

**SGCO & Co. LLP**

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To the Members of Royal Mall Private Limited,

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **Royal Mall Private Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2018, 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 ended on that date and a summary of the significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in sub-section 5 of Section 134 of the Companies Act, 2013 ("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 income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") specified in the Companies (Indian Accounting Standard) Rules, 2015 as amended, 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.

**Auditor's Responsibility**

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

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

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Mumbai ● Bengaluru

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profits, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

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

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in exercise of powers conferred by sub-section 11 of section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by sub-section 3 of Section 143 of the Act, based on our audit 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 income), the Statement of Cash Flows and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone 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 as on 31<sup>st</sup> March 2018 and taken on record by the Board of Directors, none of the Directors are disqualified as on 31<sup>st</sup> March 2018 from being appointed as a Director in terms of subsection 2 of Section 164 of the Act;



- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting and ;
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- 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.

**For S G C O & Co. LLP**

Chartered Accountants

**Firm's Registration No.112081W/W100184**

  
Suresh Murarka

Partner

Membership No.: 44739

Place: Mumbai

Date:

28<sup>th</sup> May 2018

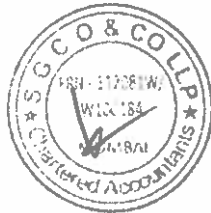


## ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

The Annexure referred to in Paragraph 1 under the heading "**Report on Other Legal and Regulatory Requirements**" in our Independent Auditor's Report to the members of **Royal Mall Private Limited** for the year ended 31<sup>st</sup> March, 2018.

As required by the Companies (Auditors Report) Order, 2016 and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i) Since the Company does not have any Fixed Assets, Paragraph 3 (i) of the said Order are not applicable to the Company.
- (ii) Since the Company does not have any inventory, the paragraph 3 (ii) of the said Order is not applicable to the Company.
- (iii) The Company has not granted any loans to the parties covered in the register maintained under Section 189 of the Act. Hence paragraph 3 (iii) of the said Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, section 185 and 186 of the Act is not applicable, since the Company has not granted any loan, not provided any guarantees or security and not made any investment during the year. Accordingly, paragraph 3 (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed for maintenance of cost records under subsection (1) of Section 148 of the Act.
- (vii) a) Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues wherever applicable have regularly been deposited with the appropriate authorities. There are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31<sup>st</sup> March, 2018 for a period more than six months from the date they became payable.  
b) There are no amount in respect of any disputed sales tax, income tax, service tax, duty of custom, duty of excise and Value Added Tax.
- (viii) The Company has no facilities from banks and financial institutions
- (ix) The company did not raise money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
- (x) According to the information & explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid / provided for any managerial remuneration. Accordingly, paragraph 3 (xi) of the order is not applicable



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

**For S G C O & Co. LLP**  
Chartered Accountants  
Firm's Registration No.112081W/W100184

  
**Suresh Murarka**  
Partner  
Membership No. 44739



Place: Mumbai

Date: 28<sup>th</sup> May 2018

**ANNEXURE "B" to the Independent Auditor's Report of even date to the members of Royal Mall Private Limited, on the standalone financial statements for the year ended 31<sup>st</sup> March 2018.**

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

We have audited the internal financial controls over financial reporting ("IFCoFR") of Royal Mall Private Limited ("the Company") as at 31<sup>st</sup> March 2018, in conjunction with our audit of the standalone financial statements of the Company as at that date.

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

1. The Company's Board of Directors is responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 the Company's business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditors' Responsibility**

2. Our responsibility is to express an opinion on the Company's IFCoFR based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India ("the ICAI") and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of IFCoFR, and the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were established and maintained and if such controls operated effectively in all material respects.
3. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, 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.
4. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion on the Company's IFCoFR.



## Meaning of Internal Financial Controls over Financial Reporting

5. A company's IFCoFR 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 IFCoFR include 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

6. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that IFCoFR 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<sup>st</sup> March, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

**For S G C O & Co. LLP**

Chartered Accountants

Firm's Registration No.112081W/W100184

  
**Suresh Murarka**

Partner

Membership No.: 44739



Place: Mumbai

Date:

28<sup>th</sup> May 2018

Royal Mall Private Limited  
Balance Sheet as at 31 March 2018


(Amount in Rs)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017	As at 1.04.2016
<b>ASSETS</b>				
<b>Non-current assets</b>				
<u>Financial assets</u>				
Investments	3	-	-	-
<b>Total non-current assets</b>		-	-	-
<b>Current assets</b>				
<u>Financial assets</u>				
Trade receivables	4	-	337,500	-
Cash and cash equivalents	5	21,275	44,225	4,225
<b>Total current assets</b>		<b>21,275</b>	<b>381,725</b>	<b>4,225</b>
<b>TOTAL ASSETS</b>		<b>21,275</b>	<b>381,725</b>	<b>4,225</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
Share capital	6	100,000	100,000	100,000
Other equity		(249,844)	(185,810)	(234,726)
<b>Total equity</b>		<b>(149,844)</b>	<b>(85,810)</b>	<b>(134,726)</b>
<b>Liabilities</b>				
<b>Current liabilities</b>				
<u>Financial liabilities</u>				
Borrowings	7	72,569	360,292	67,708
Trade payables	8	69,593	80,743	69,243
Other Current Liabilities	9	2,457	-	-
Income tax Liabilities (net)	10	26,500	26,500	2,000
<b>Total Current liabilities</b>		<b>171,119</b>	<b>467,535</b>	<b>138,951</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>21,275</b>	<b>381,725</b>	<b>4,225</b>

