

S G C O & Co. LLP

Chartered Accountants

Empire Mall Private Limited

Annual Report for the Year Ended 31st March, 2017

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SGCO & Co. LLP

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INDEPENDENT AUDITOR'S REPORT

**To the Members of Empire Mall Private Limited,
Report on the Financial Statements**

We have audited the accompanying financial statements of **Empire Mall Private Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure "A"** statement on the matters specified in the 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 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 our separate report in **Annexure "B"**;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 27 (a)(iii), (iv), (v) and (vi) to the financial statements;



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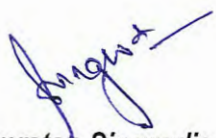
Chartered Accountants

- (ii) As informed to us by the management, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- (iv) The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 27(g) to the financial statements.

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184


Shyamratan Singrodia

Partner

Mem. No. 49006



Place : Mumbai

Date: 16th May, 2017

Annexure "A" to the Independent Auditors Report

The **Annexure "A"** referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" in our Independent Auditor's Report to the members of the Company for the year ended 31st March, 2017.

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

- (i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) The Fixed Assets have been physically verified by the management during the year at reasonable interval. In our opinion the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies have been noticed on such physical verification.
- c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) a) The inventories represent Construction Work-in-Progress comprising of cost of acquisition of the plot of land and expenditure incurred for development thereof. The said inventories have been physically verified by management during the year at reasonable intervals. In our opinion, considering the nature of inventories, the procedure of physical verification followed by the management was reasonable and adequate in relation to size of the Company and nature of its business. No material discrepancies were noticed on physical verification of inventory by the management.



- (iii) The Company has not granted any loans to the parties covered in the register maintained under Section 189 of the Act. Hence paragraph 3 (iii) (a), (b) and (c) of the said Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, section 185 and 186 of the Act is not applicable, since the Company has not granted any loan, not provided any guarantees or security and not made any investment during the year. Accordingly, paragraph 3 (iv) of the Order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) As per explanation & information given to us, the Company has maintained the cost record as prescribed by the Central Government under subsection (1) of Section 148 of the Act. However the same have not been reviewed by us.
- (vii)
 - a) Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues wherever applicable have regularly been deposited with the appropriate authorities except there are delays in some cases of Service tax and VAT. There are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31st March, 2017 or a period more than six months from the date they became payable.
 - b) There are no amount in respect of any disputed sales tax, income tax, service tax, duty of custom, duty of excise and Value Added Tax.
- (viii) As per the information and explanations given by the management, the Company has not defaulted in repayment of its dues to banks and financial institutions and has not issued debentures.



- (ix) The Company has applied the term loan for the purposes it was raised and the company did not raise money by way of initial public offer or further public offer (including debt instruments).
- (x) According to the information & explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not paid / provided for any managerial remuneration. Accordingly, paragraph 3 (xi) of the order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with of section 177 and 188 of the Act, where applicable. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable.



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(xvi) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112001W/W100104


Shyamratan Singrodia

Partner

Mem. No. 49006



Place : Mumbai

Date: 16th May, 2017

Annexure “B” to the Independent Auditor’s Report of even date on the financial statements of Empire Mall Private Limited for the year ended 31st March 2017.

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 Empire Mall Private Limited (“the Company”) as of March 31, 2017 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India.



Those Standards and the Guidance Note require that We comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S G C O & Co. LLP

Chartered Accountants

Firm's Registration No. 112081W/W100184
Shyamratan Singrodia

Partner

Mem. No. 49006

Place : Mumbai

Date: 16th May, 2017

Empire Mall Private Limited
Balance Sheet as at March 31, 2017

(Rs. in Lakhs)

Particulars	Notes	As at 31.03.2017	As at 31.03.2016
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share capital	2	13,602.25	13,602.25
Reserves & surplus	3	5,379.71	5,444.94
		18,981.96	19,047.19
Non-current Liabilities			
Long-term borrowings	4	7,244.80	3,881.82
Long - term Provisions	5	4.78	5.04
Other long- term liabilities	6	940.15	948.44
		8,189.73	4,835.30
Current Liabilities			
Short Term Borrowings	7	-	58.35
Trade payables	8	515.70	506.84
Other current liabilities	9	972.61	4,093.25
Short-term provisions	10	1.28	1.08
		1,489.59	4,659.52
Total		28,661.28	28,542.01
ASSETS			
Non-Current Assets			
Fixed assets			
- Tangible assets	11	15,882.15	16,837.53
Deferred tax Assets (net)	12	-	-
Long-term loans and advances	13	1,029.18	844.20
		16,911.33	17,681.73
Current Assets			
Inventories	14	3,605.85	3,510.02
Trade receivables	15	6,549.87	6,596.32
Cash and bank balances	16	1,472.65	435.11
Short-term loans and advances	17	97.15	212.66
Other current assets	18	24.43	106.17
		11,749.95	10,860.28
Total		28,661.28	28,542.01

