

# **GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

**30th Annual Report 2018- 2019**

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304.

**BOARD OF DIRECTORS**

Mr. Vinod K. Goenka  
Ms. Sunita Goenka  
Mr. Narayan Prasad Bajaj  
Mrs. Shanita Jain  
Mr. Prakashchand K. Dalmia  
Brig SCK Puri

**STATUTORY AUDITORS**

Mehta Chokshi & Shah  
Chartered Accountants  
Mumbai.

**BANKERS**

Oriental Bank of Commerce  
State Bank of India  
HDFC Bank Ltd.  
NKGSB Co-Op Bank Ltd  
RBL Bank Ltd.

**REGISTERED OFFICE**

DB House,  
Gen.A.K.Vaidya Marg,  
Goregaon (East),  
Mumbai - 400 063.

**CONTENTS**

Board of Directors  
Notice  
Directors' Report  
Auditors' Report  
Balance Sheet  
Statement of Profit & Loss  
Cash Flow Statement  
Notes Forming part of Financial  
Statements from 1 to 44  
Attendance Slip & Proxy Form  
Route Map to the AGM Venue

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.  
CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304.

---

**NOTICE**

NOTICE is hereby given that the 30<sup>th</sup> Annual General Meeting of the Members of GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED will be held on Saturday, 28<sup>th</sup> September, 2019 at 2.00 p.m. at the Registered Office of the Company at DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400063 to transact the following business:

**A G E N D A**

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Shanita Jain (DIN 00088731), who retires by rotation and offers herself for re-appointment.

**BY ORDER OF THE BOARD  
FOR GOAN REAL ESTATE AND CONSTRUCTION PVT. LTD.**

**MUMBAI,  
DATE: 05-09-2019**

**N. P. BAJAJ  
WHOLETIME DIRECTOR  
DIN: 00718905**

## **GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304-05.

---

### **NOTES:**

- 1) A member entitled to attend and vote at a meeting is entitled to appoint another person as his proxy to attend and vote instead of himself and the proxy need not be a member.
- 2) The instrument of proxy should be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
- 3) Members are requested to inform the company any change in their addresses immediately so as to enable the company to despatch any future communication at their correct address.
- 4) Pursuant to Sections 124 and Sections 125 of the Companies act, 2013 corresponding Sections 205A of the Companies Act, 1956 and Section 205C of the companies (amendment) Act, 1999, the amount of dividend for the subsequent years remaining unpaid or unclaimed for a period of seven consecutive years from the date of transfer to unpaid dividend account of the company shall be transferred to the investor education and protection fund (IEPF) set by the government of India and no payments shall be made in respect of any such claims by the IEPF.

The company has transferred the unpaid or unclaimed dividends upto financial years 2011-2012 to the investor education and protection fund (IEPF) established by the central government. The company has uploaded the details of unclaimed dividend amounts lying with the company as on September 28, 2018 (date of the previous annual general meeting) on the web site [www.dynamixgroup.co.in](http://www.dynamixgroup.co.in). The said details have also been uploaded on the website of the Ministry of Corporate Affairs and the same can be accessed through link [www.mca.gov.in](http://www.mca.gov.in).

Attention of the members is drawn to the provisions of Section 124 (6) of the Act, which require a Company to transfer in the name of IEPF Authority all shares in respect of which dividend has not been paid or claimed for 7 (seven) consecutive years or more.

In accordance with the provision of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit Transfer and Refund) Rules, 2016, as amended, the Company has already initiated necessary action for transfer of all shares in respect of which dividend declared for the Financial Year 2011-2012 or earlier Financial Years has not been paid or claimed by the members for 7 (seven) consecutive years or more and submitted the statement of shares transferred to the Investor Education and Protection Fund through Form No. IEPF-4 to Ministry of Corporate Affairs, New Delhi (MCA). Members are advised to visit the website [www.dynamixgroup.co.in](http://www.dynamixgroup.co.in) to ascertain details of shares liable for transfer in the name of IEPF authority.

Members who have not yet encashed their dividend warrant(s)/ Cheques for the financial years ended 31st March, 2012 onwards, are requested to take note of the above and act in their best interest.

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/28402304

**DIRECTORS' REPORT**

Your Directors are pleased to present their 30<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the year ended 31<sup>st</sup> March, 2019.

**OPERATIONS:**

During the year under review, the development of the property with all the infrastructure facilities and amenities has undertaken as per the approved plan at Bambolim, Goa.

The expenditure incurred on the Project under development in respect of real estate construction business is stated at cost by the Company viz. "ALDEIA DE GOA", at Bambolim, Goa and depreciation on assets, net of recoveries including estimated net profits as per the Accounting Policy on Revenue Recognition has been shown under Project Work in Progress as on 31<sup>st</sup> March, 2019.

**FINANCIAL RESULTS:**

The Company has accounted for income by way of estimated Net Profits from advances received from allottees on a year to year basis @ 10% of the amounts and the balance unrecognized profits, if any shall be recognized in the year of completion of the project.

The Income recognized by way of Revenue from Operation and other Income amounted to Rs.3,72,83,306/- (Previous Year Rs. 3,37,80,764/-). The other Financial Highlights are as under:

Particulars	Amount (in Rs.)	
	Year ended March 31, 2019	Year ended March 31, 2018
Profit before Finance Cost, Depreciation, Other Expenses & Taxation	3,72,83,306	3,37,80,764
Less: Finance Cost & Other Expenses	20,24,215	3,34,529
Profit before Tax	3,52,59,091	3,34,46,235
Less: Tax Expenses		
-Current Tax	1,10,00,000	96,20,000
-Prior Year Tax Adjustment	-	-
<b>Profit after Tax</b>	<b>2,42,59,091</b>	<b>2,38,26,235</b>
Other Comprehensive Income	0	0
<b>Total Comprehensive Income for the Year</b>	<b>2,42,59,091</b>	<b>2,38,26,235</b>

The expenditure of Rs. 23,58,91,888/- incurred on the Project during the year (Previous Year Rs. 40,32,48,970/-) has been carried to the Inventories under the head Project Work in Progress.

**DIVIDEND**

In order to meet the requirement of funds for the project, your Directors have not recommended payment of any dividend and decided to plough back the profit (Previous Year Dividend was Nil).

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.  
CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/28402304

---

**MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

Brig. SCK Puri (DIN: 08469887) was appointed as additional Director effective from 03/06/2019 and subsequently his designation has been changed as Wholetime Director w.e.f. 01/07/2019.

Mr. Jayvardhan Goenka has resigned on 27<sup>th</sup> June, 2019 as Director of the Company.

No other material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relate on the date of this report.

**FIXED DEPOSIT**

The Company has not accepted any fixed deposit from the public during the year.

**NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

During the year 2018-19, Six (6) Board meetings were held on 17<sup>th</sup> May, 2018, 15<sup>th</sup> June, 2018, 20<sup>th</sup> August, 2018, 13<sup>th</sup> December, 2018, 6<sup>th</sup> March, 2019 and 28<sup>th</sup> March, 2019.

**WEBLINK OF ANNUAL RETURN, IF ANY**

The Company is having website [www.dynamixgroup.co.in](http://www.dynamixgroup.co.in) and annual return of the Company has been published on the website.

**DIRECTORS**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company Ms. Sunita Goenka (DIN: 01010145) retires at the ensuing annual general meeting and being eligible, offers herself for reappointment.

Brig. SCK Puri (DIN: 08469887) was appointed as additional Director effective from 03/06/2019 and subsequently his designation has been changed as Wholetime Director w.e.f. 01/07/2019.

Mr. Jayvardhan Goenka has resigned on 27<sup>th</sup> June, 2019 as Director of the Company.

**DECLARATION BY AN INDEPENDENT DIRECTOR**

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to our Company.

**DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its responsibility Statement:—

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

## **GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.  
CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/28402304

---

- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. they have laid down internal financial controls to be followed by Company and that such internal financial control are adequate and their operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **PARTICULARS OF EMPLOYEES:**

The information in terms of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given in **Annexure 1** of this report.

### **INTERNAL COMPLAINT COMMITTEE**

Internal Complaint Committee (ICC) has been constituted under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company is strongly opposed to Sexual Harassment and Employees are made aware about the consequences of such acts and about the ICC.

The Company has not received any complaints under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### **SECRETARIAL AUDIT**

The criteria of the Secretarial Audit of the Company are not applicable.

### **COST AUDIT**

The Central Government has not prescribed the maintenance of cost records under section 148 (1) of the Act, for any of the activities of the company thus the Companies (Accounts) Rules, in Rule 8, sub-rule (5)(ix) of the Companies (Accounts) Amendment Rules, 2018 is not applicable for the Company.

### **SECRETARIAL STANDARDS**

The Company has complied with the applicable Secretarial Standards (SS-1) on Meeting of the Board of Directors and Secretarial Standards (SS-2) on General Meetings.

### **DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint Venture or Associate Company.

### **TRANSFER TO RESERVES**

The Company has not transferred any amount to reserves.

### **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The amount of Rs. 7500/- of unclaimed Dividend has been transferred to Investor Education and Protection Fund of the year 2010-2011 as per the provisions of Section 125(2) of the Companies Act, 2013.

## **GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/28402304

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

a) Conservation of Energy:

Your Company has undertaken several initiatives in the conservation of energy, to name a few:

- Installed energy saving electrical devices for saving energy and supporting go-green initiative. (Device in ACs)
- Advocated switching off the lights and A.Cs when not required, turning off of PCs when not in use, setting higher temperature on air conditioners etc. to reduce consumption.
- All main sign Boards in offices switched off during the night post 10:00 p.m.
- Put controls on usage of A.Cs, Common passage lights and other electrical equipments.

b) Technology Absorption:

The Company has neither imported any technology nor carried on the business of export or import and therefore the disclosure requirements against technology absorption are not applicable.

c) Foreign Exchange Earning and Outflow:

The Company has earned a foreign exchange equivalent of Rs. NIL (Previous Year Rs.45,71,638/-) by way of Advance from Allottees.