Notes 1 to 22 form an integral part of the standalone financial statements

This is the Balance Sheet referred to in our audit report of even date


For S G C O & Co. LLP  
Chartered Accountants  
Firm Registration No. 112081W/W100184

  
**Suresh Murarka**  
Partner  
Mem. No. 44739

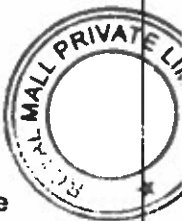


Place : Mumbai  
Date : 28th May 2018

For and on behalf of the Board of Directors

  
**Sudhanshu Chaturvedi**  
Director  
DIN : 05151360

  
**Prashant Koparde**  
Director  
DIN : 06838824




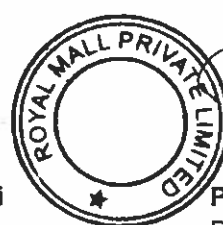



Place : Mumbai  
Date : 28th May 2018



Royal Mall Private Limited  
Statement of Profit and Loss for the year ended 31 March 2018

(Amount in Rs)

Particulars	Note No.	Year ended 31.03.2018	Year ended 31.03.2017
<b>INCOME</b>			
Revenue from operations	11	-	375,000
<b>Total income</b>		<b>-</b>	<b>375,000</b>
<b>EXPENSES</b>			
Finance Cost	12	24,574	1,434
Other expenses	13	14,767	161,500
<b>Total expenses</b>		<b>39,341</b>	<b>162,934</b>
<b>Profit / (Loss) before tax</b>		<b>(39,341)</b>	<b>212,066</b>
<b>Income Tax expense:</b>			
Current income tax		-	64,000
Tax adjustment for earlier years		24,693	(850)
<b>Total Income Tax expense</b>		<b>24,693</b>	<b>63,150</b>
<b>Profit/ (loss) for the year (A)</b>		<b>(64,034)</b>	<b>148,916</b>
<b>Other comprehensive income (OCI)</b>			
Items not to be reclassified subsequently to profit or - Gains/(losses) from investments in equity instruments measured at fair value		-	(100,000)
<b>Other comprehensive income for the year, net of tax (B)</b>		<b>-</b>	<b>(100,000)</b>
<b>Total comprehensive income/ (loss) for the year, net of tax (A+B)</b>		<b>(64,034)</b>	<b>48,916</b>
<b>Earnings per share (EPS)</b>			
(per equity share of nominal value Rs. 10 each)	14		
Basic and diluted (in Rs.)		(6.40)	14.89
<b>Notes 1 to 22 form an integral part of the standalone financial statements</b>			
This is the statement of profit and loss referred to in our audit report of even date			
<b>For S G C O &amp; Co. LLP</b> Chartered Accountants Firm Registration No. 112081W/W100184   <b>Suresh Murarka</b> Partner Mem. No. 44739 		<b>For and on behalf of the Board of Directors</b>   <b>Sudhanshu Chaturvedi</b> Director DIN : 05151360    <b>Prashant Koparde</b> Director DIN : 06838824	
Place : Mumbai Date : 28th May 2018		Place : Mumbai Date : 28th May 2018	

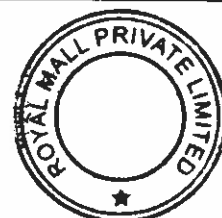
Royal Mall Private Limited  
Cash Flow Statement for the year ended 31 March 2018

(Amount in Rs)

Particulars	Year ended 31.03.2018	Year ended 31.03.2017
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net (loss) / profit before tax	(39,341)	212,066
<b>Adjustments for</b>		
Finance costs	24,574	1,434
<b>Operating profit before working capital changes</b>	<b>(14,767)</b>	<b>213,500</b>
<b>Adjustments for changes in working capital:</b>		
Decrease / (Increase) in trade receivables	337,500	(337,500)
(Decrease) / Increase in trade and other payables	(11,150)	11,500
(Decrease) / Increase in other financial liabilities	2,457	
<b>Cash generated from / (used in) operations</b>	<b>314,040</b>	<b>(112,500)</b>
Direct taxes paid (net of refunds received)	(24,693)	(38,650)
<b>Net cash (used in) / from generated from operating activities</b>	<b>289,347</b>	<b>(151,150)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Gains/(losses) from investments in equity instruments measured at fair value	-	(100,000)
<b>Net cash (used in) / generated from investing activities</b>	<b>-</b>	<b>(100,000)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from short-term borrowings (net)	(287,723)	292,584
Interest paid	(24,574)	(1,434)
<b>Net cash (used in) / from financing activities</b>	<b>(312,297)</b>	<b>291,150</b>
<b>Net decrease in cash and cash equivalents (A+B+C)</b>	<b>(22,950)</b>	<b>40,000</b>
Cash and cash equivalents at the beginning of the year	44,225	4,225
<b>Cash and cash equivalents at the end of the year</b>	<b>21,275</b>	<b>44,225</b>
<b>Components of cash and cash equivalents considered only for the purpose of cash flow statement</b>		
In bank current accounts in Indian rupees	17,050	40,000
Cash on hand	4,225	4,225
	<b>21,275</b>	<b>44,225</b>

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 amendments to Ind AS 7 Cash flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities, to meet the disclosure requirement. This amendment has become effective from 1st April, 2017 and the required disclosure is made below. There is no other impact on the financial statements due to this amendments.



