-current liabilities | 83,223 | 85,333 | - | - | - | - | 13,596 | 52,109 | 46,216 | 21,940 | 327 | - | 1,43,362 | 1,59,382 |
| Net assets | 4,500 | 4,344 | 2 | (2) | 18,322 | 16,493 | (28,269) | (22,722) | 4,316 | 4,452 | 5,711 | - | 4,582 | 2,565 |
| **Group's share of net assets** | **2,248** | 2,170 | 1 | (1) | **13,558** | 12,205 | **(20,919)** | (16,815) | **3,194** | 3,295 | 4,226 | - | **2,308** | 854 |
| **Goodwill Recognised** | - | - | - | - | **8,392** | 9,705 | - | - | **27,141** | 27,141 | - | - | **35,533** | 36,846 |
| **Carrying amount of interest in joint venture** | **2,248** | 2,170 | 1 | (1) | **21,950** | 21,910 | - | - | **30,335** | 30,436 | **4,226** | - | **58,760** | **54,516** |

| **Summarised statement of profit and loss** | Pune Solapur Expressways Private Limited | | A & T Road Construction Management and Operation Private Limited | | Industrial Minerals and Chemicals Company Private Limited | | TRIL IT4 Private Limited (Refer Note 9) | | Mikado Realtors Pvt Ltd | | Pune IT City Metro Rail Limited | | Total | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 | 31 March, 2020 | 31 March, 2019 |
| | 50% | 50% | 50% | 50% | 74% | 74% | 74% | 74% | 74% | 74% | 74% | 74% | | |
| Revenue | 16,568 | 15,552 | - | - | - | - | 8,695 | 7,864 | 0 | - | 4,395 | - | 29,658 | 23,416 |
| Depreciation and amortisation | 4,364 | 4,087 | - | - | - | - | 6,580 | 6,841 | 0 | | 0 | - | 10,945 | 10,928 |
| Interest expense | 8,085 | 8,654 | - | - | 4 | - | 5,659 | 5,592 | 87 | - | 47 | - | 13,882 | 14,247 |
| Income tax expense | - | - | - | - | - | - | - | - | - | - | - | - | - | - |
| Loss | 153 | (1,198) | (1) | (0) | 54 | (15) | (5,547) | (5,763) | (136) | (32) | (290) | - | (5,766) | (7,008) |
| Other comprehensive income | 3 | 1 | - | - | - | - | 0 | - | - | - | - | - | 4 | 1 |
| Total comprehensive income | 156 | (1,197) | (1) | (0) | 54 | (15) | (5,546) | (5,763) | (136) | (32) | (290) | - | (5,763) | (7,007) |
| **Group's share of loss** | 77 | (599) | (1) | - | 40 | (11) | - | - | (101) | (24) | (215) | - | (200) | (633) |
| **Group's share of OCI** | 2 | 0 | - | - | - | - | - | - | - | - | - | - | 2 | 0 |
| **Group's share of total comprehensive income** | 78 | (598) | (1) | - | 40 | (11) | - | - | (101) | (24) | (215) | - | (198) | (633) |

## Tata Realty and Infrastructure Limited

**Notes to the Consolidated financial statements**

*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

**Note 53**

**Financial instruments – Fair values and risk management**

**A. Accounting classification and fair values**

| | Carrying | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2020** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price in active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| Investments | | | | | | | | |
| - Equity instruments in others | 222 | - | - | 222 | - | - | 222 | **222** |
| - Bonds and debentures | - | - | 19,927 | 19,927 | - | - | - | - |
| Current investments in mutual funds | 71,180 | - | - | 71,180 | 71,180 | - | - | **71,180** |
| Inter-corporate Deposits given to Related Parties | - | - | 2,510 | 2,510 | - | - | - | - |
| Trade receivables | - | - | 2,865 | 2,865 | - | - | - | - |
| Cash and cash equivalents | - | - | 29,940 | 29,940 | - | - | - | - |
| Lease rent receivable | - | - | 243 | 243 | - | - | - | - |
| Unbilled revenue | - | - | 438 | 438 | - | - | - | - |
| Deposit other than included in cash and cash equivalent | - | - | 6,195 | 6,195 | - | - | - | - |
| Security deposits | - | - | 1,759 | 1,759 | - | - | - | - |
| Other loans and advances | - | - | 1,389 | 1,389 | - | - | - | - |
| Other financial assets | - | - | 1,781 | 1,781 | - | - | - | - |
| | **71,402** | - | **67,047** | **1,38,439** | **71,180** | - | **222** | **71,402** |
| **Financial liabilities** | | | | | | | | |
| Non convertible debentures | - | - | 1,79,413 | 1,79,413 | - | - | - | - |
| Financial liability for premium payment | - | - | 69,016 | 69,016 | - | - | - | - |
| Project development fees payable | - | - | - | - | - | - | - | - |
| Loan and working capital facility from Bank | - | - | 5,23,135 | 5,23,135 | - | - | - | - |
| Commercial paper issued to mutual fund | - | - | 75,303 | 75,303 | - | - | - | - |
| Bank Overdraft | - | - | - | - | - | - | - | - |
| Inter Corporate Deposits from Related Parties | - | - | - | - | - | - | - | - |
| Derivative instruments | | | | | | | | |
| - Put option | 18,823 | - | - | 18,823 | - | - | 18,823 | **18,823** |
| - Forwards | - | - | - | - | - | - | - | - |
| Interest- free security deposits from customers | - | - | 22,406 | 22,406 | - | - | - | - |
| Other financial liabilities | - | - | 42,645 | 42,645 | - | - | - | - |
| Trade payables | - | - | 5,879 | 5,879 | - | - | - | - |
| | **18,823** | - | **9,17,797** | **9,36,620** | - | - | **18,823** | **18,823** |

| | Carrying | | | | Fair value | | | |
|---|---|---|---|---|---|---|---|---|
| **31 March 2019** | **FVTPL** | **FVTOCI** | **Amortised Cost** | **Total** | **Level 1 - Quoted price in active markets** | **Level 2 - Significant observable inputs** | **Level 3 - Significant unobservable inputs** | **Total** |
| **Financial assets** | | | | | | | | |
| Investments | | | | | | | | |
| - Equity instruments in others | 23 | - | - | 23 | - | - | 23 | **23** |
| - Bonds and debentures | | | 18,614 | 18,614 | | | - | - |
| Current investments in mutual funds | 1,383 | - | | 1,383 | 1,383 | - | - | **1,383** |
| Trade receivables | - | - | 2,846 | 2,846 | - | - | - | - |
| Cash and cash equivalents | - | - | 5,921 | 5,921 | - | - | - | - |
| Lease rent receivable | - | - | 193 | 193 | - | - | - | - |
| Unbilled revenue | - | - | 537 | 537 | - | - | - | - |
| Deposit other than included in cash and cash equivalent | - | - | 2,079 | 2,079 | - | - | - | - |
| Security deposits | - | - | 730 | 730 | - | - | - | - |
| Other loans and advances | - | - | 3,054 | 3,054 | - | - | - | - |
| Other financial assets (Forward Derivate Contract Rs. 114 Lakhs) | - | - | 1,696 | 1,696 | - | - | - | - |
| | **1,406** | - | **35,670** | **37,076** | **1,383** | - | **23** | **1,406** |
| **Financial liabilities** | | | | | | | | |
| Non convertible debentures | - | - | 2,33,586 | 2,33,586 | - | - | - | - |
| Financial liability for premium payment | - | - | 69,110 | 69,110 | - | - | - | - |
| Project development fees payable | - | - | 45 | 45 | - | - | - | - |
| Loan and working capital facility from Bank | - | - | 4,44,949 | 4,44,949 | - | - | - | - |
| Commercial paper issued to mutual fund | - | - | 76,567 | 76,567 | - | - | - | - |
| Bank Overdraft | - | - | 4,118 | 4,118 | - | - | - | - |
| Inter Corporate Deposits from Related Parties | | | 14,000 | 14,000 | | | - | - |
| Derivative instruments | | | | | | | | |
| - Put option | 17,295 | - | - | 17,295 | - | - | 17,295 | **17,295** |
| - Forwards | 425 | - | - | 425 | - | - | 425 | **425** |
| Interest- free security deposits from customers | - | - | 21,551 | 21,551 | - | - | - | - |
| Other financial liabilities | - | - | 36,305 | 36,305 | - | - | - | - |
| Trade payables | - | - | 9,468 | 9,468 | - | - | - | - |
| | **17,720** | - | **9,09,699** | **9,27,419** | - | - | **17,720** | **17,720** |

**B. Measurement of fair values**

**Valuation techniques and significant unobservable inputs**
The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position as well as the significant unobservable inputs used.