**Expenditure in Foreign Currency: (Amount in Rs)**

<b>Particulars</b>	<b>For the Year Ended on 31-03-2019</b>	<b>For the Year Ended on 31-03-2018</b>
Advertisement and Publicity	NIL	2,52,681/-
Travelling	NIL	3,14,623/-
<b>Total:</b>	<b>NIL</b>	<b>5,67,304/-</b>

Under the note no. 2.11 of notes to the financial statements has describes the foreign currency transactions of the company.

### **RISK MANAGEMENT POLICY**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

### **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

### **AUDIT COMMITTEE AND VIGIL MECHANISM**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

### **SHARES:-**

### **BUY BACK OF SECURITIES**

The Company has not bought back any of its securities during the year under review.



**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/28402304

---

**SWEAT EQUITY**

The Company has not issued any Sweat Equity Shares during the year under review.

**BONUS SHARES**

No Bonus Shares were issued during the year under review.

**EMPLOYEES STOCK OPTION PLAN**

The Company has not provided any Stock Option Scheme to the employees.

**PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS UNDER SECTION 186 DURING 2018-19.**

There were no loans, guarantee or investments made during the financial year 2018-19 under Section 186 of the Companies Act, 2013.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

All Contracts/Arrangements/ Transactions entered by the Company during the financial year with related parties were in the ordinary course of business and arm's length basis. These transactions are approved by the Board and the same is furnished in **Annexure 2** attached to this report.

**DISCLOSURE OF ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**STATUTORY AUDITORS**

The members, at the 28th Annual General Meeting held on 28th September, 2017, appointed M/s. Mehta Chokshi & Shah, Chartered Accountants, (Firm Registration No. 106201W) as the Statutory Auditors of the Company, to hold office for a term of five years from the conclusion of the 28th Annual General Meeting (AGM) of the Company until the conclusion of 33rd AGM of the Company on such remuneration as may be determined by the Board of Directors.

**ACKNOWLEDGEMENTS**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from financial institution, banks, employees, Government authorities, customers, vendors and members during the year under review. Your director also wish to place on records their deep sense of appreciation for the committed services by the Companies executives, staff and workers.

**ON BEHALF OF THE BOARD OF DIRECTORS**

**MUMBAI**  
**DATE: 05/09/2019**

**VINOD K. GOENKA**  
**MANAGING DIRECTOR**  
**(DIN: 00029033)**

**NARAYAN PRASAD BAJAJ**  
**WHOLETIME DIRECTOR**  
**(DIN: 00718905)**

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304-05

**ANNEXURE 1:****PARTICULARS OF EMPLOYEE FOR THE FINACIAL YEAR 2018-19**

Sr. No.	Particulars	Vinod K. Goenka*	Jayvardhan Goenka
1	Designation	Managing Director	Whole Time Director
2	Remuneration Received	Rs. 42,00,120/-	Rs. 70,00,200/-
3	Nature of Employment (contractual or otherwise)	Fulltime	Fulltime
4	Qualification and Experience	Graduate Experience 31 years	Graduate Experience 7 years
5	Date of commencement of employment	01.04.2015	14.02.2015
6	Age	60 years	29 years
7	last employment held by such employee before joining such Company	N.A.	N.A.
8	Percentage of Equity Shares held by the employee in the Company within the meaning of clause (iii) of sub rule 2 of Rule 5 the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014	7.69%	7.10%
9	Employee is a relative of any director or manager of the Company, if so name of the Director	Ms. Sunita Goenka Mrs. Shanita Jain Mr. Jayvardhan Goenka	Mr. Vinod K. Goenka

**Note:**

\* Employed as a Managing Director and holds along with his spouse not less than 2% of Equity Shares of the Company.

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304

**ANNEXURE 2****Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso is given below:

**1. Details of contracts or arrangements or transactions not at Arm's length basis:**

There were no contracts or arrangements or transactions entered in to during the year ended March 31, 2019, which were not at arm's length basis.

**2. Details of contracts or arrangements or transactions at Arm's length basis.**

Name (s) of the related party	Nature of Relationship	Duration of contract	Salient terms	Amount	Date(s) of approval by the Board
<b>Nature of contract/arrangement/transaction:</b> <b>Repayment of Advances/Loans:</b>					
Conwood Constructions & Developers Private Limited	Enterprises that have Director/KMP in common	-	Payment received against unsecured loan given in previous years	15,00,000/- 5,71,00,000/- 97,50,000/- 3,48,40,000/-	15/06/2019 20/08/2019 13/12/2018 06/03/2019
Name (s) of the related party	Nature of Relationship	Duration of contract	Salient terms	Amount	Date(s) of approval by the Board
<b>Nature of contract/arrangement/transaction:</b> <b>Unsecured Loans received and Receivable against Staff Services Provided</b>					
Eversmile Construction Company Pvt. Ltd.	Investing Party of which the Company is an Associates	repayable on Demand	Interest free Unsecured Loan received and repayable on Demand	8,59,20,000/-	13/12/2018
	-do-	Yearly (Approved For 5 years viz 2018-19 to 2023 -24) Inclusive of taxes.	Amount Receivable for Staff Sharing Services provided during the year.	9,44,000/-	EGM Dated 28/03/2019 & Board Meeting Dt. 28/03/2019.
Name (s) of the related party	Nature of Relationship	Duration of contract	Salient terms	Amount	Date(s) of approval by the Board
<b>Nature of contract/arrangement/transaction:</b> <b>Loans Received and Repaid During the Year From Director</b>					
Sunita Goenka	Director	01/04/2018 To 31/03/2019	Amount of Unsecured Loan received repayable on demand & Repaid during the year	2,65,00,000/-	13/12/2018

**GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

Regd. Office: DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063.

CIN: U45200MH1989PTC154095, Tel: 91-22-42490500/ 284022304

---

Name (s) of the related party	Nature of Relationship	Duration of contract	Salient terms	Amount	Date(s) of approval by the Board
<b>Nature of contract/arrangement/transaction: Managerial Remuneration</b>					
Vinod K. Goenka	Managing Director	Full year	Remuneration paid as approved by Directors & Members	42,00,120	31.03.2015
N. P. Bajaj	Wholetime Director	Full year	Remuneration paid as approved by Directors & Members	59,94,410	08/11/2017
Jayvardhan Goenka	Wholetime Director	Full year	Remuneration paid as approved by Directors	70,00,200	14.02.2015

*Mehta Chokshi & Shah*  
**CHARTERED ACCOUNTANTS**

**Independent Auditor's Report**

**To the Members of Goan Real Estate and Construction Private Limited**

**Report on the Audit of Ind AS Financial Statements**

We have audited the accompanying financial statements of **Goan Real Estate And Construction Private Limited** ("the Company") which comprise the Balance Sheet as at 31st March 2019, the Statement of Profit and Loss and the Cash Flow Statement for the year and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein after referred to as "financial statements").

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 Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of the affairs (financial position) of the Company as at March 31, 2019, and its loss (financial performance including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit 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 Responsibilities for the Audit of the 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 financial statements under the provisions of the Act and the rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness

of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the 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**

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 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 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the 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 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 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 the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid 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<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 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 “B”**; and
- (g) Provisions of Section 197 of the Act are not applicable to the Company as it is a private company and therefore the question of reporting on the requirements of Section 197(16) of the Act does not arise; and
- (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, in our opinion and to the best of our information and according to the explanations given to us:
  - (a) The Company has disclosed the impact, if any, of pending litigation on its financial position in its financial statements. Reference is drawn to Note No. 33 of the financial statements.
  - (b) The Company does not have any long-term contracts including derivative contracts for which there could be any material foreseeable losses and hence, the question of making provision for such losses does not arise.
  - (c) There has been no delay in transferring the amounts, required to be transferred to Investor Education and Protection Fund by the Company.

**For Mehta Chokshi & Shah**  
**Chartered Accountants**  
**(Firm’s Registration No. 106201W)**  
**UDIN: 19137561AAAABZ5476**

**Vijay Gajaria**  
**Partner**  
**Membership No. 137561**  
**Place : Mumbai**  
**Date : 5<sup>th</sup> September, 2019**



**Annexure – A to the Auditors' Report**

**Annexure referred to in paragraph 1 of our report on Other Legal and Regulatory Requirement of even date**

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed Assets have been physically verified by the management as of the year-end. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its fixed assets. No material discrepancies were noticed on such verification.
- (c) The Company does not own any immovable property. Thus, paragraph 3(i) of the Order is not applicable.
- (ii) The Company is in the business of real estate development and accordingly, the inventories consist of units of completed project/ project in progress and units under construction which have been physically verified by the Management during the year. In our opinion, this periodicity of physical verification is reasonable. No material discrepancies were noticed on such verification.
- (iii) The Company has granted loan to a company covered in the register maintained under section 189 of the Act. Accordingly, it is stated as under:-
  - (a) The aforesaid loan is without interest and repayable on demand. In our opinion, the said terms and conditions are not prejudicial to the interest of the Company.
  - (b) Consequent to our comments in (a) here-in-above, the question of repayment being regular and any overdue amount does not arise.
- (iv) In our opinion, the Company has complied with the provisions of section 185 and 186 of the Act with respect to loans granted and investments made. The Company has not given any guarantees or securities.
- (v) The Company has not accepted any deposits. Thus, paragraph 3(v) of the Order is not applicable.
- (vi) The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Act. Thus, paragraph 3(vi) of the Order is not applicable.
- (vii) (a) According to the records of the Company, the Company is regular in depositing the undisputed statutory dues of provident fund, income-tax, goods & service tax, and other applicable statutory dues with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of said statutory dues were in arrears as at 31<sup>st</sup> March, 2019 for a period of more than six months from the date they became payable.  
The Company does not have any dues on account of employee's state insurance, sales tax, duty of custom, duty of excise and cess.