Royal Mall Private Limited  
Cash Flow Statement for the year ended 31 March 2018

(Amount in Rs)

Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities

Particulars	31.03.17	Cash flows	Non-cash changes		31.03.18
			Fair value changes	Current / Non - current classification	
Short-term borrowings	360,292	(287,723)			72,569
<b>Total liabilities from financing activities</b>	<b>360,292</b>	<b>(287,723)</b>	-	-	<b>72,569</b>

Notes 1 to 22 form an integral part of the standalone financial statements

This is the Cash Flow Statement referred to in our audit report of even date

For S G C O & Co. LLP  
Chartered Accountants  
Firm Registration No. 112081W/W100184

For and on behalf of the Board of Directors

  
**Suresh Murarka**  
Partner  
Mem. No. 44739  
Place : Mumbai  
Date : 28th May 2018



  
**Sudhanshu Chaturvedi**  
Director  
DIN : 05151360  
Place : Mumbai  
Date : 28th May 2018

  
**Prashant Koparde**  
Director  
DIN : 06838824



Royal Mall Private Limited  
Statement of Changes in Equity for the year ended 31 March 2018

A) Equity share capital

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
<b>Authorised share capital</b> 10,000 equity shares of Rs.10/- each	100,000	100,000	100,000
<b>Total authorised share capital</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>
<b>Issued, subscribed and paid-up equity share capital:</b> 10,000 equity shares of Rs. 10/- each, fully paid up	100,000	100,000	100,000
<b>Total issued, subscribed and paid-up equity share capital</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>

B) Other equity

(Amount in Rs)

Particulars	Retained Earnings	Other Comprehensive Income	Total equity attributable to equity holders
		Gains/(losses) from investments in equity instruments measured at fair value	
As at 1 April 2016	(234,726)	-	(234,726)
Total comprehensive income for the year	148,916	(100,000)	48,916
As at 31 March 2017	(85,810)	(100,000)	(185,810)
Total comprehensive income for the year	(64,034)	-	(64,034)
As at 31 March 2018	(149,844)	(100,000)	(249,844)

Notes 1 to 22 form an integral part of the standalone financial statements

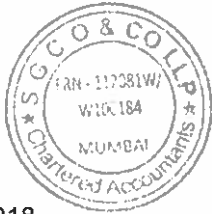
This is the Statement of Changes in Equity referred to in our audit report of even date

For S G C O & Co. LLP  
Chartered Accountants  
Firm Registration No. 112081W/W100184

  
Suresh Murarka

Partner  
Mem. No. 44739

Place: Mumbai  
Date : 28th May 2018

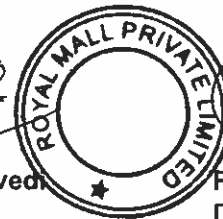


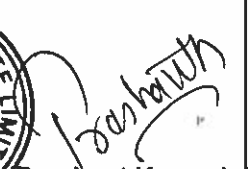
For and on behalf of the Board of Directors

  
Sudhanshu Chaturvedi

Director  
DIN : 05151360

Place: Mumbai  
Date : 28th May 2018



  
Prashant Koparde

Director  
DIN : 06838824

**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**Note 1 Corporate Information**

Royal Mall Private Limited ("the Company") is a private company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India.

**Note 2.1 Basis of Preparation**

**(a) Statement of Compliance**

These Ind AS standalone financial statements (hereinafter "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.

The Company's financial statements up to and for the year ended 31 March 2017 were prepared in accordance with the Companies (Accounting Standards) Rules, 2006 notified under Section 133 of the Act and other relevant provisions of the Act. As these are the Company's first Ind AS financial statements prepared in accordance with Ind AS 101, First Time Adoption of Indian Accounting Standards has been applied. An explanation of how the transition to Ind AS has affected the previously reported financial position, financial performance and cash flows of the Company is provided in Note 2.3 to these Ind AS financial statements.

These Ind AS financial statements for the year ended 31 March 2018 have been reviewed by the Audit Committee and approved by the Board of Directors at their meetings held on 28th May 2018.

Details of accounting policies are included in Note 2.2 to the Ind AS financial statements.

**(b) Historical cost convention**

These financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities which are 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

**(c) Functional and presentation currency**

These Ind AS financial statements are presented in Indian Rupees (INR), which is 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 Indian Rupees, except for share data and as otherwise stated.

**(d) Use of estimates and judgements**

In preparing these 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.

**Note 2.2 Significant accounting policies**

The accounting policies set out below have been applied consistently to all periods presented in these financial statements and in preparing the opening Ind AS balance sheet at 1 April 2016 for the purposes of the transition to Ind AS, unless otherwise indicated.

**(a) Current vs non-current classification**

**Operating cycle**

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

**Current – non current classification**

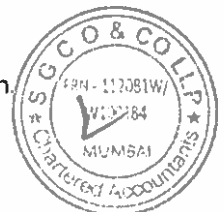
The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

**Assets**

An asset is classified as current when it satisfies any of the following criteria:

- a. it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- b. it is held primarily for the purpose of being traded;
- c. it is expected to be realised within 12 months after the reporting date; or
- d. it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non current.



**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**Liabilities**

A liability is classified as current when it satisfies any of the following criteria:

- a. it is expected to be settled in the company's normal operating cycle;
  - b. it is held primarily for the purpose of being traded;
  - c. it is due to be settled within 12 months after the reporting date; or
  - d. the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.
- Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non current.

**(b) 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.

**i) Financial Assets**

A financial asset is

- (i) a contractual right to receive cash or another financial asset; to exchange financial assets or financial liabilities under potentially favourable conditions;
- (ii) or a contract that will or may be settled in the entity's own equity instruments and a non-derivative for which the entity is or may be obliged to receive a variable number of the entity's 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.

**Initial Recognition**

In the case of financial assets, not recorded at fair value through profit or loss (FVTPL), financial assets are recognised initially at fair value plus transaction costs that are directly 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.