**Financial instruments measured at fair value**

| Type | Valuation technique | Significant unobservable inputs | Inter-relationship between significant unobservable inputs and fair value measurement |
|---|---|---|---|
| **Financial assets** | | | |
| **Investments** | | | |
| 1) Equity instruments in others (Echanda Urja Private Limited)<br>2) Equity instruments in others (Vagarai Windfarms Limited)<br>3) Equity instruments in others (Perinyx Neep Private Limited) | Measured at cost | Not available | Not available |
| **Derivative instruments** | | | |
| - Put option - TGBL | The Company has used Monte Carlo simulation to estimate the fair value of the options.<br><br>Monte Carlo Simulation: The valuation model simulates the equity value per share of the underlying securities considering (i) a risk free rate rate and (ii) volatility of stock prices of identical securities in markets. The expected pay-off is determined considering the contracted strike price of the option and the simulated equity value per share at each node. The fair value of the option is estimated by discounting the estimated pay-off using a risk free rate for similar maturity as the valuation model works on a risk netural framework. | 2020:<br>* Underlying equity value of the company (Rs. 4,280 lakhs)<br><br>'2019:<br>* Underlying equity value of the company (Rs. 3,623 lakhs) | 2020<br>*If underlying enterprise value of the company increases/(decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%.<br><br>2019<br>*If underlying enterprise value of the company increases/(decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%. |
| - Forwards - IAL | The Company has used Monte Carlo simulation to estimate the fair value of the options.<br><br>Monte Carlo Simulation: The valuation model simulates the equity value per share of the underlying securities considering (i) a risk free rate rate and (ii) volatility of stock prices of identical securities in markets. The expected pay-off is determined considering the contracted strike price of the option and the simulated equity value per share at each node. The fair value of the option is estimated by discounting the estimated pay-off using a risk free rate for similar maturity as the valuation model works on a risk netural framework. | 2020 :<br>* Underlying Equity value of the company (Rs. Nil lakhs)<br><br>'2019:<br>* Underlying equity value of the company (Rs. 574 lakhs) | 2020<br>*If underlying enterprise value of the company increases/(decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%.<br><br>2019<br>*If underlying enterprise value of the company increases/(decreases) by 10%, then fair value would (decrease)/increase by INR (10%)/10%. |
| **Following have been recorded at amortised cost:**<br>1. Investments in Non-convertible debentures of equity accounted investees<br>2. Lease rent receivables<br>3. Security deposit given<br>4. Non convertible debentures (borrowings)<br>5. Financial liability for premium payment<br>6. Security deposits received from customers<br>7. Tamil Nadu Industrial Corporation Limited ("TIDCO") Put option | Discounted cash flow approach: The valuation model considers the present value of expected payment, discounted using a risk adjusted discount rate. | Not applicable | Not applicable |

**Financial risk management**
The Company has exposure to the following risks arising from financial instruments:
A. Credit risk ;
B. Liquidity risk ; and
C. Market risk

**Risk management framework**
The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommends risk management objectives and policies, which are approved by Board of Directors. The activities of this department include management of cash resources, borrowing strategies, and ensuring compliance with market risk limits and policies.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

**Note 53 (continued)**

***Liquidity risk***

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to the Group's reputation.

The Group has obtained fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from compulsory convertible and non-convertible debentures from holding Group and other financial institution. The Group also constantly monitors funding options available in the debt and capital markets with a view to maintaining financial flexibility.

***Exposure to liquidity risk***

The table below analyses the group's financial liabilities into relevant maturity groupings based on their contractual maturities for:

* all non derivative financial liabilities
* net and gross settled derivative financial instruments for which the contractual maturities are essential for the understanding of the timing of the cash flows.

**31 March 2020**

| **Non-derivative financial liabilities** | | **Contractual cash flows** | | | |
|---|---|---|---|---|---|
| | **Carrying amount** | **1 year or less** | **1-2 years** | **2-5 years** | **More than 5 years** |
| Non convertible debentures | 1,79,413 | 40,000 | 72,500 | 67,000 | - |
| Financial liability for premium payment | 69,016 | 2,108 | 7,078 | 13,570 | 2,93,673 |
| Interest- free security deposits from customers | 22,406 | 1,619 | - | - | - |
| Commercial paper issued to mutual fund | 75,303 | 77,500 | - | - | - |
| Trade and other payables | 5,879 | 5,879 | - | - | - |
| Loan and working capital facility from Banks and Financial Institutions | 5,23,135 | 66,979 | 46,094 | 62,113 | 3,60,544 |
| Other financial liabilities | 42,645 | 36,713 | - | 5,933 | - |
| | **9,17,797** | **2,30,798** | **1,25,672** | **1,48,616** | **6,54,217** |
| **Derivative financial liabilities** | | | | | |
| - Put option | 18,823 | 17,432 | - | 1,391 | - |
| | **18,823** | **17,432** | **-** | **1,391** | **-** |

**31 March 2019**

| **Non-derivative financial liabilities** | | **Contractual cash flows** | | | |
|---|---|---|---|---|---|
| | **Carrying amount** | **1 year or less** | **1-2 years** | **2-5 years** | **More than 5 years** |
| Non convertible debentures | 2,33,586 | 1,18,820 | 40,000 | 45,500 | 29,650 |
| Inter Corporate Deposits from Related Parties | 14,000 | 14,000 | - | - | - |
| Financial liability for premium payment | 69,110 | 1,316 | 6,846 | 13,485 | 3,22,010 |
| Project development fees payable | 45 | 45 | - | - | - |
| Bank Overdraft | 4,118 | 4,118 | - | - | - |
| Interest- free security deposits from customers | 21,551 | 3,341 | 5,059 | 13,773 | 4,726 |
| Commercial paper issued to mutual fund | 76,567 | 77,500 | - | - | - |
| Trade and other payables | 9,468 | 9,468 | - | - | - |
| Secured loan and working capital facility from Bank | 4,44,949 | 13,365 | 31,950 | 1,22,395 | 2,86,055 |
| Other financial liabilities* | 36,305 | 24,865 | - | 11,439 | - |
| | **9,09,699** | **2,66,838** | **83,855** | **2,06,592** | **6,42,441** |
| **Derivative financial liabilities** | | | | | |
| - Put option | 17,295 | 15,477 | - | 1,818 | - |
| - Forwards | 425 | - | - | 425 | - |
| | **17,720** | **15,477** | **-** | **2,243** | **-** |

* Forward contract entered with the banks with respect to the firm commitment of supply of assets / services entered with the foreign contractor to be constructed and installed on the project site. Notional amount of foreign currency Euro 59.40 lakhs and notional INR 114.35 lakhs.