- (b) The Company does not have disputed dues of income tax or sales tax or goods & service tax or duty of customs or duty of excise or value added tax or cess. Thus, paragraph 3 (vii)(b) of the Order is not applicable.
- (viii) The Company has defaulted in repayment of a term loan instalment of Rs. 3,57,00,000/- due to a bank for the month of February 2019. Which stands paid in the month April 2019.
- (ix) The Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Thus, paragraph 3(ix) of the Order is not applicable.
- (x) In our opinion, 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) The provisions of section 197 of the Act are not applicable to the Company, since it is Private Company. Thus, paragraph 3(xi) of the Order is not applicable.
- (xii) The Company is not a nidhi company. Thus, paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion, all the transactions with the related parties are in compliance with section 188 of the Act and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Provisions of section 177 of the Act as regards audit committee are not applicable to the Company.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Thus, paragraph 3(xiv) of the Order is not applicable.
- (xv) The Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xiv) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

**For Mehta Chokshi & Shah**  
**Chartered Accountants**  
**(Firm's Registration No. 106201W)**  
**UDIN: 19137561AAAABZ5476**

**Vijay Gajaria**  
**Partner**  
**Membership No. 137561**  
**Place : Mumbai**  
**Date : 5<sup>th</sup> September, 2019**

## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of **GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED** ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal 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 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**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

## **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 expenditure of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, 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 ICAI.

**For Mehta Chokshi & Shah**  
**Chartered Accountants**  
**(Firm's Registration No. 106201W)**  
**UDIN: 19137561AAAABZ5476**

**Vijay Gajaria**  
**Partner**  
**Membership No. 137561**  
**Place : Mumbai**  
**Date : 5<sup>th</sup> September, 2019**

**Goan Real Estate and Construction Private Limited**  
**Balance Sheet as at March 31, 2019**

		<i>(Amount in Rs.)</i>	
Particulars	Notes	As at March 31, 2019	As at March 31, 2018
<b>ASSETS</b>			
<b>Non - Current Assets</b>			
Property, Plant and Equipment	3	14,897,650	21,671,910
Financial Assets			
Investments	4	10,025	10,025
Loans	5	219,779	219,779
Other Financial Assets	6	14,119,613	118,728,253
<b>Total Non - Current Assets</b>		<b>29,247,067</b>	<b>140,629,967</b>
<b>Current Assets</b>			
Inventories	7	4,532,025,228	4,296,133,340
Financial Assets			
Investments	8	46,150	42,927
Cash and Cash Equivalents	9	14,397,097	58,456,234
Bank Balances other than Cash and Cash Equivalents	10	157,373,000	43,464,332
Loans	11	127,209,693	221,584,800
Other Financial Assets	12	682,659,923	682,659,923
Other Current Assets	13	108,660,090	112,402,935
<b>Total Current Assets</b>		<b>5,622,371,181</b>	<b>5,414,744,491</b>
<b>Total Assets</b>		<b>5,651,618,248</b>	<b>5,555,374,458</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	14	72,995,100	72,995,100
Other Equity	15	205,351,170	181,092,079
<b>Total Equity</b>		<b>278,346,270</b>	<b>254,087,179</b>
<b>Non - Current Liabilities</b>			
Financial Liabilities			
Borrowings	16	3,847,566	429,378,377
Trade Payables	17	-	-
- Total outstanding dues of Micro & Small Enterprises		-	-
- Total outstanding dues of Creditors other than Micro & Small Enterprises		4,143,013	9,143,557
Provisions	18	6,641,140	8,852,048
<b>Total Non - Current Liabilities</b>		<b>14,631,719</b>	<b>447,373,982</b>
<b>Current Liabilities</b>			
Financial Liabilities			
Borrowings	19	67,860,000	80,827,102
Trade Payables	20	-	-
- Total outstanding dues of Micro & Small Enterprises		-	-
- Total outstanding dues of Creditors other than Micro & Small Enterprises		85,237,653	67,302,770
Other Financial Liabilities	21	535,759,848	352,649,453
Other Current Liabilities	22	4,666,686,276	4,353,133,972
Provisions	23	3,096,482	-
<b>Total Current Liabilities</b>		<b>5,358,640,259</b>	<b>4,853,913,297</b>
<b>Total Equity and Liabilities</b>		<b>5,651,618,248</b>	<b>5,555,374,458</b>

See accompanying notes forming part of financial statements 1 to 44

As per our report of even date attached

**For Mehta Chokshi & Shah**  
Chartered Accountants  
Firm Registration No : 106201W

**Vijay Gajaria**  
Partner  
Membership No. 137561

Place : Mumbai  
Date : 5th September,2019

For and on behalf of the Board of Directors

**Vinod Goenka**  
Managing Director  
DIN: 00029033

**Sunita Goenka**  
Director  
DIN: 01010145

**Narayan Prasad Bajaj**  
Wholtime Director  
DIN: 00718905

**Manoj Vagal**  
Company Secretary

Place : Mumbai  
Date : 5th September,2019

**Goan Real Estate and Construction Private Limited**  
**Statement of Profit and Loss for the year ended March 31, 2019**

		<i>(Amount in Rs.)</i>		
	Particulars	Notes	For the year ended March 31, 2019	For the year ended March 31, 2018
I	Revenue from Operations	24	31,689,000	27,430,000
II	Other Income	25	5,594,306	6,350,764
III	<b>Total Income (I + II)</b>		<b>37,283,306</b>	<b>33,780,764</b>
IV	<b>Expenses</b>			
	Project Work in Progress	26	235,891,888	403,248,970
	Changes in Inventories and Project Work-in-Progress	27	(235,891,888)	(403,248,968)
	Finance Cost	28	2,022,215	86,527
	Other Expenses	29	2,000	248,000
	<b>Total Expenses (IV)</b>		<b>2,024,215</b>	<b>334,529</b>
V	<b>Profit before tax (III - IV)</b>		<b>35,259,091</b>	<b>33,446,235</b>
VI	<b>Tax Expense</b>			
	Current Tax		11,000,000	9,620,000
VII	<b>Profit for the year (V - VI)</b>		<b>24,259,091</b>	<b>23,826,235</b>
VIII	<b>Other Comprehensive Income -</b>			
A	(i) <u>Items that will not be reclassified to Profit or Loss</u>		-	-
	(ii) <u>Income Tax relating to items that will not be reclassified to Profit or Loss</u>		-	-
B	(i) <u>Items that will be reclassified to Profit or Loss</u>		-	-
	(ii) <u>Income Tax relating to items that will be reclassified to Profit or Loss</u>		-	-
			-	-
IX	<b>Total Comprehensive Income for the year (VII + VIII)</b>		<b>24,259,091</b>	<b>23,826,235</b>
X	<b>Earnings per equity share - Basic and diluted (Rs.)</b>	36	33.23	32.64

See accompanying notes forming part of financial statements 1 to 44

As per our report of even date attached  
**For Mehta Chokshi & Shah**  
Chartered Accountants  
Firm Registration No : 106201W

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

**Vinod Goenka**  
**Managing Director**  
DIN: 00029033

**Sunita Goenka**  
**Director**  
DIN: 01010145

**Vijay Gajaria**  
Partner  
Membership No. 137561

**Narayan Prasad Bajaj**  
**Wholetime Director**  
DIN: 00718905

**Manoj Vagal**  
**Company Secretary**

**Place : Mumbai**  
**Date : 5th September, 2019**

**Place : Mumbai**  
**Date : 5th September, 2019**

Goan Real Estate and Construction Private Limited  
Cash Flow Statement for the year ended March 31, 2019

Particulars	(Amount in Rs)	
	For the year ended March 31, 2019	For the year ended March 31, 2018
<b>A. Cash Flow From Operating Activities -</b>		
Profit for the year	24,259,091	23,826,235
<b>Adjustments for :</b>		
Depreciation	6,704,043	5,702,496
Finance Costs	93,062,869	89,593,392
Interest on financial liabilities at amortized cost	7,124,485	2,468,100
(Profit) on sale of fixed assets	(73,953)	(173,188)
(Profit) on sale of Mutual Fund	(9,292)	(342,218)
Provision for Gratuity Written back	(2,508,325)	(1,460,567)
Sundry Credit Balances written back	(1,476,736)	(15)
Interest Income on Fixed Deposits	(124,103)	(187,453)
Fair Value Gain on MF valued at FVTPL	(3,223)	(710)
<b>Operating Income before working Capital changes</b>	<b>126,954,856</b>	<b>119,426,073</b>
<b>Working Capital Changes :</b>		
Inventories	(235,891,888)	(403,248,968)
Trade and Other Receivables	97,623,669	(16,929,569)
Trade and Other Payables	330,091,289	230,498,317
<b>Cash Generated from Operations</b>	<b>318,777,927</b>	<b>(70,254,148)</b>
Less: Income Tax paid	3,590,763	(1,188,347)
<b>Net Cash Flow From Operating Activities</b>	<b>322,368,690</b>	<b>(71,442,495)</b>
<b>B. Cash Flow From Investing Activities -</b>		
Purchase of Fixed Assets	(35,530)	(11,125,265)
Sales proceeds from sale of Fixed Assets	179,701	240,000
Interest Income on Fixed Deposits	124,103	187,453
Purchase of Mutual Funds	(12,500,000)	(50,000,000)
Sales proceeds from sale of Mutual Funds	12,509,292	50,300,000
<b>Net Cash used in Investing Activities</b>	<b>277,566</b>	<b>(10,397,812)</b>
<b>C. Cash Flow From Financing Activities -</b>		
Loans Received (Net of Repayment)	(264,334,996)	238,546,314
Financial Charges	(93,062,869)	(89,593,392)
(Increased) / Decreased in Fixed Deposits	(9,307,528)	(14,465,598)
<b>Net Cash Generated from Financing Activities:</b>	<b>(366,705,394)</b>	<b>134,487,324</b>
<b>Net Increase / (Decrease) in cash and cash equivalents</b>	<b>(44,059,137)</b>	<b>52,647,017</b>
Add: Cash and cash equivalents (Opening)	58,456,234	5,809,217
<b>Cash and cash equivalents (Closing)</b>	<b>14,397,097</b>	<b>58,456,234</b>
<b>D. Cash and cash equivalents includes -</b>		
Cash on hand	25,371	60,207
Bank balances	14,371,726	58,396,027
	<b>14,397,097</b>	<b>58,456,234</b>