**Subsequent Measurement**

For purposes of subsequent measurement, financial assets are classified in following categories:

**Financial Assets at Amortised Cost**

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

**Financial Assets Measured at Fair Value**

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.



**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2018**

**Impairment of Financial Assets**

In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL 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.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

**De-recognition of Financial Assets**

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the assets and an associated liability for amounts it may have to pay.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

**ii) Equity Instruments and Financial Liabilities**

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

**Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

**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;

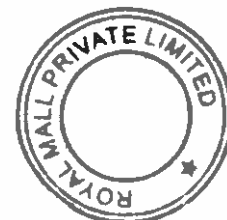
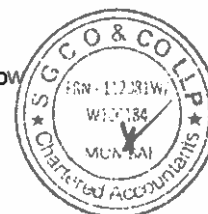
(ii) or a contract that will or may be settled in the entity's own equity instruments and is a non-derivative for which the entity is or may be obliged to deliver a variable number of its own equity instruments; or a derivative that will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments.

**Initial Recognition**

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings and payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

**Subsequent Measurement**

The measurement of financial liabilities depends on their classification, as described below



**Summary of significant accounting policies and other explanatory information**  
**for the year ended 31 March 2018**

**Financial liabilities at FVTPL**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

**Financial liabilities at amortised cost**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss.

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.

**De-recognition of Financial Liabilities**

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. 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 de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

**iii) Offsetting Financial Instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis to realise the assets and settle the liabilities simultaneously.

**(c) Revenue Recognition:**

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable using the Effective Interest Rate ("EIR") method.

**(d) Income Tax**

Income tax comprises of current and deferred income tax. Income tax is recognised as an expense or income in the Statement of Profit and Loss, except to the extent it relates to items directly recognised in equity or in OCI.

**Current Income Tax**

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

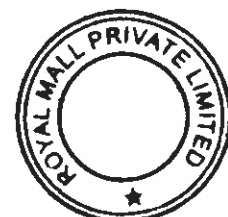
**Deferred Income Tax**

Deferred tax is determined by applying the Balance Sheet approach. Deferred tax assets and liabilities are recognised for all deductible temporary differences between the financial statements' carrying amount of existing assets and liabilities and their respective tax base. Deferred tax assets and liabilities are measured using the enacted tax rates or tax rates that are substantively enacted at the Balance Sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the period that includes the enactment date. Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Such assets are reviewed at each Balance Sheet date to reassess realisation.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**Minimum Alternative Tax ("MAT")**

Minimum Alternative Tax ("MAT") credit is recognised as an asset only when and to the extent it is probable that the Company will pay normal income tax during the specified period.





**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**(e) Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions (excluding gratuity and compensated absences) are determined based on management's estimate required to settle the obligation at the Balance Sheet date. In case the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

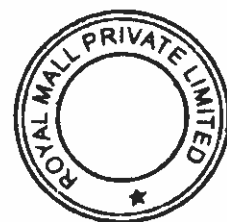
Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

**(f) 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.

**(g) Cash and cash equivalents**

Cash and cash equivalent comprise of cash on hand and at banks, which are subject to an insignificant risk of changes in value.



**NOTE 2.3 : FIRST TIME ADOPTION OF IND AS**

These are Company's first financial statements prepared in accordance with Ind AS.

The accounting policies set out in Note 2.2 have been applied in preparing the financial statements for the year ended March 31, 2018, the comparative information presented in these financial statements for the year ended March 31, 2017 and in the preparation of an opening Ind AS balance sheet as at April 1, 2016 (The Company's date of transition). In preparing its opening Ind AS balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with accounting standards notified under Companies(Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes :

**A) Exemptions and exceptions availed**

**a) Estimates**

An entity estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. Ind AS estimates at April 1, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP.

**b) Derecognition of financial assets and financial liabilities**

Ind AS 101 requires a first time adopter to apply the derecognition provisions of Ind AS 109 prospectively for transactions occurring on or after the date of transition to Ind AS. Accordingly,the Company has applied the derecognition requirement for financial assets and financial liabilities in Ind AS 109 prospectively for transactions occurring on or after date of transition to Ind AS.

**c) Classification of financial assets and liabilities**

Ind AS 101 requires an entity to assess classification and measurement of financial assets on the basis of facts and circumstances that exist on the date of transition to Ind AS. Accordingly, the Company has applied the above requirement prospectively.

**d) Impairment of financial assets**

Ind AS 101 requires an entity to assess and determine the impairment allowance on financial assets as per Ind AS 109 using the reasonable and supportable information that is available without undue cost or effort to determine the credit risk at the date that financial instruments which were initially recognised and compare that to the credit risk at the date of transition to Ind AS. The Company has applied this exception prospectively.

**B) Transition to Ind AS - Reconciliations**

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS in accordance with Ind AS 101:

- I. Reconciliation of Balance sheet as at April 1, 2016 and March 31, 2017 between previous GAAP and IND AS
- II. Reconciliation of Total Comprehensive Income for the year ended March 31, 2017 between previous GAAP and IND AS
- III. Reconciliation of Equity as at April 1, 2016 and March 31, 2017 between previous GAAP and IND AS

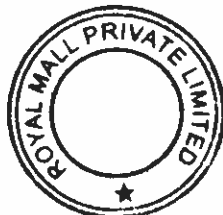
The presentation requirements under Previous GAAP differs from Ind AS and hence Previous GAAP information has been regrouped for ease of reconciliation with Ind AS. The Regrouped Previous GAAP information is derived from the Financial Statements of the Company prepared in accordance with Previous GAAP.