As per our attached report of even date

For S G C O & Co. LLP

Chartered Accountants

Shyamratan Singro dia

Partner

Mem. No. 49006



Place : Mumbai

Date : 16th May, 2017

For and on behalf of the Board

Sudhanshu Chaturvedi

Director

DIN 05151360

Place : Mumbai

Date : 16th May, 2017

Hetal Hakani

Director

DIN 06878540

Prasad Sapre

Chief Finance Officer



Statement of Profit & Loss for the year ended March 31, 2017

(Rs. In Lakhs)

Particulars	Note No.	Year Ended 31.03.2017	Year Ended 31.03.2016
INCOME			
Revenue from operations	19	3,223.59	2,937.38
Other income	20	105.57	48.82
Total Revenue		3,329.16	2,986.20
EXPENSES			
Cost of commercial project	21	0.22	5.00
Employee benefits expense	22	170.84	161.32
Finance costs	23	807.68	1,264.82
Depreciation	11	1,122.99	1,290.68
Other expenses	24	1,292.66	1,349.61
		3,394.39	4,071.43
Profit / (Loss) before tax and prior period items		(65.23)	(1,085.23)
Prior period items	25	-	16.69
Profit / (Loss) before Tax		(65.23)	(1,101.92)
Less : Tax expense			
Current tax		-	-
Deferred tax liability / (assets)		-	12.71
		-	12.71
Profit / (Loss) for the year		(65.23)	(1,114.63)
Earnings per equity share	26		
(Nominal value of share Rs.10 : Basic		(0.05)	(1.04)
: Diluted		(0.05)	(1.04)
Significant Accounting Policies	1		
Accompanying Notes to Accounts	27		

As per our attached report of even date

For S G C O & Co. LLP

Chartered Accountants

Shyamratan Singroolia

Partner

Mem. No. 49006



For and on behalf of the Board

Sudhanshu Chaturvedi

Director

DIN 05151360

Hetal Hakani

Director

DIN 06878540

Prasad Sapre

Chief Finance Officer



Place : Mumbai

Date : 16th May, 2017

Place : Mumbai

Date : 16th May, 2017

Empire Mall Private Limited

Cash Flow Statement for the year ended 31st March, 2017

(Rs. In Lakhs)

	Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
A	Cash Flow from Operating Activities:		
	Net Profit / (Loss) before tax and exceptional items	(65.23)	(1,085.23)
	Adjustments for :		
	Depreciation	1,122.99	1,290.68
	Dividends	(0.57)	(10.32)
	Interest income	(31.06)	(37.79)
	Finance costs	807.68	1,264.82
	Operating profit before working capital changes	1,833.81	1,422.16
	Adjustments for :		
	Increase / (Decrease) in Other long-term liabilities	(8.29)	(5,438.39)
	Increase / (Decrease) in Trade payables	8.86	(312.92)
	Increase / (Decrease) in Short-term provisions	0.20	(50.32)
	Increase / (Decrease) in Long-term provisions	(0.26)	5.04
	Increase / (Decrease) in Other current liabilities	(3,120.64)	(56.63)
	Decrease / (Increase) in Long-term loans and advances	(363.49)	98.79
	Decrease / (Increase) in Other non-current assets	-	0.01
	Decrease / (Increase) in Inventories	(95.83)	(370.23)
	Decrease / (Increase) in Trade receivables	46.45	148.91
	Decrease / (Increase) in Short-term loans and advances	115.51	57.77
	Decrease / (Increase) in Other current assets	81.74	20.94
	Cash generated from / (used in) operations	(1,501.95)	(4,474.84)
	Direct taxes (paid) / received	178.51	(208.09)
	Prior period items	-	(16.69)
	Net cash flow from / (used in) operating activities	(1,323.44)	(4,699.62)
B.	Cash Flow from Investing Activities:		
	Purchase of fixed assets	(167.60)	(10.06)
	Redemption / maturity of bank deposits	259.88	35.92
	Dividends	0.57	10.32
	Interest income	31.06	37.79
	Net cash flow from / (used in) investment activities	123.91	73.97
C.	Cash Flow from Financing Activities:		
	Proceeds from long - term borrowings (Net)	3,362.98	(10,086.48)
	Proceeds from short - term borrowings (Net)	(58.35)	58.35
	Proceeds from issue of equity share capital	-	16,000.00
	Share issue expenses	-	(90.08)
	Finance costs	(807.68)	(1,264.82)
	Net cash flow from / (used in) financing activities	2,496.95	4,616.97
	Net increase / (decrease) in cash and cash equivalents	1,297.42	(8.68)
	Cash and cash equivalents at the beginning of the year	24.96	33.65
	Cash and cash equivalents at the end of the year	1,322.38	24.96



Empire Mall Private Limited

Cash Flow Statement for the year ended 31st March, 2017

Note :

- 1 Cash and Cash Equivalents at the end of the year consist of cash in hand and balances with banks are as follows :

(Rs. In Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016
Cash on hand	1.19	0.38
Cheques on hand	7.35	-
Balances with bank on current account	1,313.84	24.58
	1,322.38	24.96

- 2 The previous year figures have been regrouped / rearranged wherever necessary in order to conform to this current presentation.