(Currency: Indian rupees in lakhs)

**Note 53 (continued)**
**Credit Risk**

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables, loans and advances and investments.

**Trade and other receivables**
The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business.

**Credit risk for receivables pertaining to residential business**
The risk for trade receivables pertaining to residential business is considered nil as the possession of the residential property is transferred only after the receipt of payment from the customer.

Summary of the Group's exposure to credit risk by age of the outstanding from various customers is as follows:

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Neither past due nor impaired | 987 | 1,572 |
| **Past due but not impaired** | | |
| Past due 1–90 days | 1,412 | 800 |
| Past due 91–180 days | 33 | 293 |
| Past due 181–270 days | 9 | 155 |
| Past due 271–365 days | 424 | - |
| Past due more than 365 days | - | 26 |
| | **2,865** | **2,846** |

(Currency: Indian rupees in lakhs)

**Note 53 (continued)**

**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to market risk for changes in interest rates relates borrowings from financial institutions.

**Exposure to interest rate risk**

The interest rate profile of the Group's interest-bearing financial instruments is as follows:

| Particulars | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Fixed-rate instruments** | | |
| Financial assets | 32,805 | 5,808 |
| Financial liabilities | 3,47,345 | 3,99,071 |
| **Variable-rate instruments** | | |
| Financial liabilities | 4,84,090 | 4,20,040 |

**Interest rate sensitivity - fixed rate instruments**

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Group does not have any designate financial liabilities.

**Interest rate sensitivity - variable rate instruments**

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased / decreased equity and profit or loss by amounts shown below. This analyses assumes that all other variables, in particular, foreign currency exchange rates, remain constant. This calculation also assumes that the change occurs at the balance sheet date and has been calculated based on risk exposures outstanding as at that date. The period end balances are not necessarily representative of the average debt outstanding during the period.

| | 100 bp increase | 100 bp decrease |
|---|---|---|
| **As at '31 March 2020** | | |
| Variable-rate instruments | 4,841 | (4,841) |
| **Cash flow sensitivity (net)** | 4,841 | (4,841) |

| | 100 bp increase | 100 bp decrease |
|---|---|---|
| **As at '31 March 2019** | | |
| Variable-rate instruments | 4,200 | (4,200) |
| **Cash flow sensitivity (net)** | 4,200 | (4,200) |

(Note: The impact is indicated on the profit/loss and equity before tax basis)

(Currency: Indian rupees in lakhs)

**Note 54**
**Capital Management**

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. It sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The funding requirement of the Group are met from fund and non-fund based working capital lines from various banks. Furthermore, the Group has access to funds from compulsory convertible and non-convertible debentures from holding Group and other financial institution. The Group's policy is to use short-term and long-term borrowings to meet anticipated funding requirements.

The Group monitors capital using a ratio of 'adjusted net debt' to 'adjusted equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest-bearing loans and borrowings and obligations under finance leases, less cash and cash equivalents. Adjusted equity comprises all components of equity other than amounts accumulated in the hedging reserve.

| | As at 31 March 2020 | As at 31 March 2019 |
|---|---|---|
| Total borrowings | 7,77,951 | 7,73,320 |
| Less : Cash and cash equivalent | 29,940 | 5,921 |
| **Adjusted net debt** | **7,48,011** | **7,67,399** |
| **Adjusted equity** | **1,13,025** | **29,512** |
| Adjusted net debt to adjusted equity ratio | 7 | 26 |

(Currency: Indian rupees in lakhs)

**Note 55**
**Tax expense**
**(a) Amounts recognised in profit and loss**

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Current tax expense** | 353 | 864 |
| **Current tax expense relating to prior years** | - | - |
| **Deferred Tax Expense** | | |
| Original and reversal of temporary difference | 300 | 1,906 |
| Increase in tax rate | - | - |
| Recognition of previously unrecognised tax losses | - | - |
| Change in recognised deductible temporary differences | - | - |
| **Total deferred tax expense/(benefit)** | 300 | 1,906 |
| **Tax expense for the year** | 653 | 2,770 |

**(b) Amounts recognised in other comprehensive income**

| | For the year Before tax INR | Tax (expense) INR | Net of tax INR | For the year Before tax INR | Tax (expense) INR | Net of tax INR |
|---|---|---|---|---|---|---|
| **Items that will not be reclassified to profit or loss** | | | | | | |
| Remeasurements of the defined benefit plans | 3 | (1) | 2 | 55 | (14) | 41 |
| Equity Instruments through Other Comprehensive Income | - | - | - | - | - | - |
| | 3 | (1) | 2 | 55 | (14) | 41 |

**(c) Reconciliation of effective tax rate**

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| **Profit before tax** | (35,836) | (21,145) |
| Tax using the Company's domestic tax rate (March 2020: 26% or 29.12% (March 2019: 34.944% or 26%)) | (9,353) | (4,787) |
| **Tax effect of:** | | |
| Differences in tax rates | 138 | - |
| Items not taxable/ considered separately | 92 | 99 |
| Impact on account of Ind As adjustments | (591) | (688) |
| Current-year losses for which no deferred tax asset is recognised | 10,775 | 7,363 |
| Effect of deduction claimed under chapter IV/ VIA of income tax act, 1961 | (954) | (1,041) |
| Unutilised MAT Credit | 206 | 855 |
| Others | 340 | 969 |
| **Total** | 653 | 2,770 |

(Currency: Indian rupees in lakhs)

**Note 56**
**Disclosure pursuant to Ind AS 19 on "Employee Benefits"**

(i) The Group has adopted Ind AS 19 on "Employee Benefits" as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 ('the Act') and other relevant provisions of the Act.

**(ii) Contribution to Provident fund**

| | 31 March 2020 | 31 March 2019 |
|---|---|---|
| Contribution to provident fund recognised as an expense under "Employee benefits". | 223 | 267 |

**(iii) Defined Benefit Plans**

**Gratuity**
The Group has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement calculated as per the Payment of Gratuity Act, 1972 with no ceiling.

| | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| **I** | **Change in the defined benefit obligation** | | |
| | Liability at the beginning of the year | 421 | 454 |
| | Interest Cost | 34 | 35 |
| | Current Service Cost | 75 | 86 |
| | Benefit Paid | (43) | (94) |
| | Actuarial Loss on obligations | 17 | (60) |
| | **Liability at the end of the year** | **504** | **421** |

| | | | |
|---|---|---|---|
| **II** | **Amount Recognised in the Balance Sheet** | | |
| | Liability at the end of the year | 504 | 421 |
| | Fair Value of Plan Assets at the end of the year | - | - |
| | Difference | 504 | 421 |
| | **Amount recognised in the Balance Sheet** | 504 | 421 |

| | | | |
|---|---|---|---|
| **III** | **Expenses Recognised in the statement of profit and loss** | | |
| | Current Service Cost | 68 | 86 |
| | Interest Cost | 29 | 35 |
| | Net Actuarial Loss to Be Recognised | 17 | (60) |
| | **Expense Recognised in statement of profit and loss** | **114** | **61** |

| | | | |
|---|---|---|---|
| **IV** | **Balance Sheet Reconciliation** | | |
| | Opening net liability | 421 | 454 |
| | Expense as above | 114 | 61 |
| | Employers contribution (paid) | (31) | (94) |
| | **Amount recognised in Balance Sheet** | **504** | **421** |

(Currency: Indian rupees in lakhs)

**(iv) Defined Benefit Plans *(Continued)***

| Gratuity *(Continued)* | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| V | **Actuarial Assumptions :** | | |
| | Discount Rate | **5.55%** | 7.05% |
| | Salary escalation | **7.00%** | 7.00% |