See accompanying notes forming part of financial statements 1 to 44

As per our report of even date attached  
For Mehta Chokshi & Shah  
Chartered Accountants  
Firm Registration No : 106201W

For and on behalf of the Board of Directors

Vinod Goenka  
Managing Director  
DIN: 00029033

Sunita Goenka  
Director  
DIN: 01010145

Vijay Gajaria  
Partner  
Membership No. 137561

Narayan Prasad Bajaj  
Wholesale Director  
DIN: 00718905

Manoj Vagal  
Company Secretary

Place : Mumbai  
Date : 5th September, 2019

Place : Mumbai  
Date : 5th September, 2019

**Goan Real Estate and Construction Private Limited**  
**Statement for Changes in Equity for the year ended March 31, 2019**

**A. Equity Share Capital -**

<b>Particulars</b>	<b>Amount (in Rs.)</b>
<b>Balance as at April 01, 2017</b>	<b>72,995,100</b>
Changes in equity share capital during the year ended March 31, 2018	-
<b>Balance as at March 31, 2018</b>	<b>72,995,100</b>
Changes in equity share capital during the year ended March 31, 2019	-
<b>Balance as at March 31, 2019</b>	<b>72,995,100</b>

**B. Other Equity -**

<b>Particulars</b>	<b>Securities Premium</b>	<b>General Reserve</b>	<b>Retained Earnings</b>	<b>(Amount in Rs.) Total</b>
<b>As at April 01, 2017</b>	<b>1,750,050</b>	<b>14,308,900</b>	<b>141,206,894</b>	<b>157,265,844</b>
Profit for the year			23,826,235	23,826,235
Other Comprehensive Income for the year, net of income tax			-	-
<b>As at March 31, 2018</b>	<b>1,750,050</b>	<b>14,308,900</b>	<b>165,033,129</b>	<b>181,092,079</b>
Profit for the year			24,259,091	24,259,091
Other Comprehensive Income for the year, net of income tax			-	-
<b>As at March 31, 2019</b>	<b>1,750,050</b>	<b>14,308,900</b>	<b>189,292,220</b>	<b>205,351,170</b>

See accompanying notes forming part of financial statements 1 to 44

As per our report of even date attached

**For Mehta Chokshi & Shah**

Chartered Accountants

Firm Registration No : 106201W

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

**Vinod Goenka**  
**Managing Director**  
DIN: 00029033

**Sunita Goenka**  
**Director**  
DIN: 01010145

**Vijay Gajaria**  
Partner  
Membership No. 137561

**Narayan Prasad Bajaj**  
**Wholetime Director**  
DIN: 00718905

**Manoj Vagal**  
**Company Secretary**

**Place : Mumbai**  
**Date : 5th September, 2019**

**Place : Mumbai**  
**Date : 5th September, 2019**



**1 Background**

The Company is engaged in the business of development and construction of real estate. At present, it is developing plots as also, constructing flats / villas / bungalows at Bambolin Goa and the project is known as "Aldeia De Goa" (the Project).

**Authorization of financial statements**

The financial statements for the year ended March 31, 2019, were approved and authorised for issue by the Board of Directors on 5th September, 2019.

**2 Significant Accounting Policies, Accounting Judgements, Estimates and Assumptions followed in the preparation and presentation of the financial statements :**

**2.01 Basis of preparation and measurement**

**(a) Basis of preparation**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

The financial statements are presented in Indian Rupee ("INR"), the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency')."

**(b) Basis of measurement**

The financial statements have been prepared on a historical cost basis except for the certain financial assets and liabilities that are measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either :

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole :

- **Level 1** — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- **Level 2** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level 3** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

**2.02 Current versus Non-current classification**

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

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Act. Based on the nature of operations, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

**2.03 Property, plant and equipment**

Property, plant and equipment is stated at cost of acquisition net of MODVAT/Cenvat, if any less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price, any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management. The purchase price is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance cost are charged to statement of profit and loss during the reporting period in which they are incurred.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

**2.04 Depreciation**

Depreciation is provided for on the "Written Down Value Method" based on useful lives of the property, plant and equipment prescribed in Schedule II to the Act.

Depreciation for assets purchased / sold during a period is proportionately charged.

**2.05 Borrowing costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are ready for their intended use or sale.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

**2.06 Impairment of non-financial assets**

Carrying amount of property, plant and equipment are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units).

Non- financial assets that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period. When an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in statement of profit and loss.

**2.07 Financial instruments**

**A. Financial Assets**

**(i) Classification**

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through statement of profit and loss), and
- those measured at amortised cost

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in statement of profit and loss or other comprehensive income. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through profit or loss are expensed in statement of profit and loss.

(iii) Derecognition

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 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.

**B. Financial Liabilities**

(i) Initial recognition and measurement

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.

(ii) Subsequent measurement

All financial liabilities are subsequently measured at amortised cost using effective interest method or at FVTPL.

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

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition at fair value through profit and loss.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in statement of profit and loss over the period of the borrowings using the effective interest method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished and the consideration paid is recognised in statement of profit and loss as other gains/ (losses).

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the Company does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Trade and other payables

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

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or 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 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 and loss.

## 2.08 Inventories

### Project Work-In-Progress

Project under development, known as "ALDEIA DE GOA, at Bambolin, Goa", is stated at cost. Cost includes depreciation on assets and expenditure incurred, net of recoveries, in respect of the said project undertaken for development and construction.

Unsold plots / units of Completed Project are valued at lower of cost or estimated net realizable value.

## 2.09 Revenue recognition

### Development and Construction Project known as "ALDEIA DE GOA":

Estimated net profits of the project under development and construction, being one single indivisible composite project, are recognized @ 10% of the amounts received from the allottees on a year to year basis and the balance unrecognized profits, if any, shall be recognized in the year of completion of the project.

### Construction Finance Project:

The Company has granted construction finance to a company as a part of its development activity and in consideration thereof is entitled to share of profits as may be earned by the said company from its development and construction activities. Share of profit shall be recognized upon recognition and intimation by the said company.

Profits, if any, on unsold units / plots of completed project is accounted for, on execution of Agreement for Sale.

Transfer Fees are accounted for, on an accrual basis.

### Interest income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Interest on delayed payment from allottees, taking into consideration the uncertainties attached to its ultimate collection, is accounted for on receipt basis.

## 2.10 Employee benefits

### **a) Short-term obligations**

Short term employee benefits are recognised as an expense at an undiscounted amount in the statement of profit and loss of the year in which the related services are rendered. Employee benefits payable wholly within twelve months of rendering the services are classified as short term employee benefits and are recognized in the period in which the employee renders the related service.

### **b) Post-employment obligations**

The Company operates the following post-employment schemes:

- defined benefit plans such as gratuity; and
- defined contribution plans such as provident fund.

#### Gratuity obligations

The Company contributes to group gratuity scheme administered through Life Insurance Corporation of India. The gratuity liability is determined on the basis of actuarial valuation and the contribution paid / payable there against is charged off to the statement of profit and loss. However, in respect of Managing Director/ Whole Time Directors and an employee not covered under the scheme, the liability for gratuity is provided for as per The Payment of Gratuity Act, 1972.

#### Defined contribution plans

Contributions to provident fund, a defined contribution plan, are made in accordance with the rules of the statute and are recognized as expenses when employees render service entitling them to the contributions. The Company has no obligation, other than the contribution payable to the provident fund.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

Liability towards Leave Salary, being not material, is accounted for on pay-as-you-go method.

## 2.11 Foreign Currency Transactions

Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition except for advances from allottees which are recorded and stated at the rate at which the same are realized.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Differences arising on settlement or translation of monetary items are recognised as income or expenses in the period in which they arise.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. 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 other comprehensive income or statement of profit and loss are also recognised in other comprehensive income or statement of profit and loss, respectively).

## 2.12 Operating Lease

Operating lease payments are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term, unless the payments are structured to increase in line with the expected general inflation to compensate the lessor.

## 2.13 Taxes on income

### Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'Profit before tax' as reported in profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

### Current tax for the year

Current tax are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax are also recognised in other comprehensive income or directly in equity, respectively.

### Deferred Tax

The Company has decided not to recognize deferred tax. Reference is drawn to Note No. 37 In this regard.

## 2.14 Earnings Per Share (EPS)

### Basic earnings per share

Basic earnings per share is calculated by dividing :

- the profit attributable to owners of the Company
- by the weighted average number of equity shares outstanding during the financial year.

### Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- the weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

**2.15 Provisions, Contingent liabilities and Contingent Assets**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable that the Company will be required to settle the present obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are stated separately by way of a note. Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is not probable that a cash outflow will be required to settle the obligation.

Contingent Assets are neither recognised nor disclosed.

**2.16 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.

**2.17 Statement of Cash Flows :**

Cash Flow Statement is prepared under the Indirect Method as prescribed under the Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

**2.18 Judgements :**

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effects on the amounts recognised in the financial statements :

- (a) Recognising of estimated profits during the pendency of the project. (Refer Note No. 2.09 and 40)
- (b) Assessment of the status of various legal cases and other disputes where the Company does not expect any material outflow of resources and hence these are reflected as contingent liabilities (Refer Note No.33).
- (c) Assessment of the recoverability of various financial assets.
- (d) Estimation of tax expenses and tax payable.

**2.19 Estimates and Assumptions :**

The key assumptions concerning the future and other key sources of estimation at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

- (a) Estimation of profits during the pendency of the project

- (b) Defined benefit plans

The cost and present value of the gratuity obligation is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, attrition rate and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

- (c) Assessment of expected credit losses on financial assets.

**2.20 Recent Accounting Pronouncements :**

**Ind AS 116**

On 30th March 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 Leases, under Companies (Indian Accounting Standards) Amendment Rules, 2019 which is applicable with effect from 1st April, 2019.

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor, Ind AS 116 introduces a single lease accounting model for lessee and requires the lessee to recognize right of use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value in nature. Currently, operating lease expenses are charged to the statement of profit and loss. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

As per Ind AS 116, the lessee needs to recognize depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss. The lease payments made by the lessee under the lease arrangement will be adjusted against the lease liabilities.