As per our report of even date attached

For S G C O & Co. LLP

Chartered Accountants

Shyamratan Singrodia

Partner

Mem. No. 49006



Place : Mumbai

Date : 16th May, 2017

For and on behalf of the Board

Sudhanshu Chaturvedi

Director

DIN 05151360

Place : Mumbai

Date : 16th May, 2017

Hetal Hakani

Director

DIN 06878540

Prasad Sapre

Chief Finance Officer



Empire Mall Private Limited

Notes to financial statements for the year ended 31st March, 2017

Corporate information:

Empire Mall Private Limited (the Company) is a company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is engaged in the business of developing, owning and operating of Shopping Malls and Commercial Premises.

Note: 1 Significant Accounting Policies & Notes on Accounts

a) Basis of Accounting:

- i. The Financial Statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis and in compliance with all the mandatory accounting standards as prescribed under Section 133 of the Companies Act 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014.
- ii. Financial Statements are based on historical cost convention and are prepared on accrual basis.

b) Use of Estimates :

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the financial statements and the reported amounts of revenues and expenses during the reporting period.

Difference between actual results and estimates are recognized in the periods in which the results are known/ materialize.

c) Revenue Recognition:

- i. Revenue is being recognised as and when there is reasonable certainty of its ultimate realisation. Income earned by way of leasing or renting out of commercial premises is recognised as income in accordance with Accounting Standard 19 on "Leases" (AS 19).
 - ii. The Company follows the Percentage of completion method for the accounting of revenue from construction projects. Under this method the Company recognizes revenue in proportion to the actual cost incurred as against the total estimated cost of the project under execution subject to completion of construction work to a certain level depending on the type of the project.
- Land & TDR cost is not included in computing the Percentage of Project Completion for recognizing revenue.



Empire Mall Private Limited

Notes to financial statements for the year ended 31st March, 2017

- Revenue is recognized either on execution of an agreement or a letter of allotment.
- The estimates relating to percentage of completion, cost to completion, saleable area, etc being of a technical nature are revised periodically by the management and are considered as change in estimates and accordingly, the effect of such changes in estimates is recognized in the period in which such changes are determined.
- iii. Interest is recognised on a time proportion basis taking in to account the amount outstanding and the rate applicable.
- iv. Dividend income is recognised when the right to receive payment is established.

d) Tangible and Intangible Assets:

- i. Fixed Assets are stated at cost less accumulated depreciation and impairments loss, if any. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for intended use. Indirect preoperative expenses and borrowing costs attributable to construction or acquisition of Fixed Assets for the period up to the completion of construction or acquisition of Fixed Assets are capitalised.
- ii. Intangible assets are recognised only if they are separately identifiable and the Company controls the future economic benefits arising out of them. Intangible assets are stated at cost less accumulated amortisation and impairment.

e) Depreciation:

- i. Leasehold Land is amortised over the remaining period of the Lease.
- ii. Depreciation on Other Fixed Assets is provided on 'Written down value method' based on useful life of assets and in the manner specified in the Schedule II of the Companies Act, 2013.

f) Impairment of Fixed Asset:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. An impairment loss is charged to the statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.



Empire Mall Private Limited

Notes to financial statements for the year ended 31st March, 2017

g) Inventories:

Construction work in progress includes cost of land, premium for development rights, construction cost, borrowing cost and other allocated overheads incidental to the projects undertaken by the company.

h) Investments:

Investments that are intended to be held for more than a year, from the date of acquisition, are classified as long term investment and are carried at cost less any provision for diminution in value other than temporary. Investments other than long term investments being current investments are valued at cost or fair value whichever is lower.

i) Borrowing Costs:

Borrowing costs are recognised as an expense in the period in which they are incurred except the borrowing cost attributable to be acquisitions\ constructions of a qualifying assets which are capitalised as a part of the cost of the fixed assets, upto the date, the assets are ready for its intended use.

j) Retirement Benefits:

- i. Company's contribution to Provident Fund and Other Funds for the year is accounted on accrual basis and charged to the statement of Profit & Loss.
- ii. Liability for Leave Encashment Benefits has been provided on the basis of the actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.
- iii. Retirement benefits in the form of Gratuity are considered as defined benefit obligations and are provided on the basis of the actuarial valuation, using the projected unit credit method, as at the date of the Balance Sheet.

k) Expenditure during construction period:

- i) Expenditure of capital nature incurred during construction period in respect of a Project being executed by the Company is grouped under Capital work in progress. Such Expenditure would be capitalized upon the commencement of commercial operations of the Project.
- ii) Incidental expenditure during construction period pending allocation included in capital work in progress represents expenditure incurred in connection with the



Empire Mall Private Limited

Notes to financial statements for the year ended 31st March, 2017

Project which is intended to be capitalized to the Project. Expenditure not attributable to project are charged to Revenue Account.