**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**I. Reconciliation of Balance sheet as at April 1, 2016 and March 31, 2017 between previous GAAP and IND AS**

Particulars	Foot notes	Balance sheet as at 31.03.2017			(Amount in Rs) Opening balance sheet as at 01.04.2016		
		Previous GAAP	Effects of transition to Ind AS	Ind AS	Previous GAAP	Effects of transition to Ind AS	Ind AS
<b>ASSETS</b>							
<b>Non-current assets</b>							
<u>Financial assets</u>							
Investments	1	100,000	(100,000)	-	-	-	-
<b>Total non-current assets</b>		<b>100,000</b>	<b>(100,000)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Current assets</b>							
<u>Financial assets</u>							
Trade receivables		337,500	-	337,500	-	-	-
Cash and cash equivalents		44,225	-	44,225	4,225	-	4,225
<b>Total current assets</b>		<b>381,725</b>	<b>-</b>	<b>381,725</b>	<b>4,225</b>	<b>-</b>	<b>4,225</b>
<b>TOTAL ASSETS</b>		<b>481,725</b>	<b>(100,000)</b>	<b>381,725</b>	<b>4,225</b>	<b>-</b>	<b>4,225</b>
<b>EQUITY AND LIABILITIES</b>							
<b>Equity</b>							
Equity share capital		100,000	-	100,000	100,000	-	100,000
Other equity		(85,810)	(100,000)	(185,810)	(234,726)	-	(234,726)
<b>Total equity</b>		<b>14,190</b>	<b>(100,000)</b>	<b>(85,810)</b>	<b>(134,726)</b>	<b>-</b>	<b>(134,726)</b>
<b>Liabilities</b>							
<b>Non-current liabilities</b>							
<u>Financial liabilities</u>							
Borrowings		360,292	-	360,292	67,708	-	67,708
<b>Total non-current liabilities</b>		<b>360,292</b>	<b>-</b>	<b>360,292</b>	<b>67,708</b>	<b>-</b>	<b>67,708</b>
<b>Current liabilities</b>							
<u>Financial liabilities</u>							
Trade payables		80,743	-	80,743	69,243	-	69,243
Current Tax Liabilities		26,500	-	26,500	2,000	-	2,000
<b>Total current liabilities</b>		<b>107,243</b>	<b>-</b>	<b>107,243</b>	<b>71,243</b>	<b>-</b>	<b>71,243</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>481,725</b>	<b>(100,000)</b>	<b>381,725</b>	<b>4,225</b>	<b>-</b>	<b>4,225</b>



ii. Reconciliation of Total Comprehensive Income for the year ended March 31, 2017 between previous GAAP and IND AS  
(Amount in Rs)

Particulars	Foot Notes	Year ended 31.03.2017		
		Previous GAAP	Effects of transition to Ind AS	Ind AS
<b>Income</b>				
Revenue from operations		375,000	-	375,000
<b>Total income</b>		<b>375,000</b>	<b>-</b>	<b>375,000</b>
<b>Expenses</b>				
Finance costs		1,434	-	1,434
Other expenses		161,500	-	161,500
<b>Total expenses</b>		<b>162,934</b>	<b>-</b>	<b>162,934</b>
<b>Profit/ (loss) before tax</b>		<b>212,066</b>	<b>-</b>	<b>212,066</b>
<b>Income Tax expense:</b>				
Current income tax		64,000	-	64,000
Tax adjustment for earlier years		(850)	-	(850)
<b>Total Income Tax expense</b>		<b>63,150</b>	<b>-</b>	<b>63,150</b>
<b>Profit/ (loss) for the year (A)</b>		<b>148,916</b>	<b>-</b>	<b>148,916</b>
<b>Other comprehensive income</b>				
Items not to be reclassified subsequently to profit or loss				
- Gains/(losses) from investments in equity instruments measured at fair value	2	-	(100,000)	(100,000)
<b>Other comprehensive income for the year, net of tax (B)</b>		<b>-</b>	<b>(100,000)</b>	<b>(100,000)</b>
<b>Total comprehensive income for the year, net of tax (A+B)</b>		<b>148,916</b>	<b>(100,000)</b>	<b>48,916</b>

## iii. Reconciliation of Equity as at April 1, 2016 and March 31, 2017 between previous GAAP and IND AS

(Amount in Rs)

Particulars	Foot notes	As at	
		31.03.17	01.04.16
Equity as per Previous GAAP		14,190	(134,726)
<b>Add/(Less) :</b>			
Measurement of Investment in equity instrument at fair value through Other Comprehensive Income	1	(100,000)	-
<b>Equity as per IND AS</b>		<b>(85,810)</b>	<b>(134,726)</b>



**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**Footnotes to the reconciliation of Balance sheet as at April 1, 2016 & March 31, 2017 and Statement of profit and loss for the year ended March 31, 2017**

**1) Financial Assets**

Under Indian GAAP, the Company accounted for long term investments in quoted equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments. Under Ind AS, the Company has designated such investments as FVTOCI investments. Ind AS requires FVTOCI investments to be measured at fair value. At the date of transition to Ind AS, difference between the instruments at fair value and Indian GAAP carrying amount has been recognised as a separate component of equity, in the FVTOCI reserve, net of related deferred taxes.

**2) Other Comprehensive Income**

Under Indian GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP profit or loss to profit or loss as per Ind AS. Further, Indian GAAP profit or loss is reconciled to total comprehensive income as per Ind AS.

**3) Statement of Cash Flows**

The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flow from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March, 2017 as compared with the previous GAAP.