**Attrition Rate: Directors - Nil, Age 21-30 years - 5%, Age 31-40 years - 3%, Age 41-59 years -2%**

Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
The Group's liability on account of gratuity is not funded and hence, the disclosures relating to the planned assets are not applicable.

| | | 31 March 2020 | 31 March 2019 |
|---|---|---|---|
| VI | **Experience Adjustments:** | | |
| | Defined benefit obligation | **381** | **368** |
| | Plan assets | **-** | **-** |
| | (Deficit) | **(381)** | **(368)** |
| | Experience adjustment on plan liabilities | **-** | **-** |
| | Experience adjustment on plan assets | **-** | **-** |

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

| | 31 March 2020 | | 31 March 2019 | |
|---|---|---|---|---|
| | Increase | Decrease | Increase | Decrease |
| Discount rate ( % movement) | (2.10) | 2.20 | (2.60) | 2.70 |
| Salary escalation (% movement) | 2.20 | (2.10) | 2.70 | (2.60) |

**(v) Other long term employment benefits**

**Compensated absences**

The liability towards compensated absences for the year ended 31 March 2020 recognised in the Balance Sheet based on actuarial valuation using the projected unit credit method amounted to INR 654/- (2019: INR 795/-) and the charge to the Statement of profit and loss amounted to INR (35)/- (2019: INR 126/-).

**Note 57**
**Related Party Disclosures**

***Holding company:***
Tata Sons Private Limited

***Joint Venture***
TRIL IT4 Private Limited
Mikado Realtors Private Limited
Industrial Mineral and Chemicals Company Limited

***Joint Venture of a Subsidiary***
Pune Solapur Expressways Private Limited (a JV of TRIL Roads Private Limited)
A & T Road Construction Management and Operation Private Limited
Pune IT City Metro Rail Limited

***Other related parties with whom transactions have taken place during the year:***

***Fellow Subsidiaries:***
Ewart Investments Limited
Tata Consultancy Services Limited
Tata AIG General Insurance Company Limited
Tata AIA Life Insurance Company Limited
Tata Capital Financial Services Limited
Infinity Retail Ltd.
Tata Asset Management Limited
Tata Housing Development Company Limited
Tata Elxsi Ltd.
Tata Teleservices Limited
Tata Consulting Engineers Ltd

***Key Management Personnel***

| | |
|---|---|
| Sanjay Dutt | Managing Director & CEO |
| Sanjay Sharma | Chief Financial Officer - w.e.f. 10th September 2018 |
| Arvind Chokhany | Chief Financial Officer - upto 28th February 2019 |
| Sudhakar Shetty | Company Secretary - w.e.f. 1st December 2019 |
| Vinay Gaokar | Company Secretary - upto 30th November 2019 |

**Tata Realty and Infrastructure Limited**

**Notes to the consolidated financial statements *(Continued)***

*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow Subsidiaries | Joint Ventures | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| 1 | **Share Application Pending Allotment** | | | | | |
| | 31 March 2020 | 1,20,000 | - | - | - | 1,20,000 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | 1,20,000 | - | - | - | 1,20,000 |
| | 31 March 2019 | - | - | - | - | - |
| 2 | **Unsecured loan taken** | | | | | |
| | 31 March 2020 | - | 43,590 | - | - | 43,590 |
| | 31 March 2019 | - | 14,000 | - | - | 14,000 |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2020 | - | 43,590 | - | - | 43,590 |
| | 31 March 2019 | - | 14,000 | - | - | 14,000 |
| 3 | **Unsecured loan repaid** | | | | | |
| | 31 March 2020 | - | 57,590 | - | - | 57,590 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2020 | - | 57,590 | - | - | 57,590 |
| | 31 March 2019 | - | - | - | - | - |
| 4 | **Interest expenses on unsecured loans** | | | | | |
| | 31 March 2020 | - | 846 | - | - | 846 |
| | 31 March 2019 | - | 21 | - | - | 21 |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2020 | - | 846 | - | - | 846 |
| | 31 March 2019 | - | 21 | - | - | 21 |
| 5 | **Purchase of property, plant & equipments** | | | | | |
| | 31 March 2020 | - | 1 | - | - | 1 |
| | 31 March 2019 | - | - | - | - | - |
| | Infinity Retail Limited | | | | | |
| | 31 March 2020 | - | 1 | - | - | 1 |
| | 31 March 2019 | - | - | | | - |
| 6 | **Purchase of Investments** | | | | | |
| | 31 March 2020 | - | - | 5,756 | - | 5,756 |
| | 31 March 2019 | - | - | 105 | - | 105 |
| | Industrial Minerals and Chemicals Private Limited | | | | | |
| | 31 March 2020 | - | - | 1,314 | - | 1,314 |
| | 31 March 2019 | - | - | 105 | | 105 |
| | Pune It City Metro Rail Limited | | | | | |
| | 31 March 2020 | - | - | 4,441 | - | 4,441 |
| | 31 March 2019 | - | - | - | | - |
| | A & T Road Construction | | | | | |
| | 31 March 2020 | - | - | 2 | - | 2 |
| | 31 March 2019 | - | - | - | | - |
| 7 | **Asset Management Consultancy fees** | | | | | |
| | 31 March 2020 | - | - | 136 | - | 136 |
| | 31 March 2019 | - | - | 148 | - | 148 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2020 | - | - | 136 | - | 136 |
| | 31 March 2019 | - | - | 148 | - | 148 |

## Tata Realty and Infrastructure Limited

**Notes to the consolidated financial statements *(Continued)***

*for the year ended 31 March 2020*

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow Subsidiaries | Joint Ventures | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| 8 | **Project Management Consultancy fees** | | | | | |
| | 31 March 2020 | - | - | 1,625 | - | 1,625 |
| | 31 March 2019 | - | - | 1,118 | - | 1,118 |
| | Mikado Realtors Private Limited | | | | | |
| | 31 March 2020 | - | - | 1,485 | - | 1,485 |
| | 31 March 2019 | - | - | 1,118 | - | 1,118 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2020 | - | - | 140 | - | 140 |
| | 31 March 2019 | - | - | - | - | - |
| 9 | **Interest Income** | | | | | |
| | 31 March 2020 | - | - | 1,465 | - | 1,465 |
| | 31 March 2019 | - | - | 1,465 | - | 1,465 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2020 | - | - | 1,465 | - | 1,465 |
| | 31 March 2019 | - | - | 1,465 | - | 1,465 |
| 10 | **Rent Income** | | | | | |
| | 31 March 2020 | - | 4,747 | - | - | 4,747 |
| | 31 March 2019 | - | 5,315 | - | - | 5,315 |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2020 | - | 4,722 | - | - | 4,722 |
| | 31 March 2019 | - | 4,629 | - | - | 4,629 |
| | Tata AIG General Insurance Co. Ltd. | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 686 | - | - | 686 |
| | Tata Housing Development Company Ltd | | | | | |
| | 31 March 2020 | - | 25 | - | - | 25 |
| | 31 March 2019 | - | - | - | - | - |
| 11 | **Managerial remuneration** | | | | | - |
| | 31 March 2020 | - | - | - | 1,133 | 1,133 |
| | 31 March 2019 | - | - | - | 1,008 | 1,008 |
| 12 | **Reimbursement of expenses (receivable)** | | | | | |
| | 31 March 2020 | 27 | 306 | - | - | 332 |
| | 31 March 2019 | 8 | 605 | - | - | 612 |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | 27 | - | - | - | 27 |
| | 31 March 2019 | 8 | - | - | - | 8 |
| | Tata Housing Development Company Ltd | | | | | |
| | 31 March 2020 | - | 301 | - | - | 301 |
| | 31 March 2019 | - | 605 | - | - | 605 |
| | Ewart Investment Limited | | | | | |
| | 31 March 2020 | - | 1 | - | - | 1 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Services Limited | | | | | |
| | 31 March 2020 | - | 4 | - | - | 4 |
| | 31 March 2019 | - | - | - | - | - |