The Company does not have any lease contract , therefore, the question of transition to Ind AS 116 does not arise.

**2.21 Amendments to existing Ind AS:**

The following amendments to existing standards are not expected to have a significant impact on the Company's financial statements. This assessment is based on currently available information and may be subject to changes arising from further reasonable and supportable information being made available to the Company when it will adopt the respective amended standards.

1. Amendment to Ind AS 12 Income Taxes
2. Amendment to Ind AS 19 Employee Benefits
3. Amendment to Ind AS 23 Borrowing Costs
4. Amendment to Ind AS 109 Financial Instruments

(Amount in Rs.)

3 Property, Plant and Equipment -

Particulars	Gross Block			Accumulated Depreciation			Net Block		
	As at April 01, 2018	Additions	Disposal	As at March 31, 2019	As at April 01, 2018	For the Year	Elimination on disposal	As at March 31, 2019	As at March 31, 2018
Furniture & Fixtures	10,325,335	7,800	-	10,333,135	9,129,645	331,944	-	871,546	1,195,690
Vehicles	63,505,334		2,461,542	61,043,792	43,599,269	6,237,723	2,355,794	13,562,594	19,906,065
	5,580,837		-	5,580,837	5,179,458	72,519	-	328,860	401,379
Office Equipments & Tools									
Computers	2,686,061	27,730	-	2,713,791	2,517,284	61,857	-	134,650	168,777
Total	82,097,566	35,530	2,461,542	79,671,555	60,425,656	6,704,043	2,355,794	14,897,650	21,671,910

Particulars	Gross Block			Accumulated Depreciation			Net Block		
	As at April 01, 2017	Additions	Disposal	As at March 31, 2018	As at April 01, 2017	For the Year	Elimination on disposal	As at March 31, 2018	As at March 31, 2017
Furniture & Fixtures	10,325,335	-	-	10,325,335	8,654,459	475,186	-	1,195,690	1,670,876
Vehicles	54,039,703	10,930,765	1,465,134	63,505,334	39,917,314	5,080,277	1,398,322	19,906,065	14,122,389
	5,479,837	101,000	-	5,580,837	5,092,972	86,486	-	401,379	
Office Equipments & Tools									386,865
Computers	2,592,561	93,500	-	2,686,061	2,456,737	60,547	-	168,777	135,824
Total	72,437,435	11,125,265	1,465,134	82,997,566	56,121,482	5,702,496	1,398,322	21,671,910	16,315,953



Goan Real Estate and Construction Private Limited  
Notes to Financial Statements for the year ended March 31, 2019

(Amount in Rs.)

4 Non - Current Financial Assets : Investments -

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Investments measured at Cost</b>		
- In Fully Paid up Equity Shares - Unquoted		
401 (Previous Year : 401) Equity Shares of The Mapusa Urban Cooperative Bank Limited, Mapusa, Goa	10,025	10,025
<b>Total</b>	<b>10,025</b>	<b>10,025</b>

5 Non - Current Financial Assets : Loans -

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good)		
Security Deposits	219,779	219,779
<b>Total</b>	<b>219,779</b>	<b>219,779</b>

6 Other Non - Current Financial Assets -

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed Deposits with maturity more than 12 months :		
- Placed against Corpus Funds (Refer Note No. 6.1)	14,100,000	118,710,000
- Other (Pledged with Sales Tax Authority)	19,613	18,253
<b>Total</b>	<b>14,119,613</b>	<b>118,728,253</b>

6.1 Includes fixed deposits of Rs. Nil (Previous Year : Rs. 8,61,50,000/-) pledged with banks against the overdraft facilities availed off.

7 Inventories -

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Valued at lower of Cost or Net Realizable Value :</b>		
Unsold Shop	42,344	42,344
<b>Valued at Cost :</b>		
Project Work-in-Progress	4,531,982,884	4,296,090,996
<b>Total</b>	<b>4,532,025,228</b>	<b>4,296,133,340</b>

Goan Real Estate and Construction Private Limited  
Notes to Financial Statements for the year ended March 31, 2019

(Amount in Rs.)

8 Current Financial Assets : Investments -

Particulars	As at March 31, 2019	As at March 31, 2018
<b><u>Investment measured at Fair Value through Profit &amp; Loss</u></b>		
- <u>Investment in Mutual Fund</u>		
10.167 (Previous Year : 10.167) Units of Reliance Liquid Fund . Growth Plan	46,150	42,927
<b>Total</b>	<b>46,150</b>	<b>42,927</b>

9 Cash and Cash Equivalents -

Particulars	As at March 31, 2019	As at March 31, 2018
<u>Cash and Bank Balances :</u>		
- Bank Balances in Current Accounts	14,240,983	58,264,840
- Cash in Hand	25,371	60,207
<u>Earmarked Balances with Bank :</u>		
- Unpaid dividend	130,743	131,187
<b>Total</b>	<b>14,397,097</b>	<b>58,456,234</b>

10 Bank Balances other than Cash and Cash Equivalents -

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed Deposits with maturity more than 3 months but less than 12 months - Placed against Corpus Fund (Refer Note No. 10.1)	157,373,000	43,464,332
<b>Total</b>	<b>157,373,000</b>	<b>43,464,332</b>

10.1 Includes fixed deposits of Rs. Nil (Previous Year : Rs. 1,00,00,000/-) pledged with banks against the overdraft facilities availed off.

**11 Current Financial Assets : Loans -**

Particulars	As at March 31, 2019	As at March 31, 2018
<b>(Unsecured, considered good)</b>		
<u>Loans :</u>		
- Related Parties (Refer Note No. 11.1 and 41)	99,760,000	202,950,000
- Staff	52,200	81,900
<u>Advances receivable in cash or kind :</u>		
- Related Party (Refer Note No. 11.2 and 41)	928,000	-
- Others	5,572,093	5,753,792
Amount due from Plot Owners' Association	20,897,400	12,799,108
<b>Total</b>	<b>127,209,693</b>	<b>221,584,800</b>

11.1 Represents amount granted to a private company in which some of the directors are directors / members.

11.2 Represents amount due from a private company in which some of the directors are directors / members.

**12 Other Current Financial Assets -**

Particulars	As at March 31, 2019	As at March 31, 2018
<b>(Unsecured, considered good)</b>		
Construction Finance given to a Related Party (Refer Note No. 12.1 and 39)	679,615,000	679,615,000
Finance Cost on Construction Finance (Refer Note No. 39)	2,686,061	2,686,061
Income Tax Refund Receivable	358,862	358,862
<b>Total</b>	<b>682,659,923</b>	<b>682,659,923</b>

12.1 Represents amount granted to a private company in which some of the directors are directors / members.

**13 Other Current Assets -**

Particulars	As at March 31, 2019	As at March 31, 2018
<b>(Unsecured, considered good)</b>		
Trade Advances (Refer Note No. 31)	54,259,177	56,118,574
Prepaid Expenses	481,293	279,483
Income Tax (Net of Provision)	-	494,282
Balance with Statutory Authorities	53,919,620	55,510,596
<b>Total</b>	<b>108,660,090</b>	<b>112,402,935</b>

14 Equity Share Capital -

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Equity Shares of Rs. 100/- each	1,000,000	100,000,000	1,000,000	100,000,000
	<b>1,000,000</b>	<b>100,000,000</b>	<b>1,000,000</b>	<b>100,000,000</b>
<b>Issued</b>				
Equity Shares of Rs. 100/- each	729,951	72,995,100	729,951	72,995,100
	<b>729,951</b>	<b>72,995,100</b>	<b>729,951</b>	<b>72,995,100</b>
<b>Subscribed &amp; Paid up</b>				
Equity Shares of Rs. 100/- each	729,951	72,995,100	729,951	72,995,100
<b>Total</b>	<b>729,951</b>	<b>72,995,100</b>	<b>729,951</b>	<b>72,995,100</b>

14.1 Reconciliation of number of equity shares and amount outstanding at the beginning and at the end of the

Particulars	Opening Balance	Fresh Issue	Closing Balance
<b>Equity Shares</b>			
Year ended March 31, 2018			
- Number of equity shares	729,951	-	729,951
- Amount	72,995,100	-	72,995,100
Year ended March 31, 2019			
- Number of equity shares	729,951	-	729,951
- Amount	72,995,100	-	72,995,100

14.2 Rights, preferences and restrictions attached to equity shares -

The Company has only one class of equity share having a par value of Rs.100 per share. Each holder of equity share is entitled for one vote per share. Accordingly, all equity shares rank equally with regards to dividends and share in the Company's residual assets. The equity shareholders are entitled to receive dividend as declared from time to time. On winding up of the Company, the holder's of equity shares will be entitled to receive the residual assets of the Company after distribution of all preferential amounts in proportion to the number of equity shares held.

14.3 Details of shares held by shareholders holding more than 5% of the aggregate equity shares in the Company -

Name of the Shareholder	As at March 31, 2019		As at March 31, 2018	
	No. of Shares Held	% of Holding	No. of Shares Held	% of Holding
Eversmile Construction Co. Private Limited	317,799	43.54%	317,799	43.54%
Aseela Goenka - Managing Trustee of Goenka Family Trust	89,079	12.20%	89,079	12.20%
Assela Goenka & Vinod Goenka	56,102	7.69%	56,102	7.69%
Jayvardhan Goenka	51,843	7.10%	51,843	7.10%
Sanjana Goenka	41,343	5.66%	41,343	5.66%
Pramod Goenka (F&NG of Avanti Goenka)	55,825	7.65%	55,825	7.65%
<b>Total</b>	<b>611,991</b>	<b>83.84%</b>	<b>611,991</b>	<b>83.84%</b>

(Amount in Rs.)