## Note 3 : Investments

(Amount in Rs)

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
<b>I. Investments valued At Fair value</b>			
Investment in equity shares			
i) In Subsidiary Company	-	-	-
<b>Total non-current investments</b>	<b>-</b>	<b>-</b>	<b>-</b>

## Note 3.1 Detailed list of non-current investments

Face value of Rs. 10 each, unless otherwise stated

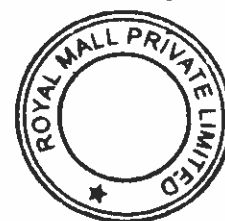
	As at 31.03.18		As at 31.03.17		As at 01.04.16	
	Nos	Amount	Nos	Amount	Nos	Amount
<b>I. Investments valued At Fair value through Other Comprehensive Income, unquoted</b>						
<b>i) In Subsidiary Company</b>						
<b>Investments valued at fair value, fully paid up</b>						
Prozone Intu Developers Private Limited (Formerly known as Jaipur Festival City Private Limited)	10,000	100,000	10,000	100,000	-	-
		<u>100,000</u>		<u>100,000</u>		<u>-</u>
<b>Total non-current investments</b>		<u>100,000</u>		<u>100,000</u>		<u>-</u>
<b>* Provision for Diminution in value of investment</b>						
- Prozone Intu Developers Private Limited		(100,000)		(100,000)		-
<b>Total Provision for Diminution in value of investment</b>		<u>(100,000)</u>		<u>(100,000)</u>		<u>-</u>
		<u>-</u>		<u>-</u>		<u>-</u>

Particular	As at 31.03.18	As at 31.03.17	As at 01.04.16
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## Details:

## Aggregate of non-current investments:

Book value of investments (net of impairment allowance) - - -  
Investments carried at fair value through OCI - - -



(Amount in Rs)

**Note 4 : Trade receivables**

(Unsecured)

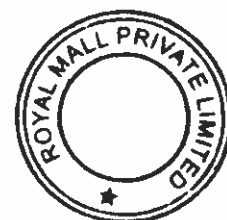
Particular	As at 31.03.18	As at 31.03.17	As at 01.04.16
Trade receivables - considered good	-	337,500	-
<b>Total Trade Receivables</b>	<b>-</b>	<b>337,500</b>	<b>-</b>

**Trade Receivables Due from Related parties**

Fellow Subsidiary- Kruti Multitrade Private Limited- 31.03.2018:Rs Nil; 31.03.2017: Rs. 3,37,500; 01.04.2016: Rs Nil.)

**Note 5 : Cash and cash equivalents**

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
Balances with banks - Current accounts in Indian rupees	17,050	40,000	-
Cash on hand	4,225	4,225	4,225
<b>Total cash and cash equivalents</b>	<b>21,275</b>	<b>44,225</b>	<b>4,225</b>



Royal Mall Private Limited  
**Summary of significant accounting policies and other explanatory information**  
for the year ended 31 March 2018

**Note 6 : Share capital**

(Amount in Rs)

Particulars	As at	As at	As at
	31.03.18	31.03.17	01.04.16
<b>Authorised share capital</b>			
10,000 equity shares of Rs.10/- each (31.03.17: 10,000 shares, 01.04.2016: 10,000 shares)	100,000	100,000	100,000
<b>Total authorised share capital</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>
<b>Issued, subscribed and paid-up equity share capital:</b>			
10,000 equity shares of Rs. 10/- each, fully paid up (31.03.17: 10,000 shares, 01.04.2016: 10,000 shares)	100,000	100,000	100,000
<b>Total issued, subscribed and paid-up equity share capital</b>	<b>100,000</b>	<b>100,000</b>	<b>100,000</b>

**a. Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year**

Particulars	As at 31.03.18		As at 31.03.17		As at 01.04.16	
	No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
<b>Equity Shares of Rs. 10/- each fully paid up</b>						
At the beginning of the year	10,000	100,000	10,000	100,000	10,000	100,000
Issued during the year						
<b>Outstanding at the end of the year</b>	<b>10,000</b>	<b>100,000</b>	<b>10,000</b>	<b>100,000</b>	<b>10,000</b>	<b>100,000</b>

**b. Terms/rights attached to equity shares:**

(i) The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. Any fresh equity shares shall rank pari-passu with the existing shares.

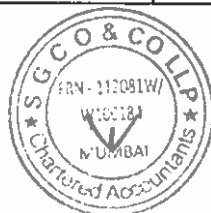
(ii) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

**c. Shareholding of more than 5%:**

Name of the Shareholder	As at 31.03.18		As at 31.03.17		As at 01.04.16	
	% held	No. of shares	% held	No. of shares	% held	No. of shares
Prozone Intu Properties Limited (Formerly known as Prozone Capital Shopping Centres Limited), Holding Company and its Nominees	100%	10,000	100%	10,000	100%	10,000

**d) Shares held by holding / ultimate holding company and/or their subsidiaries / associates :**

Particulars	As at 31.03.18		As at 31.03.17		As at 01.04.16	
	No. of shares	Amount	No. of shares	Amount	No. of shares	Amount
<b>Prozone Intu Properties Limited (Formerly known as Prozone Capital Shopping Centers Limited) , Holding Company</b>						
Equity Shares of Rs. 10/- each fully paid up	10,000	100,000	10,000	100,000	10,000	100,000





(Amount in Rs)

**Note 7 : Borrowings**

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
<b>Unsecured</b>			
Loan from holding company*	72,569	360,292	67,708
<b>Total Borrowings</b>	<b>72,569</b>	<b>360,292</b>	<b>67,708</b>

\* carry interest @ 8.5% p.a. (31.03.2017: 8.5% p.a., 01.04.2016: 8.5% p.a.)