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow Subsidiaries | Joint Ventures | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| 13 | **Services Received** | | | | | |
| | 31 March 2020 | 10 | 939 | - | - | 949 |
| | 31 March 2019 | 5 | 712 | - | - | 717 |
| | Tata AIG General Insurance Limited | | | | | |
| | 31 March 2020 | - | 238 | - | - | 238 |
| | 31 March 2019 | - | 275 | - | - | 275 |
| | Tata AIA Life Insurance Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 8 | - | - | 8 |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | 10 | - | - | - | 10 |
| | 31 March 2019 | 5 | - | - | - | 5 |
| | Ewart Investment Limited | | | | | |
| | 31 March 2020 | - | 182 | - | - | 182 |
| | 31 March 2019 | - | 208 | - | - | 208 |
| | Tata Consulting Engineers Ltd | | | | | |
| | 31 March 2020 | - | 500 | - | - | 500 |
| | 31 March 2019 | - | 158 | - | - | 158 |
| | Tata Elxsi Ltd. | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 8 | - | - | 8 |
| | Tata Teleservices Ltd | - | | | | |
| | 31 March 2020 | - | 2 | - | - | 2 |
| | 31 March 2019 | - | 20 | - | - | 20 |
| | Tata Housing Development Company Limited | - | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 35 | - | - | 35 |
| | Tata Consultancy Services Limited | - | | | | |
| | 31 March 2020 | - | 16 | - | - | 16 |
| | 31 March 2019 | - | - | - | - | - |
| 14 | **Sale of porperty, plant & equipments** | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | 28 | 2 | - | - | 31 |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | 28 | - | - | - | 28 |
| | Ewart Investments Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 2 | - | - | 2 |
| 15 | **Deposit Refund Received** | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | 150 | 450 | - | - | 600 |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | 150 | - | - | - | 150 |
| | Ewart Investments Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 450 | - | - | 450 |
| 16 | **<u>Employee Benefit Transfer</u>** | | | | | |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | 56 | - | - | - | 56 |

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow Subsidiaries | Joint Ventures | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| 17 | **Balances receivable at the year-end** | | | | | |
| i) | **Towards interest and debit notes and advances** | | | | | |
| | 31 March 2020 | - | 366 | 106 | - | 472 |
| | 31 March 2019 | - | 688 | 79 | - | 767 |
| | Pune Solapur | | | | | |
| | 31 March 2020 | - | - | 18 | - | 18 |
| | 31 March 2019 | - | - | 10 | - | 10 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2020 | - | - | 87 | - | 87 |
| | 31 March 2019 | - | - | 69 | - | 69 |
| | Mikado Realtors Private Limited | | | | | |
| | 31 March 2020 | - | - | 735 | - | 735 |
| | 31 March 2019 | - | - | 273 | - | 273 |
| | Tata Consulting Engineers Ltd | | | | | |
| | 31 March 2020 | - | 15 | - | - | 15 |
| | 31 March 2019 | - | 35 | - | - | 35 |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2020 | - | 319 | - | - | 319 |
| | 31 March 2019 | - | 653 | - | - | 653 |
| | Pune IT City Metro Rail Limited | | | | | |
| | 31 March 2020 | - | 32 | - | - | 32 |
| | 31 March 2019 | - | - | - | - | - |
| ii) | **Deposits placed** | | | | | |
| | 31 March 2020 | - | 240 | - | - | 240 |
| | 31 March 2019 | - | 240 | - | - | 240 |
| | Ewart Investments Limited | | | | | |
| | 31 March 2020 | - | 240 | - | - | 240 |
| | 31 March 2019 | - | 240 | - | - | 240 |
| iii) | **Trade receivables** | | | | | |
| | 31 March 2020 | 23 | 740 | - | - | 763 |
| | 31 March 2019 | - | 793 | 15 | - | 808 |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2020 | - | 740 | - | - | 740 |
| | 31 March 2019 | - | 752 | - | - | 752 |
| | TRIL IT4 Private Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | - | 15 | - | 15 |
| | Tata Sons Private Limited | | | | | |
| | 31 March 2020 | 23 | - | - | - | 23 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata AIG General Insurance Company Ltd. | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 41 | - | - | 41 |
| 18 | **Balances payable at the year-end** | | | | | |
| i) | **Towards advances from customers** | | | | | |
| | 31 March 2020 | - | 2,583 | - | - | 2,583 |
| | 31 March 2019 | - | 2,922 | - | - | 2,922 |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2020 | - | 2,583 | - | - | 2,583 |
| | 31 March 2019 | - | 2,583 | - | - | 2,583 |
| | Tata AIG General Insurance Company Ltd. | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 339 | - | - | 339 |

(Currency: Indian rupees in lakhs)

**Related party disclosures *(Continued)***

**Summary of related party transactions**

| | Transactions | Holding company | Fellow Subsidiaries | Joint Ventures | Key Management Personnel | Total |
|---|---|---|---|---|---|---|
| ii) | **Towards expenses** | | | | | |
| | 31 March 2020 | 9 | 166 | - | - | 174 |
| | 31 March 2019 | - | 44 | - | - | 44 |
| | Tata Sons Pvt. Limited | | | | | |
| | 31 March 2020 | 9 | - | - | - | 9 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Consultancy Services Limited | | | | | |
| | 31 March 2020 | - | 5 | - | - | 5 |
| | 31 March 2019 | - | 7 | - | - | 7 |
| | Tata Teleservices Limited | | | | | |
| | 31 March 2020 | - | 1 | - | - | 1 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Consulting Engineers Limited | | | | | |
| | 31 March 2020 | - | 160 | - | - | 160 |
| | 31 March 2019 | - | - | - | - | - |
| | Tata Housing Development Company Limited | | | | | |
| | 31 March 2020 | - | - | - | - | - |
| | 31 March 2019 | - | 19 | - | - | 19 |

**Tata Realty and Infrastructure Limited**
**Notes to the consolidated financial statements**
*for the year ended 31 March 2020*
(Currency: Indian rupees in lakhs)

**Note 58**
Additional information pursuant to paragraph 2 of Division II of Schedule III to the Companies Act 2013- 'General instructions for the preparation of consolidated financial statements' of Division II of Schedule III