**15 Other Equity -**

Particulars	As at March 31, 2019	As at March 31, 2018
<u>Securities Premium Reserve :</u>		
Balance at the beginning of the year	1,750,050	1,750,050
<b>Balance at the end of the year</b>	<b>1,750,050</b>	<b>1,750,050</b>
<u>General Reserve :</u>		
Balance at the beginning of the year	14,308,900	14,308,900
<b>Balance at the end of the year</b>	<b>14,308,900</b>	<b>14,308,900</b>
<u>Retained Earnings :</u>		
Balance at the beginning of the year	165,033,129	141,206,894
Add : Profit for the year	24,259,091	23,826,235
<b>Balance at the end of the year</b>	<b>189,292,220</b>	<b>165,033,129</b>
<b>Total</b>	<b>205,351,170</b>	<b>181,092,079</b>

**16 Non - Current Financial Liabilities : Borrowings -**

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Secured</b>		
Term Loan from a Bank (Refer Note No. 16.1 and 16.3)	498,038,926	742,592,882
Vehicle Loans (Refer Note No. 16.2)		
- From a Bank	7,335,936	12,486,784
- From a Finance Company	752,062	2,653,856
	<b>506,126,924</b>	<b>757,733,522</b>
<u>Less</u> : Current maturities of Long Term Borrowings	502,279,358	328,355,145
<b>Total</b>	<b>3,847,566</b>	<b>429,378,377</b>

**Nature of Security and terms of secured borrowings :**

**16.1 Term Loan from Oriental Bank of Commerce**

**(i) Security:**

**Primary**

- a) Equitable mortgage of project land admeasuring 7,098 square meters with proposed construction of 10 Villas in Phase II at Aldeia De Goa, Bambolin, North Goa.

*(Amount in Rs.)*

- b) Equitable mortgage of project land admeasuring 22,250 square meters with proposed construction of flats in Phase V (Sector II) at Aldeia De Goa, Bambolin, North Goa.
- c) Hypothecation of all project receivables both present and future in respect of 10 Villas and 176 Flats at Aldeia De Goa, North Goa.

**Collateral**

- a) Equitable mortgage of project land admeasuring 4,872 square meters allocated for construction of commercial complex, Phase I at Aldeia De Goa, Bambolin, North Goa.
- b) Equitable mortgage of project land admeasuring 5,597.50 square meters of 6 residential plots, (Nos. 394, 395, 397, 401, 404 and 399) in Phase II at Aldeia De Goa, Bambolin, North Goa.
- c) Equitable mortgage of project land admeasuring 6,678 square meters of 1 commercial plot, (No. 358) in Phase II at Aldeia De Goa, Bambolin, North Goa.

**(ii) Guarantees:**

- a) Personal guarantee of Mr Vinod K. Goenka and Ms. Sunita Goenka (Directors of the Company)
- b) Corporate Guarantee of Eversmile Construction Company Private Limited

**(iii) Rate of Interest: 3% above Oriental Bank of Commerce base rate. The applicable base rate for the year was 9.50% p.a.**

The effective rate of interest is 3% over bank base rate. (Bank base rate as on 31-03-2019 : 9.50%, as on 31-03-2018: 9.50%)

**(iv) Terms of Repayment**

Repayable in 21 monthly instalments effective from July, 2018.

**16.2 Vehicle Loans**

**(i) Security:**

Hypothecation of vehicles acquired

**(ii) Rate of Interest**

- On loans from a Bank Ranging from 7.76% to 10.05%
- On loans from a Finance Company Ranging from 8.50% to 10.52%

**(iii) Terms of Repayment**

Repayable by way of equated monthly instalments

**16.3 Period and amount of continuing default as on the Balance Sheet date in repayment of loan:**

Particulars	Loan	Interest
Oriental Bank of Commerce - Term Loan installment for the month of February 2019 (*)	35,700,000	-

(\*) Subsequently paid in the month of April 2019

**17 Non - Current Financial Liabilities : Trade Payables -**

Particulars	As at March 31, 2019	As at March 31, 2018
Retention Money (Refer Note No. 17.1 and 32)		
- Total outstanding dues of Micro & Small Enterprises	-	-
- Total outstanding dues of Creditors other than Micro & Small Enterprises	4,143,013	9,143,557
<b>Total</b>	<b>4,143,013</b>	<b>9,143,557</b>

17.1 Represents amounts retained as per the term of the contract(s), which are due for payment after one year.

**18 Non - Current Provisions -**

Particulars	As at March 31, 2019	As at March 31, 2018
<u>Provision for Employee Benefits :</u>		
Gratuity	6,641,140	8,852,048
<b>Total</b>	<b>6,641,140</b>	<b>8,852,048</b>

**19 Current Financial Liabilities : Borrowings -**

Particulars	As at March 31, 2019	As at March 31, 2018
<b>Secured</b>		
Overdraft Facilities from Banks (Refer Note No. 19.1)	-	79,827,102
<b>Unsecured</b>		
From Related Parties (Refer Note No. 19.2)	67,860,000	1,000,000
<b>Total</b>	<b>67,860,000</b>	<b>80,827,102</b>

19.1 Overdraft Facilities from Banks were secured against the pledge of fixed deposits.

19.2 Interest free, repayable on demand.

(Amount in Rs.)

**20 Current Financial Liabilities : Trade Payables -**

Particulars	As at March 31, 2019	As at March 31, 2018
Sundry Creditors (Refer Note No. 20.1 and 32)		
- Total outstanding dues of Micro & Small Enterprises	-	-
- Total outstanding dues of Creditors other than Micro & Small Enterprises	85,237,653	67,302,770
<b>Total</b>	<b>85,237,653</b>	<b>67,302,770</b>

**20.1** Includes retention money of Rs. 3,24,07,906/- (Previous Year : Rs. 2,58,12,943/-)

**21 Other Current Financial Liabilities -**

Particulars	As at March 31, 2019	As at March 31, 2018
Current maturities of Long Term Borrowings (Refer Note No. 16)	502,279,358	328,355,145
Interest accrued and due on Borrowings	5,584,747	-
Advances refundable on cancellation of bookings	15,519,356	11,509,255
Employee Benefits Payable	6,907,708	7,308,874
Unclaimed Dividend (Refer Note No. 21.1)	68,750	76,250
Other Payables	5,399,929	5,399,929
<b>Total</b>	<b>535,759,848</b>	<b>352,649,453</b>

**21.1** During the year, the Company has credited Rs. 7,500/- to the account of Investor Education and Protection Fund in accordance with the provisions of Section 124 of the Act.

**22 Other Current Liabilities -**

Particulars	As at March 31, 2019	As at March 31, 2018
Advances received from allottees, net of estimated Net Profits appropriated (Refer Note No. 40)	4,453,086,122	4,167,712,901
Collection towards Corpus Fund	193,112,702	178,861,702
Statutory Liabilities	6,083,390	3,350,076
Other Payables	14,404,062	3,209,293
<b>Total</b>	<b>4,666,686,276</b>	<b>4,353,133,972</b>

**23 Current Provision -**

Particulars	As at March 31, 2019	As at March 31, 2018
Income Tax (Net of Payment made thereagainst)	3,096,482	-
<b>Total</b>	<b>3,096,482</b>	<b>-</b>



**Goan Real Estate and Construction Private Limited**  
**Notes to Financial Statements for the year ended March 31, 2019**

*(Amount in Rs.)*

**24 Revenue from Operations -**

<b>Particulars</b>	<b>For the year ended March 31, 2019</b>	<b>For the year ended March 31, 2018</b>
Appropriated estimated Net Profits from advances received from allottees (Refer Note No. 40)	31,689,000	27,430,000
<b>Total</b>	<b>31,689,000</b>	<b>27,430,000</b>

**25 Other Income -**

<b>Particulars</b>	<b>For the year ended March 31, 2019</b>	<b>For the year ended March 31, 2018</b>
Rent Income	4,260,074	4,672,300
Loaned Service Charges	800,000	-
Transfer Fees Received	168,500	-
Discount on Financial Liabilities at Amortized Cost	-	301,143
Director of Accounts(Govt of Goa)	-	-
Interest Income on Fixed Deposits	124,103	187,453
Fair Value Gain on MF valued at FVTPL	3,223	710
Allottees Advances Forfeited	-	577,400
Profit on Sale of Fixed Assets	73,953	173,188
Profit on Sale of Mutual Funds	9,292	342,218
Miscellaneous Receipts	155,161	96,353
<b>Total</b>	<b>5,594,306</b>	<b>6,350,764</b>

(Amount in Rs.)

26 Project Expenses -

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Direct Cost of Construction (A)	51,687,303	211,096,380
<i>Other Construction Overheads -</i>		
- Salaries, Allowances & Bonus	53,523,281	56,105,307
- Contribution to Provident Fund and Other Allied Funds	1,028,585	1,203,323
- Gratuity	3,953,362	3,963,362
- Staff Welfare and Other Amenities	2,143,608	1,408,710
- Electricity Charges	160,951	199,536
- Rent	-	49,500
- Repairs & Maintenance (Others)	1,302,728	1,176,118
- Insurance Charges	695,130	978,687
- Rates and Taxes	12,946	57,767
- Legal & Professional Charges	2,996,096	11,263,419
- Advertisement and Sales Promotion	9,339,722	11,006,611
- Commission	1,954,321	2,213,560
- Printing, Stationery, Postage and Telegram	806,588	1,125,725
- Conveyance, Travelling and Vehicle Expenses	2,703,950	3,721,640
- Remuneration to Auditors (Refer Note No. 34)	1,338,500	592,000
- Finance Cost (Refer Note No. 28)	92,819,096	89,506,865
- Security Expenses	1,415,469	1,088,882
- Miscellaneous Expenses	5,291,270	2,249,664
- Depreciation	6,704,043	5,702,496
	188,189,646	193,613,172
<i>Less : Miscellaneous Income -</i>		
- Provision for Gratuity Written Back	2,508,325	1,460,567
- Sundry Credit Balances Written Back	1,476,736	15
	3,985,061	1,460,582
(B)	184,204,585	192,152,590
<b>Total (A + B)</b>	<b>235,891,888</b>	<b>403,248,970</b>

27 Changes in Inventories and Project Work-in-Progress -

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Balance as of commencement of the year :		
- Project work in progress	4,296,090,996	3,892,842,028
- Unsold Shop	42,344	42,344
	4,296,133,340	3,892,884,372
<i>Less :</i>		
Balance as of end of the year :		
- Project work in progress	(4,531,982,884)	(4,296,090,996)
- Unsold Shop	(42,344)	(42,344)
	(4,532,025,228)	(4,296,133,340)
<b>Total</b>	<b>(235,891,888)</b>	<b>(403,248,968)</b>

**28 Finance Cost -**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Interest Expenses (Effective interest rate method)		
- On financial liabilities at amortized cost	5,346,043	2,468,100
- Unwinding of Discount on financial liabilities	1,778,441	-
Interest		
- On Bank Borrowings	86,611,106	85,279,010
- On delayed payment of Statutory Dues	243,773	71,787
- Others	-	-
Other Charges	861,947	1,759,755
	94,841,311	89,578,652
<u>Less : Transferred to Project Expenses</u>	92,819,096	89,506,865
<b>Total</b>	<b>2,022,215</b>	<b>71,787</b>

**29 Other Expenses -**

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Donation	2,000	248,000
<b>Total</b>	<b>2,000</b>	<b>248,000</b>

- 30 Trade Advances include Rs. 8,50,000/- (Previous Year : Rs.8,50,000/-) representing payment made towards consideration for purchase of land (possession whereof is with the owner) on which there is a claim made by a third party. Pending final settlement, the said amount is considered as good for recovery, by the Management of the Company.