**Note 8 : Trade payables**

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
- Total outstanding dues of Micro Enterprises and Small Enterprises	11,800	22,950	11,450
- Total outstanding dues of creditors other than Micro Enterprises and	57,793	57,793	57,793
<b>Total Trade Payables</b>	<b>69,593</b>	<b>80,743</b>	<b>69,243</b>

The Company has amounts due to micro and small suppliers registered under the Micro, Small and Medium Enterprises Development Act 2006 (MSMED Act), as at 31 March 2017.

The disclosure pursuant to the said Act is as under:

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
Principal amount due to suppliers under MSMED Act	11,800	22,950	11,450
Interest accrued and due to suppliers under MSMED Act on the above amount	-	-	-
Payment made to suppliers (other than interest) beyond appointed day during the year	-	-	-
Interest paid to suppliers under MSMED Act	-	-	-
Interest due and payable to suppliers under MSMED Act towards payments already made	-	-	-
Interest accrued and remaining unpaid at the end of the 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 section 23 of the MSMED Act.	-	-	-

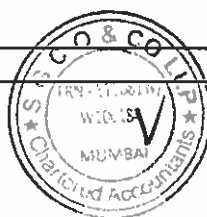
Interest paid or payable by the Company on the aforesaid principal amount has been waived by the concerned suppliers.

**Note 9 : Other Current Liabilities**

Particulars	As at 31.03.18	As at 31.03.17	As at 01.04.16
Duties and taxes	2,457	-	-
<b>Total Other Financial Liabilities</b>	<b>2,457</b>	<b>-</b>	<b>-</b>

**Note 10: Income tax Liabilities (net)****Income tax liabilities (Net)**

Particular	As at 31.03.18	As at 31.03.17	As at 01.04.16
Advance income tax and TDS (net of provisions)	26,500	26,500	2,000
<b>Total income tax assets (Net)</b>	<b>26,500</b>	<b>26,500</b>	<b>2,000</b>



(Amount in Rs)

**Note 11 : Revenue from operations**

Particulars	Year ended 31.03.18	Year ended 31.03.17
Management Consultancy	-	375,000
<b>Total Revenue from Operations</b>	<b>-</b>	<b>375,000</b>

**Note 12 : Finance Cost**

Particulars	Year ended 31.03.18	Year ended 31.03.17
Interest on loan	24,574	1,434
<b>Total finance costs</b>	<b>24,574</b>	<b>1,434</b>

**Note 13 : Other expenses**

Particulars	Year ended 31.03.18	Year ended 31.03.17
Legal and Professional	-	150,000
Auditor's Remuneration	11,800	11,500
Miscellaneous Expenses	2,967	
<b>Total other expenses</b>	<b>14,767</b>	<b>161,500</b>

**Payment to Auditor includes:**

Particulars	Year ended 31.03.18	Year ended 31.03.17
Statutory audit fees	11,800	11,500
	<b>11,800</b>	<b>11,500</b>

**Note 14 : Earnings per share (EPS)**

A reconciliation of profit for the year and equity shares used in the computation of basic and diluted earnings per equity share is set out below:

**Basic:** Basic earnings per share is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the year, excluding equity shares purchased by the Company and held as treasury shares.

**Diluted:** Diluted earnings per share is calculated by adjusting the weighted average number of equity shares outstanding during the year for assumed conversion of all dilutive potential equity shares. Employee share options are dilutive potential equity shares for the Company.

**Basic and diluted EPS**

Particulars		Year ended 31.03.18	Year ended 31.03.17
Profit computation for basic earnings per share of Rs. 10 each			
Net Profit after Tax as per Statement of Profit and Loss attributable to Equity		(64,034)	148,916
Weighted average number of equity shares for EPS computation	(Nos.)	10,000	10,000
EPS - Basic and Diluted EPS	(Rs.)	<b>(6.40)</b>	<b>14.89</b>



**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

(Amount in Rs)

**Note 15 : Related party disclosures as required under Indian Accounting Standard 24, "Related party disclosures" are given below:**

a) Names of related parties and nature of relationship (to the extent of transactions entered into during the year except for control relationships where all parties are disclosed)

Nature of relationship	Nature of the party
Mr Sudhanshu Chaturvedi	Director
Mr Prashant Koparde	Director
Prozone Intu Properties Limited	Holding Company
Kruti Multitrade Private Limited	Fellow Subsidiary Company

b) Transactions carried out with related parties referred to above, in ordinary course of business and balances outstanding:

Particulars	Year ended 31.03.18	Year ended 31.03.17
<b>i) Holding Company</b>		
<b>Prozone Intu Properties Limited</b>		
Loan Taken	27,660	291,150
Loan Repaid	339,957	-
Interest Expense	24,574	1,434
<b>Balance outstanding as at the year end</b>		
Loan taken	72,569	360,292
Sale/Purchase of Goods & Services	57,793	57,793
<b>Balance outstanding as at beginning of the year</b>		
Loan taken	360,292	67,708
Sale/Purchase of Goods & Services	57,793	57,793
<b>ii) Fellow Subsidiary Company</b>		
<b>Kruti Multitrade Private Limited</b>		
Sale/Purchase of Goods & Services	-	375,000
<b>Balance outstanding as at the year end</b>		
Trade Receivables	-	337,500
<b>Balance outstanding as at beginning of the year</b>		
Trade Receivables	337,500	-

**Note 16: Contingent liabilities disclosures as required under Indian Accounting Standard 37, "Provisions, Contingent Liabilities and Contingent Assets":**

Contingent Liabilities not provided for Rs. NIL (P.Y. Rs. NIL).

**Note 17: Disclosure relating to employee benefits as per Ind AS 19 'Employee Benefits'**

No Provision for retirement benefits is made as required by the Indian Accounting Standard (IND AS) - 19, since the Company does not have any employees during the year.