**Part A**
**March 2020**

| Name of the entity | Net Assets (Total Assets - Total Liabilities) | | Share in profit or loss | | Share in other comprehensive income | | Share in total comprehensive income | |
|---|---|---|---|---|---|---|---|---|
| | As a % of consolidated net assets | Amount | As a % of consolidated profit or loss | Amount | As a % of consolidated other comprehensive income | Amount | As a % of total comprehensive income | Amount |
| **Parent** | | | | | | | | |
| Tata Realty and Infrastructure Limited | 56.02% | 2,93,427 | 68.19% | (22,585) | 60.92% | (2,675) | 67.76% | (25,259) |
| **Subsidiaries** | | | | | | | | |
| **Indian** | | | | | | | | |
| Acme Living Solutions Private Limited | 0.00% | (9) | 0.00% | (1) | 0.00% | - | 0.00% | (1) |
| Arrow Infra Estates Private Limited | 0.07% | 361 | 1.34% | (445) | 0.00% | - | 1.19% | (445) |
| Gurgaon Constructwell Private Limited | 0.42% | 2,189 | 2.71% | (898) | 0.00% | - | 2.41% | (898) |
| Gurgaon Realtech Limited | 0.26% | 1,384 | 0.16% | (53) | 0.00% | - | 0.14% | (53) |
| TRIL Roads Private Limited | 4.99% | 26,116 | 7.34% | (2,430) | 2.99% | (131) | 6.87% | (2,561) |
| TRIF Gurgaon Housing Projects Private Limited | 0.00% | (4) | 0.00% | (1) | 0.00% | - | 0.00% | (1) |
| TRIL Urban Transport Private Limited | 1.35% | 7,048 | 7.32% | (2,425) | 4.90% | (215) | 7.08% | (2,640) |
| Wellkept Facility Management Services Private Limited | 0.00% | (1) | 0.00% | (0) | 0.00% | - | 0.00% | (0) |
| TRIL Constructions Limited | 2.83% | 14,801 | 1.91% | (634) | 0.00% | - | 1.70% | (634) |
| TRIL Infopark Limited | 8.37% | 43,825 | -17.83% | 5,905 | -0.20% | 9 | -15.86% | 5,914 |
| TRIL Amritsar Projects Limited | 0.00% | - | 0.00% | - | 0.00% | - | 0.00% | - |
| Hampi Expressway Private Limited | 5.07% | 26,544 | 0.47% | (156) | 0.00% | - | 0.42% | (156) |
| TRIF Real Estate Development Limited | 0.00% | - | 0.00% | - | 0.00% | - | 0.00% | - |
| HV Farms Private Limited | 0.22% | 1,147 | 0.00% | (1) | 0.00% | - | 0.00% | (1) |
| International Infrabuild Private Limited | -0.36% | (1,905) | 28.58% | (9,465) | 0.00% | - | 25.39% | (9,465) |
| Dharamshala Ropeway Limited | 0.11% | 590 | 0.49% | (163) | 0.00% | - | 0.44% | (163) |
| Manali Ropeway Private Limited | 0.03% | 138 | 0.27% | (90) | 0.00% | - | 0.24% | (90) |
| Uchit Expressways Private Limited | 3.53% | 18,492 | -3.54% | 1,173 | 0.10% | (4) | -3.14% | 1,169 |
| TRPL Roadways Private Limited | 2.30% | 12,052 | 3.87% | (1,281) | 31.33% | (1,375) | 7.13% | (2,656) |
| Durg Shivnath Expressways Pvt Ltd | 1.91% | 10,024 | -2.50% | 828 | -0.01% | 1 | -2.22% | 828 |
| Matheran Ropeway Pvt Ltd | 0.47% | 2,462 | -0.10% | 35 | 0.00% | - | -0.09% | 35 |
| MIA Infrastructure Private Limited | 0% | (31) | 0.00% | (1) | 0.00% | - | 0.00% | (1) |
| **Non-controlling interests in all subsidiaries** | 1.22% | 6,384 | 0.70% | (233) | 0.00% | - | 0.00% | - |
| **Joint Venture (investment as per equity method)** | | | | | | | | |
| **Indian** | | | | | | | | |
| Pune Solapur Expressways Private Limited | 0.43% | 2,248 | -0.24% | 78 | 0.00% | - | -0.21% | 78 |
| A & T Road Construction Management and Operation Private Limited | 0.00% | 1 | 0% | (1) | 0.00% | - | 0.00% | (1) |
| TRIL IT4 Private Limited | 0.00% | - | 0.00% | - | 0.00% | - | 0.00% | - |
| Mikado Realtors Pvt. Ltd. | 5.79% | 30,335 | 0.30% | (101) | 0.00% | - | 0.27% | (101) |
| Industrial Minerals and Chemicals Company Private Limited | 4.19% | 21,950 | -0.12% | 40 | 0.00% | - | -0.11% | 40 |
| Pune IT City Metro Rail Limited | 0.81% | 4,226 | 0.65% | (215) | 0.00% | - | 0.58% | (215) |
| **Total** | **100.00%** | **5,23,794** | **100.00%** | **(33,120)** | **100.00%** | **(4,390)** | **100.00%** | **(37,277)** |
| Consolidation Adjustment | | (4,10,769) | | (3,136) | | 4,392 | | 1,023 |
| **Total** | | **1,13,025** | | **(36,256)** | | **2** | | **(36,254)** |

## Tata Realty and Infrastructure Limited

**Notes to the consolidated financial statements *(Continued)***
*for the year ended 31 March 2020*
(Currency: Indian rupees in lakhs)

**Part B**

| Name of the entity | Reporting Currency | Exchange Rate | Share Capital | Reserve and Surplus | Total Assets | Total Liabilities | Investment | Turnover / Total Revenue | Total Income | Profit Before Tax | Provision for Taxation | Profit After Taxation | Proposed Dividend | % of Shareholding |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| **Parent** | | | | | | | | | | | | | | |
| Tata Realty and Infrastructure Limited | INR | 1.00 | 1,01,731 | 1,91,696 | 6,26,354 | (3,32,928) | 5,01,951 | 17,585 | 32,551 | (20,167) | (2,418) | (22,585) | - | |
| **Subsidiaries** | | | | | | | | | | | | | | |
| **Indian** | | | | | | | | | | | | | | |
| Acme Living Solutions Private Limited | INR | 1.00 | 5 | (14) | 0 | (9) | | | | (1) | | (1) | - | 100.00% |
| Arrow Infra Estates Private Limited | INR | 1.00 | 10 | 350 | 23,526 | (23,165) | | 448 | 456 | (445) | | (445) | - | 100.00% |
| Gurgaon Constructwell Private Limited | INR | 1.00 | 7 | 2,182 | 11,691 | (9,502) | - | - | 0 | (898) | (102) | (796) | - | 100.00% |
| Gurgaon Realtech Limited | INR | 1.00 | 7 | 1,378 | 32,898 | (31,514) | | 1,095 | - | (53) | - | (53) | - | 100.00% |
| TRIL Roads Private Limited | INR | 1.00 | 775 | 25,341 | 95,367 | (69,252) | 85,422 | 3,040 | 3,545 | (2,430) | 675 | (3,105) | - | 100.00% |
| TRIF Gurgaon Housing Projects Private Limited | INR | 1.00 | 5 | (9) | 0 | (4) | - | - | - | (1) | - | (1) | - | 100.00% |
| TRIL Urban Transport Private Limited | INR | 1.00 | 7,124 | (75) | 12,093 | (5,044) | 7,844 | - | 97 | (2,425) | (158) | (2,267) | - | 100.00% |
| Wellkept Facility Management Services Private Limited | INR | 1.00 | 40 | (41) | 6 | (7) | | - | - | (0) | | (0) | - | 100.00% |
| TRIL Constructions Limited | INR | 1.00 | 3,615 | 11,186 | 24,128 | (9,328) | - | - | - | (634) | | (634) | - | 67.50% |
| TRIL Infopark Limited | INR | 1.00 | 1,05,000 | (61,175) | 3,64,993 | (3,21,168) | 211 | 56,821 | 57,574 | 5,905 | - | 5,905 | - | 100.00% |
| Hampi Expressway Private Limited | INR | 1.00 | 5,313 | 21,231 | 1,57,146 | (1,30,602) | - | 27,401 | 27,402 | (156) | (276) | 120 | - | 100.00% |
| HV Farms Private Limited | INR | 1.00 | 1 | 1,146 | 1,156 | (9) | - | - | - | (1) | - | (1) | - | 100.00% |
| International Infrabuild Private Limited | INR | 1.00 | 10 | (1,915) | 5,969 | (7,874) | - | 476 | 488 | (9,465) | 94 | (9,559) | - | 26.00% |
| Dharamshala Ropeway Limited | INR | 1.00 | 360 | 230 | 8,464 | (7,874) | - | - | 2 | (163) | (30) | (133) | - | 74.00% |
| Manali Ropeway Private Limited | INR | 1.00 | 36 | 103 | 5,777 | (5,638) | - | - | - | (90) | (22) | (68) | - | 72.00% |
| Uchit Expressways Private Limited | INR | 1.00 | 13,312 | 5,180 | 1,40,552 | (1,22,061) | - | 48,041 | 48,043 | 1,173 | 205 | 968 | - | 100.00% |
| TRPL Roadways Private Limited | INR | 1.00 | 5 | 12,047 | 25,889 | (13,836) | - | - | 0 | (1,281) | - | (1,281) | - | 100.00% |
| Durg Shivnath Expressways Pvt Ltd | INR | 1.00 | 2,362 | 7,662 | 31,806 | (21,782) | - | 5,728 | 6,167 | 828 | 311 | 517 | - | 100.00% |
| Matheran Ropeway Pvt Ltd | INR | 1.00 | 750 | 1,712 | 2,574 | (112) | - | - | 58 | 35 | 9 | 26 | - | 70.00% |
| MIA Infrastructure Private Limited | INR | 1.00 | 277 | (308) | 6 | (38) | - | - | - | (1) | | (1) | | 100.00% |
| **Total** | | | **2,40,745** | **2,17,907** | **15,70,395** | **(11,11,747)** | **5,95,428** | **1,60,635** | **1,76,383** | **(30,270)** | **(1,712)** | **(33,394)** | | |