- 31 In the opinion of the Management of the Company, all the Assets, Loans and Advances other than as referred to in Note No. 30 are stated at approximately at a value not lower than the value, if realized in the ordinary course of business and the provisions made for all known liabilities are adequate.

- 32 Details of dues to Micro, Small and Medium Enterprises as per MSMED Act, 2006 -

Particulars	As at March 31, 2019	As at March 31, 2018
Principal Amount outstanding to suppliers under MSMED Act, 2006 beyond the appointed date	-	-
Interest accrued and due to suppliers under MSMED Act on the above amount	-	-
Payment made to suppliers (Other than interest) beyond the appointed date, during the year	-	-
Interest paid to suppliers under MSMED Act (other than Section 16)	-	-
Interest paid to suppliers under MSMED Act (Section 16)	-	-
Interest due and payable to suppliers under MSMED Act for payments already made	-	-
Interest accrued and remaining unpaid at the end of the year to suppliers under MSMED Act, 2006	-	-

**Note:** The above information is compiled by the Company on the basis of the information made available by its vendors and the same has been relied upon by the Auditors.

- 33 There are certain on-going litigations relating to the project, the outcome of which is unascertainable. The Company has decided to provide for the liability on its acceptance and does not expect the same to have any material adverse impact in its financial position.

- 34 Break-up of Auditors' Remuneration -

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
- as an Auditor	560,000	550,000
- Other Services and Out of pocket expenses	778,500	42,000
	<b>1,338,500</b>	<b>592,000</b>

- 35 Segment Reporting -

The Company is in the business of real estate development which is the only reportable operating segment. Hence, separate disclosure requirements of Ind AS-108 Segment Reporting are not applicable.

- 36 Earnings Per Share -

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Net profit after tax	24,259,091	23,826,235
Weighted average number of equity shares outstanding during the year	729,951	729,951
Face Value of Share	100	100
Earnings Per Share (Basic and Diluted)	33.23	32.64

**37 Deferred Tax -**

Keeping in view the basis of estimating profits during the currency of project undertaken for development and construction and the adjustment of timing differences to Project Work-in-Progress, the timing differences, if any, between taxable and accounting income can be ascertained and recognised only in the year of completion of the project while recognising the final profits / losses arising there from and accordingly, necessary recognition thereof shall be made of the timing differences subsisting at that point of time, which are capable of reversal in future accounting year(s) in that year. Consequently, deferred tax has not been recognized.

**38 Employee Benefits -**

As per Ind AS-19 "Employee Benefits", the disclosures of Employee Benefits as defined in the Ind AS are given below -

**Defined Contribution Plan -**

Contribution to Defined Contribution Plan recognized as expense for the year are as under:

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Employer's Contribution to Provident Fund and Allied Funds	922,779	1,010,379

**Defined Benefit Plan :**

The Company contributes to group gratuity scheme administered through Life Insurance Corporation of India. The gratuity liability is determined on the basis of actuarial valuation and the contribution paid / payable thereagainst. However, in respect of Managing Director/ Whole Time Directors and an employee not covered under the scheme, the liability for gratuity is provided for as per The Payment of Gratuity Act, 1972.

- 39 The Company has entered into a construction finance agreement with a company in accordance with the terms and conditions recorded therein which continues, though the activities are yet to be commenced by the said Company.

**40 Recognition of profits from the development and construction of the project : "Aldeia De Goa" -**

The Company's project is a one single indivisible composite project. The estimated net profits from the said project are recognised @ 10% of the amounts received from the allottees on a year to year basis and the balance unrecognised profits, if any, shall be recognised in the year of completion of the project. The profits are recognised by way of appropriation to the advances received from the allottees.

**41 Related Party Disclosures -**

**A List of Related Parties with whom transactions have taken place and their relationship :**

**Name of the Related Party and Relationship**

- a. **Investing party of which the Company is an Associate:**  
Eversmile Construction Company Private Limited
- b. **Enterprise that have a member of Key Managerial Personnel in common:**  
Dynamix Clubs & Resorts Private Limited  
Conwood Constructions & Developers Private Limited  
Goan Hotel and Realty Private Limited
- c. **Key Managerial Personnel (KMP) / Relative of KMP:**  
Vinod Goenka (Managing Director)  
Jayvardhan Goenka (Whole Time Director)  
Narayan Prasad Bajaj (Whole Time Director)  
Sunita Goenka (Director) (Relative of KMP)

**Note:** The above related parties are as identified by the Company and relied upon by the Statutory Auditors'.

(Amount in Rs.)

<b>B Transactions with Related Parties and outstanding balances as of year end :</b>			
<b>Nature of Transactions</b>		<b>31-Mar-19</b>	<b>31-Mar-18</b>
<b>a. Eversmile Construction Company Private Limited</b>			
1 Corporate Guarantee received		500,097,888	749,997,888
2 Unsecured Loan received during the year		85,920,000	-
3 Unsecured Loan outstanding		66,860,000	-
4 Staff sharing services provided during the year		944,000	-
5 Receivable against services provided		928,000	-
<b>b. Conwood Constructions &amp; Developers Private Limited</b>			
1 Payment received against unsecured loan given		103,190,000	8,450,000
2 Unsecured loan outstanding		99,760,000	202,950,000
<b>c. Goan Hotels and Realty Private Limited</b>			
1 Payable against purchase of materials		106,284	106,284
2 Payable against Loan taken		1,000,000	1,000,000
<b>d. Dynamix Clubs &amp; Resort Private Limited</b>			
1 Construction Finance Given		679,615,000	679,615,000
<b>e. Sunita Goenka</b>			
1 Loan Received		26,500,000	-
2 Loan Repaid during the year		26,500,000	9,400,000
<b>f. N.P. Bajaj</b>			
1 Managerial Remuneration Paid		5,994,410	5,965,029
2 Outstanding		812,363	189,459
<b>g. Jayvardhan Goenka</b>			
1 Managerial Remuneration Paid		7,000,200	7,000,200
2 Outstanding		951,175	271,182
<b>h. Vinod Goenka</b>			
1 Managerial Remuneration Paid		4,200,120	4,200,120
2 Outstanding		624,693	211,125

#### 42 Financial Instruments -

The significant accounting policies, including the criteria of recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset and financial liability are disclosed in Note No. 2.07 of the Ind AS financial statements.

42.1 Financial assets and liabilities -

The carrying value of financial instruments by categories as of March 31, 2019 were as follows :

Particulars	Note No.	Fair Value through Profit & Loss	Amortised Cost	Carrying amount As at March 31, 2019
<b>Financial assets -</b>				
<b>Non - Current :</b>				
Investments	4	-	10,025	10,025
Loans	5	-	219,779	219,779
Other Financial Assets	6	-	14,119,613	14,119,613
<b>Current :</b>				
Investments	8	46,150	-	46,150
Cash and Cash Equivalents	9	-	14,397,097	14,397,097
Bank Balances other than Cash and Cash Equivalents	10	-	157,373,000	157,373,000
Loans	11	-	127,209,693	127,209,693
Other Financial Assets	12	-	682,659,923	682,659,923
		<b>46,150</b>	<b>995,989,130</b>	<b>996,035,280</b>
<b>Financial liabilities -</b>				
<b>Non - Current :</b>				
Borrowings	16	-	3,847,566	3,847,566
Trade Payables	17	-	4,143,013	4,143,013
<b>Current :</b>				
Borrowings	19	-	67,860,000	67,860,000
Trade Payables	20	-	85,237,653	85,237,653
Other Financial Liabilities	21	-	535,759,848	535,759,848
		<b>-</b>	<b>696,848,080</b>	<b>696,848,080</b>

The carrying value of financial instruments by categories as of March 31, 2018 were as follows :

Particulars	Note No.	Fair Value through Profit & Loss	Amortised Cost	Carrying amount As at March 31, 2018
<b>Financial assets -</b>				
<b>Non - Current :</b>				
Investments	4	-	10,025	10,025
Loans	5	-	219,779	219,779
Other Financial Assets	6	-	118,728,253	118,728,253
<b>Current :</b>				
Investments	8	42,927	-	42,927
Cash and Cash Equivalents	9	-	58,456,234	58,456,234
Bank Balances other than Cash and Cash Equivalents	10	-	43,464,332	43,464,332
Loans	11	-	221,584,800	221,584,800
Other Financial Assets	12	-	682,659,923	682,659,923
		<b>42,927</b>	<b>1,125,123,346</b>	<b>1,125,166,273</b>
<b>Financial liabilities -</b>				
<b>Non - Current :</b>				
Borrowings	16	-	429,378,377	429,378,377
Trade Payables	17	-	9,143,557	9,143,557
<b>Current :</b>				
Borrowings	19	-	80,827,102	80,827,102
Trade Payables	20	-	67,302,770	67,302,770
Other Financial Liabilities	21	-	352,649,453	352,649,453
		<b>-</b>	<b>939,301,259</b>	<b>939,301,259</b>

#### 42.2 Financial Risk Management -

The Board of Directors reviews the risk management policy from time to time and the said policy aims at enhancing shareholders' value and providing an optimum risk-reward trade off. The risk management approach is based on clear understanding of variety of risk that the organisation faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market conditions. Market risk comprises three types of risk: interest rate risk, credit and default risk and liquidity risk. Financial instruments affected by market risk include loans and borrowings and deposits. The Company does not have material Foreign Currency Exchange rate risk.