**Note 18 : Deferred tax liabilities/(assets)**

There are no items attributable to the deductible temporary differences between the financial statements' carrying amount of existing assets and liabilities and their respective tax base as required by Ind AS-12. In view of uncertainty regarding generation of sufficient future taxable income and as matter of prudence no deferred tax assets has been recognized on the losses incurred during the year.



Royal Mall Private Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2018

Note 19: Fair Value Measurement

(i) Financial instruments by category

Particulars	Refer note	31 March 2018			31 March 2017			01 April 2016		
		FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost	FVPL	FVOCI	Amortised Cost
<b>Financial Assets:</b>										
Trade receivables	4	-	-	-	-	-	337,500	-	-	-
Cash and cash equivalents	5	-	-	21,275	-	-	44,225	-	-	4,225
<b>Total Financial Assets</b>		-	-	<b>21,275</b>	-	-	<b>381,725</b>	-	-	<b>4,225</b>
<b>Financial Liabilities:</b>										
Borrowings	7	-	-	72,569	-	-	360,292	-	-	67,708
Trade payables	8	-	-	69,593	-	-	80,743	-	-	69,243
<b>Total Financial Liabilities</b>		-	-	<b>142,162</b>	-	-	<b>441,035</b>	-	-	<b>136,951</b>

(ii) Fair value hierarchy

Fair value hierarchy explains the judgement and estimates made in determining the fair values of the financial instruments that are -

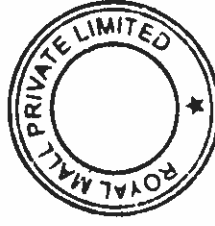
- recognised and measured at fair value
- measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Inputs other than quoted prices included within 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 assets or liabilities that are not based on observable market data (unobservable inputs)



Royal Mall Private Limited

Summary of significant accounting policies and other explanatory information for the year ended 31 March 2018

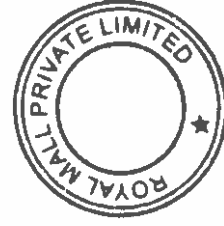
**Note 19: Fair Value Measurement**

Assets and Liabilities that are disclosed at Amortised Cost for which Fair values are disclosed are classified as Level 3.

If one or more of the significant inputs is not based on observable market data, the respective assets and liabilities are considered under Level 3.

**(iii) Fair value of financial assets and liabilities measured at amortised cost**

Particulars	Refer note	(Amount in Rs)			
		31 March 2018		01 April 2016	
		Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets:</b>					
Trade receivables	4	-	-	-	-
Cash and cash equivalents	5	21,275	21,275	4,225	4,225
<b>Total Financial Assets</b>		<b>21,275</b>	<b>21,275</b>	<b>4,225</b>	<b>4,225</b>
<b>Financial Liabilities:</b>					
Borrowings	7	72,569	72,569	67,708	67,708
Trade payables	8	69,593	69,593	69,243	69,243
<b>Total Financial Liabilities</b>		<b>142,162</b>	<b>142,162</b>	<b>136,951</b>	<b>136,951</b>



**Note 20 : Financial risk management objectives and policies**

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

**i. Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Major financial instruments affected by market risk includes loans and borrowings.

**a) 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 the risk of changes in market interest rates relates primarily to the Company's total debt obligations with floating interest rates.

**b) Foreign currency risk**

The Company is not exposed to any foreign exchange risk as at the respective reporting dates.

**c) Other price risk**

The Company is not exposed to any other price risk.

**ii. Credit risk**

Credit risk refers to the risk of default on its obligation by the counterparty resulting in a financial loss. The maximum exposure of the financial assets are contributed by trade receivables, cash and cash equivalents and receivable from group companies. There is no Expected Credit Loss as per the management's discretion.

**iii. Liquidity risk**

Liquidity is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

The table below provides details regarding the contractual maturities of significant financial liabilities:

Particulars	(Amount in Rs)				Total
	On demand	0 - 6 Months	6 - 12 Months	More than 1 Year	
<b>As at 31 March 2018</b>					
Borrowings	72,569	-	-	-	72,569
Trade payables	69,593	-	-	-	69,593
	<b>142,162</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>142,162</b>
<b>As at 31 March 2017</b>					
Borrowings	360,292	-	-	-	360,292
Trade payables	80,743	-	-	-	80,743
	<b>441,035</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>441,035</b>
<b>As at 01 April 2016</b>					
Borrowings	67,708	-	-	-	67,708
Trade payables	69,243	-	-	-	69,243
	<b>136,951</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>136,951</b>



**Summary of significant accounting policies and other explanatory information  
for the year ended 31 March 2018**

**Note 21 : Capital management**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximise returns for the shareholders and benefits for other stake holders. The aim to maintain an optimal capital structure and minimise cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with others in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total capital plus total debts.

(Amount in Rs)

Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
Total debts	72,569	360,292	67,708
Total equity	(149,844)	(85,810)	(134,726)
<b>Total debts to equity ratio (Gearing ratio)</b>	<b>(0.94)</b>	<b>1.31</b>	<b>(1.01)</b>

**Note 22: Prior year comparatives**

Previous year's figures have been regrouped or reclassified, to conform to the current year's presentation wherever considered necessary.


This is a summary of significant accounting policies and other explanatory information referred to in our report of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Registration No. 112081W/W100184

For and on behalf of the Board of Directors

  
Suresh Murarka  
Partner  
Mem. No. 44739



Place: Mumbai  
Date : 28th May 2018

  
Sudhanshu Chaturvedi  
Director  
DIN : 05151360

Place: Mumbai  
Date : 28th May 2018

  
Prashant Koparde  
Director  
DIN : 06838824