**Associates and Joint Ventures**

| Name of the Associates / Joint Ventures | Latest audited Balance Sheet date | No.Shares of the Associate / Joint Ventures held by the Company | Amount of Investment in Associates / Joint Venture | Extent of Holding (%) | Description of how there is significant influence | Reason why the Associate / Joint Venture is not consolidated | Networth attributable to Shareholding as per latest audited Balance Sheet | Profit / Loss for the year | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | | | | | Considered in Consolidation | Not Considered in Consolidation |
| **Joint Ventures** | | | | | | | | | |
| Pune Solapur Expressways Private Limited | 31.03.2020 | 23,86,711 | 10,300 | 50 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 2,250 | 78 | - |
| A & T Road Construction Management and Operation Private Limited | 31.03.2020 | 30,000 | 3 | 50 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 1 | (1) | - |
| TRIL IT4 Private Limited | 31.03.2020 | 7,40,000 | 74 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | (20,919) | | (4,104) |
| Mikado Realtors Private Limited | 31.03.2020 | 1,99,87,400 | 1,999 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 3,194 | (101) | |
| Industrial Minerals and Chemicals Company Private Limited | 31.03.2020 | 3,256 | 3 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 13,558 | 40 | |
| Pune IT City Metro Rail Limited | 31.03.2020 | 4,44,07,400 | 4,441 | 74 | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 4,226 | (215) | - |

(Currency: Indian rupees in lakhs)

**Note 59**
**Events after the balance sheet date**

There are no significant subsequent events that would require adjustments or disclosures in the financial statements as on the balance sheet date.

**Note 60**

World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 25, 2020 and the Group suspended its operations in all ongoing projects in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Group during the lock-down period.

The Group has made detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, intangible assets, investments, inventory, advances, trade receivables, Deferred taxes, other financial and non-financial assets etc. Based on current indicators of future economic conditions, the Group expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic, which may be different from that estimated as at the date of approval of these financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Group will adhere to the same as it resumes its activities. Construction at sites has already restarted. Since it is only about thirteen weeks into the pandemic, the Group will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

**Note 61**
**Previous Year's Figures**

Previous year figures have been regrouped / reclassified to conform to current year presentation, wherever considered necessary.

For and on behalf of the Board of Directors of
Tata Realty and Infrastructure Limited
CIN No: U70102MH2007PLC168300

| | | |
|---|---|---|
| **Banmali Agrawala**<br>Chairman<br>DIN - 00120029 | **Sanjay Dutt**<br>Managing Director<br>DIN - 05251670 | **F. N. Subedar**<br>Director<br>DIN - 00028428 |
| | **Sanjay Sharma**<br>Chief Financial Officer | **Sudhakar Shetty**<br>Company Secretary<br>Membership No: A13200 |

Mumbai
06 July, 2020

## Tata Realty and Infrastructure Limited

**Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1**
**Statement containing salient features of the financial statement of Subsidiaries / Associate companies / Joint Ventures**
**Part A: Subsidiaries**

(₹ crores)

| Sr. No. | Name of the subsidiary | The date since when subsidiary was acquired | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | Reporting currency | Exchange rate as on the last date of the relevant financial year in case of foreign subsidiaries | Share Capital | Reserves & Surplus | Total Assets | Total Liabilities | Investments | Turnover | Profit before taxation | Provision for taxation | Profit after taxation | Proposed dividend | % of shareholding * |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| A | Tata Realty and Infrastructure Limited | NA | 31-Mar-2020 | Indian Rupees | 1.00 | 1,017.31 | 1,916.96 | 6,263.54 | 3,329.28 | 5,019.51 | 175.85 | -201.67 | -24.18 | -225.85 | - | |
| | **Subsidiaries:** | | | | | | | | | | | | | | | |
| 1 | Acme Living Solutions Private Limited | 27-Jan-2009 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.05 | -0.14 | 0.00 | 0.09 | - | - | (0.01) | - | (0.01) | - | 100.00% |
| 2 | Arrow Infra Estates Private Limited | 5-Jan-2009 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.10 | 3.50 | 235.26 | 231.65 | - | 4.48 | (4.45) | - | (4.45) | - | 100.00% |
| 3 | Gurgaon Constructwell Private Limited | 5-Jan-2009 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.07 | 21.82 | 116.91 | 95.02 | - | - | (8.98) | (1.02) | (7.96) | - | 100.00% |
| 4 | Gurgaon Realtech Limited | 5-Jan-2009 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.07 | 13.78 | 328.98 | 315.14 | - | 10.95 | (0.53) | - | (0.53) | - | 100.00% |
| 5 | TRIL Roads Private Limited | 18-Mar-2008 | 31-Mar-2020 | Indian Rupees | 1.00 | 7.75 | 253.41 | 953.67 | 692.52 | 854.22 | 30.40 | (24.30) | 6.75 | (31.05) | - | 100.00% |
| 6 | TRIF Gurgaon Housing Projects Private Limited | 24-Jun-2009 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.05 | (0.09) | 0.00 | 0.04 | - | - | (0.01) | - | (0.01) | - | 100.00% |
| 7 | TRIL Urban Transport Private Limited | 25-May-2007 | 31-Mar-2020 | Indian Rupees | 1.00 | 71.24 | (0.75) | 120.93 | 50.44 | 78.44 | - | (24.25) | (1.58) | (22.67) | - | 100.00% |
| 8 | Wellkept Facility Management Services Pvt. Ltd. | 17-Jan-2011 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.40 | (0.41) | 0.06 | 0.07 | - | - | (0.00) | - | (0.00) | - | 100.00% |
| 9 | TRIL Constructions Limited | 25-Jun-2007 | 31-Mar-2020 | Indian Rupees | 1.00 | 36.15 | 111.86 | 241.28 | 93.28 | - | - | (6.34) | - | (6.34) | - | 67.50% |
| 10 | TRIL Infopark Limited | 22-Mar-2015 | 31-Mar-2020 | Indian Rupees | 1.00 | 1,050.00 | (611.75) | 3,649.93 | 3,211.68 | 2.11 | 568.21 | 59.05 | - | 59.05 | - | 83.85% |
| 11 | Hampi Expressway Private Limited | 23-Apr-2015 | 31-Mar-2020 | Indian Rupees | 1.00 | 53.13 | 212.31 | 1,571.46 | 1,306.02 | - | 274.01 | (1.56) | (2.76) | 1.20 | - | 100.00% |
| 12 | HV Farms Private Limited | 25-Apr-2012 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.01 | 11.46 | 11.56 | 0.09 | - | - | (0.01) | - | (0.01) | - | 100.00% |
| 13 | International Infrabuild Private Limited | 1-Apr-2016 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.10 | (19.15) | 59.69 | 78.74 | - | 4.76 | (94.65) | 0.94 | (95.59) | - | 26.00% |
| 14 | Dharamshala Ropeway Limited | 8-May-2015 | 31-Mar-2020 | Indian Rupees | 1.00 | 3.60 | 2.30 | 84.64 | 78.74 | - | - | (1.63) | (0.30) | (1.33) | - | 74.00% |
| 15 | Manali Ropeway Private Limited | 19-Oct-2015 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.36 | 1.03 | 57.77 | 56.38 | - | - | (0.90) | (0.22) | (0.68) | - | 72.00% |
| 16 | Uchit Expressways Private Limited | 10-Oct-2016 | 31-Mar-2020 | Indian Rupees | 1.00 | 133.12 | 51.80 | 1,405.52 | 1,220.61 | - | 480.41 | 11.73 | 2.05 | 9.68 | - | 100.00% |
| 17 | TRPL Roadways Private Limited | 3-Nov-2016 | 31-Mar-2020 | Indian Rupees | 1.00 | 0.05 | 120.47 | 258.89 | 138.36 | - | - | (12.81) | - | (12.81) | - | 100.00% |
| 18 | Durg Shivnath Expressways Pvt. Ltd. | 26-Apr-2017 | 31-Mar-2020 | Indian Rupees | 1.00 | 23.62 | 76.62 | 318.06 | 217.82 | - | 57.28 | 8.28 | 3.11 | 5.17 | - | 100.00% |
| 19 | Matheran Ropeway Pvt. Ltd. | 19-Jun-2017 | 31-Mar-2020 | Indian Rupees | 1.00 | 7.50 | 17.12 | 25.74 | 1.12 | - | - | 0.35 | 0.09 | 0.26 | - | 70.00% |
| 20 | MIA Infrastructure Private Limited | 17-Oct-2017 | 31-Mar-2020 | Indian Rupees | 1.00 | 2.77 | (3.08) | 0.06 | 0.38 | - | - | (0.01) | - | (0.01) | - | 100.00% |