##### (A) Interest Risk :

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. In order to optimize the Company's position with regards to interest income and interest expenses and to manage the interest rate risk, Board of Directors perform a comprehensive corporate interest rate risk management by balancing the proportion of fixed rate and floating rate financial instruments in its total portfolio. The Company's interest rate risk exposure is only for floating rate borrowings. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

Particulars	As at March 31, 2019	As at March 31, 2018
Total Borrowings	498,038,926	822,419,984
Out of above, borrowings bearing floating rate of interest	498,038,926	742,592,882

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
50 bps increase would decrease the profit before tax by	249,019	371,296
50 bps decrease would decrease the profit before tax by	(249,019)	(371,296)

##### (B) Credit risk and default risk :

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily business advances / deposit given) and from its investing activities (primarily loans granted to various parties including related parties).

##### (C) Liquidity Risk :

The principal sources of liquidity of the Company are cash and cash equivalents, borrowings and the cash flow that is generated from operations. The Company believes that current cash and cash equivalents, tied up borrowing lines and cash flow that is generated from operations is sufficient to meet its requirements.

The table below provides details regarding the contractual maturities of financial liabilities as at March 31, 2019 :

Particulars	As at March 31, 2019	Within 1 year	1 - 2 years	2 - 5 years	more than 5 years
<b>Financial Liabilities -</b>					
Borrowings	579,571,671	573,665,142	2,016,527	3,889,994	-
Trade Payables	89,380,666	83,992,432	2,652,672	2,735,562	-
Other Financial Liabilities	27,895,743	27,895,743	-	-	-



The table below provides details regarding the contractual maturities of financial liabilities as at March 31, 2018 :

Particulars	As at March 31, 2018	Within 1 year	1 - 2 years	2 - 5 years	more than 5 years
<b>Financial Liabilities -</b>					
Borrowings	838,560,624	406,004,428	426,711,403	5,844,793	-
Trade Payables	76,446,327	65,113,837	6,611,320	4,721,170	-
Other Financial Liabilities	24,294,308	24,294,308	-	-	-

**42.3 Capital Management -**

For the purposes of the Company's capital management, capital includes issued capital and all other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholder value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

**43 Reconciliation of Liabilities arising from financing activities -**

Particulars	Opening Balance	Cash Movement	Fair Value Changes	Others	Total
<b>31-Mar-19</b>					
Borrowings	838,560,624	(256,929,990)	(2,058,963)	-	579,571,671
<b>31-Mar-18</b>					
Borrowings	597,546,210	248,419,420	(7,405,006)	-	838,560,624

**44 Previous year's figures have been regrouped/reclassified to confirm to current year's presentation**

**Signature to Notes 1 to 44**

As per our report of even date attached

**For Mehta Chokshi & Shah**  
Chartered Accountants  
Firm Registration No : 106201W

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

**Vinod Goenka**  
Managing Director  
DIN: 00029033

**Sunita Goenka**  
Director  
DIN: 01010145

**Vijay Gajaria**  
Partner  
Membership No. 137561

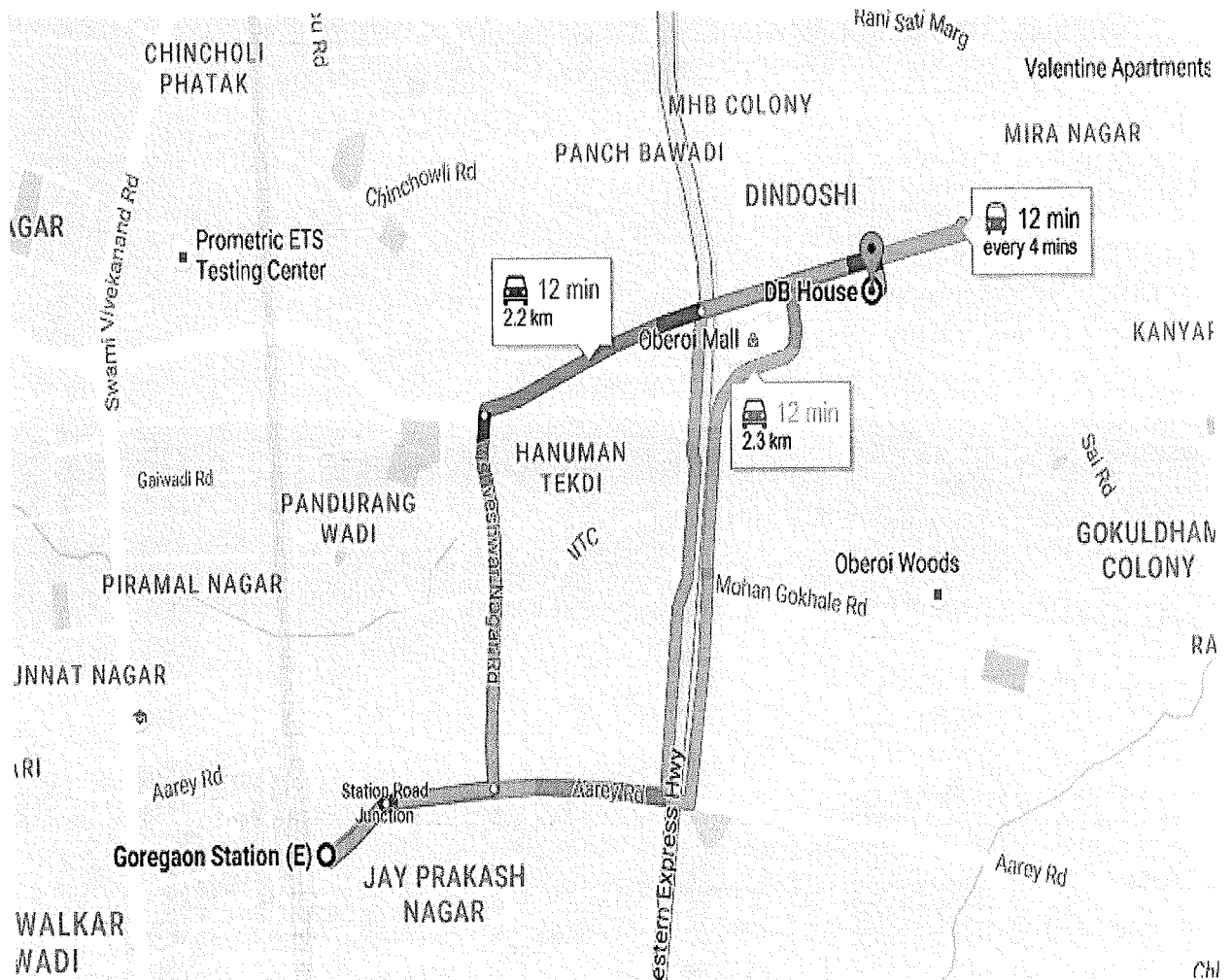
**Narayan Prasad Bajaj**  
Wholesale Director  
DIN: 00718905

**Manog Vagal**  
Company Secretary

**Place : Mumbai**  
**Date : 5th September, 2019**

**Place : Mumbai**  
**Date : 5th September, 2019**

## Route Map to the AGM Venue



### GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED

DB House, GEN A.K. Vaidya Marg,  
Goregaon (East), Mumbai – 400 063.

**Form No.MGT-11**

**Proxy Form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]**

**NAME OF THE COMPANY: GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED**

**REGISTERED OFFICE: DB HOUSE, GEN. A. K. VAIDYA MARG, GOREGAON (EAST), MUMBAI- 400063.**

**CIN: U45200MH1989PTC154095**

**NAME OF THE MEMBER'S:**

**REGISTERED ADDRESS:**

**EMAIL-ID:**

**FOLIO NO:**

I/We, being the members of \_\_\_\_\_ shares of the above named company, hereby appoint

1. Name:

Address:

Email-id:

Signature: \_\_\_\_\_ or failing him,

2. Name:

Address:

Email-id:

Signature: \_\_\_\_\_ or failing him,

3. Name:

Address:

Email-id:

Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30<sup>th</sup> Annual General Meeting of the company, to be held on Saturday, the 28<sup>th</sup> day of September, 2019 At 2:00 p.m. at DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400063 and at any adjournment thereof in respect of such resolutions as are indicated below:

<b><u>Resolution No.</u></b>	<b><u>Resolutions</u></b>	<b><u>Optional</u></b>	
		<b><u>For</u></b>	<b><u>Against</u></b>
1.	Adoption of Audited Financial Statements for the year ended 31-03-2019 together with the Report of the Board of Directors and the Auditors thereon.		
2.	Appointment of Ms. Shanita Jain (DIN No. 00088731), who retires by rotation.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019.

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy Holders: \_\_\_\_\_

**Note:**

**Affix**  
**Revenue**  
**Stamp**

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hrs before the commencement of the Meeting.
2. It is optional to put a "X" in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against the Resolutions, your proxy will be entitled to vote in the manner as He/ She thinks appropriate.
3. Please complete all details including details of members in above box before submission.

**BOOK-POST**

**To:**

***If not delivered, please return to:***

**Registered Office:  
GOAN REAL ESTATE AND CONSTRUCTION PRIVATE LIMITED  
Secretarial Department,  
DB House,  
Gen. A. K. Vaidya Marg, Goregaon (East),  
Mumbai – 400 063.**