* % of share holding of the Company and its subsidiaries

**Additional details:**

I **Name of subsidiaries which are yet to commence operation**
1 TRIF Gurgaon Housing Projects Pvt Limited
2 Acme Living Solutions Pvt Limited
3 Wellkept Facility Management Services Private Limited
4 MIA Infrastructure Private Limited

II **Name of subsidiaries which have been liquidated or sold during the year**
1 TRIL Amritsar Projects Limited (upto December 09, 2019)
2 TRIF Real Estate and Development Limited (upto December 09, 2019)

For **Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

**Banmali Agrawala**
Chairman
DIN - 00120029

**Sanjay Dutt**
Managing Director
DIN - 05251670

**F. N. Subedar**
Director
DIN - 00028428

**Sanjay Sharma**
Chief Financial Officer

**Sudhakar Shetty**
Company Secretary
Membership No: A13200

Date: 06 July, 2020
Place: Mumbai

## Tata Realty and Infrastructure Limited

**Part B: Associates and Joint Ventures**

**Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

| | Name of the entity | Latest audited balance sheet date | Date on which the Associate or Joint Venture was associated or acquired | Reporting currency | Shares of the Associate / Joint Ventures held by the Company as on March 31, 2020 | | | Description of how there is significant influence | Reason why the Associate / Joint Venture is not consolidated | Networth attributable to shareholding as per latest balance sheet (₹ crores) | Profit / Loss for the year | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | No of shares held by the company in associate / joint venture * | Amount of investment in associate / joint venture* (₹ crores) | Extent of holding (in percentage)* | | | | Considered in Consolidation (₹ crores) | Not Considered in Consolidation (₹ crores) |
| | **Joint Ventures *** | | | | | | | | | | | |
| 1 | Pune Solapur Expressways Private Limited | 31-Mar-2020 | 20-Mar-09 | Indian Rupees | 23,86,711 | 103.00 | 50.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | 22.50 | 0.78 | - |
| 2 | A & T Road Construction Management and Operation Private Limited | 31-Mar-2020 | 02-May-13 | Indian Rupees | 30,000 | 0.03 | 50.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 0.01 | (0.01) | - |
| 3 | TRIL IT4 Private Limited | 31-Mar-2020 | 17-Dec-14 | Indian Rupees | 7,40,000 | 0.74 | 74.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | (209.19) | - | (41.04) |
| 4 | Mikado Realtors Private Limited | 31-Mar-2020 | 07-Sep-16 | Indian Rupees | 1,99,87,400 | 19.99 | 74.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 31.94 | (1.01) | - |
| 5 | Industrial Minerals and Chemicals Company Private Limited | 31-Mar-2020 | 31-Mar-17 | Indian Rupees | 3,256 | 0.03 | 74.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company | The entity is consolidated by way of equity accounting | 135.58 | 0.40 | - |
| 6 | Pune IT City Metro Rail Limited | 31-Mar-2020 | 28-May-19 | Indian Rupees | 4,44,07,400 | 44.41 | 74.00% | There is significant influence due to shareholding and joint control over the economic activities indirectly through subsidiary company. | The entity is consolidated by way of equity accounting | 42.26 | (2.15) | - |

* No direct holding by TRIL of the shares of Pune Solapur Expressways Private Limited, A & T Road Construction Management and Operation Pvt. Limited and Pune IT City Metro Rail Limited.

**Shares of Pune Solapur Expressways Private Limited is held as under:**

| | Number | Amount of Investment in Joint Venture | Extent of Holding (%) |
|---|---|---|---|
| TRIL Roads Private Limited (WOS of TRIL) | 23,86,711 | 103.00 | 50% |
| Atlantia SpA | 23,86,711 | 103.00 | 50% |
| **Total** | **47,73,422** | **206.00** | **100%** |

**Shares of A & T Road Construction Management and Operation Private Ltd is held as under:**

| | Number | Amount of Investment in Joint Venture | Extent of Holding (%) |
|---|---|---|---|
| TRIL Roads Private Limited (WOS of TRIL) | 30,000 | 0.03 | 50% |
| Autostrade Indian Infrastructure Development Private Limited | 30,000 | 0.03 | 50% |
| **Total** | **60,000** | **0.06** | **100%** |

**Shares of Pune IT City Metro Rail Limited is held as under:**

| | Number | Amount of Investment in Joint Venture | Extent of Holding (%) |
|---|---|---|---|
| TRIL Urban Transport Pvt Limited (WOS of TRIL) | 4,44,07,400 | 44.41 | 74% |
| Seimens Project Venture GMBH | 1,56,02,600 | 15.60 | 26% |
| **Total** | **6,00,10,000** | **60.01** | **100%** |

**I Name of associates or joint ventures which are yet to commence operation**

1 A & T Road Construction Management and Operation Private Ltd

2 Pune IT City Metro Rail Limited

**II Name of associates or joint ventures which have been liquidated or sold during the year - Not Applicable**

For **Tata Realty and Infrastructure Limited**
CIN No: U70102MH2007PLC168300

| **Banmali Agrawala** | **Sanjay Dutt** | **F. N. Subedar** | **Sanjay Sharma** | **Sudhakar Shetty** |
|---|---|---|---|---|
| Chairman | Managing Director | Director | Chief Financial Officer | Company Secretary |
| DIN - 00120029 | DIN - 05251670 | DIN - 00028428 | | Membership No: A13200 |

Date: 06 July 2020
Place: Mumbai