- iii) Common Expenditure is allocated to project cost on certain basis as considered appropriate by the Management.

l) Provisions and Contingent Liabilities:

The Company recognizes a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

m) Foreign Currency Transactions:

- i. The transactions in foreign currencies on revenue accounts are stated at the rate of exchange prevailing on the date of transaction.
- ii. The difference on account of fluctuation in the rate of exchange, prevailing on the date of transaction and the date of realisation, are recognised in the Statement of Profit & Loss.
- iii. Differences on translation of Current Assets & Current Liabilities remaining unsettled at the year-end are recognised in the Statement of Profit & Loss.
- iv. The premium in respect of foreign exchange contract is amortised over the life of the contract. The net gain or loss on account of any exchange difference, cancellation or renewal of such forward exchange contract is recognised in the Statement of Profit & Loss in the reporting period.

n) Accounting for Taxation of Income :

Current taxes

Provision for current income-tax is recognized in accordance with the provisions of Indian Income- tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities



Empire Mall Private Limited

Notes to financial statements for the year ended 31st March, 2017

are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred tax assets are reviewed as at each Balance Sheet date.

Minimum Alternate Tax ('MAT')

Minimum Alternate Tax ('MAT') credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the Company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will be able to utilise the MAT Credit Entitlement within the period specified under the Income-tax Act, 1961.

o) Earning Per Share:

Earnings per share Basic earnings per share is calculated by dividing the net profit / (loss) for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by weighted average number of equity shares outstanding during the year. For the purpose of calculating diluted earnings per share, the net profit / (loss) for the year attributable to equity shareholders and the weighted average numbers of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares



Notes to financial statements for the year ended March 31, 2017

Note 2 : Share capital

(Rs. In Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016
Authorised		
1400 Lakhs Equity Shares of Rs 10 each	14,000.00	14,000.00
Issued, Subscribed and Fully Paid Up	13,602.25	13,602.25
1360.23 Lakhs Equity Shares of Rs. 10 each fully paid up	13,602.25	13,602.25

a) Reconciliation of shares outstanding at the beginning and at the end of the year

Particulars	As at 31.03.2017		As at 31.03.2016	
	No. In Lakhs	Rs. In Lakhs	No. In Lakhs	Rs. In Lakhs
Equity Shares				
At the beginning of the period	1,360.23	13,602.25	767.63	7,676.33
Issued during the period	-	-	592.60	5,925.92
Outstanding at the end of the period	1,360.23	13,602.25	1,360.23	13,602.25

b) Terms / rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

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

c) Details of Shareholders holding more than 5% shares in the company:

Particulars	As at 31.03.2017		As at 31.03.2016	
	No. In Lakhs	% holding	No. In Lakhs	% holding
Prozone Liberty International Limited, Singapore, Holding company	472.09	34.71	472.09	34.71
Triangle Real Estate India Projects Limited	476.08	35.00	476.08	35.00
Nailsfield Limited, Mauritius	364.44	26.79	364.44	26.79



Note 3 : Reserves & surplus

Particulars	As at 31.03.2017	As at 31.03.2016
Securities Premium		
Balance at the beginning of the period	16,929.36	6,945.36
Add: On further issue of shares	-	10,074.08
Less: Share Issue Expenses	-	90.08
Closing Balance	16,929.36	16,929.36
Surplus/(Deficit)		
Balance at the beginning of the period	(11,484.42)	(10,369.79)
Add: Profit / (Loss) for the year	(65.23)	(1,114.63)
Closing Balance	(11,549.65)	(11,484.42)
	5,379.71	5,444.94

Note 4 : Long-term borrowings

Particulars	As at 31.03.2017	As at 31.03.2016
Term Loan From Bank (Secured)		5,065.30
Less: Interest accrued (disclosed under other current liabilities)	-	41.47
Less: Current maturities of long term debt (disclosed under other current liabilities)	-	1,142.01
	-	3,881.82
Term Loan From Others (Secured)	7,508.56	
Less: Current maturities of long term debt (disclosed under other current liabilities)	263.76	
	7,244.80	
	7,244.80	3,881.82

a) Term Loan From Bank (Secured) includes:

Rs. Nil (PY Rs. 5065.30 Lakhs) Term Loan from IDBI carries interest @ Base rate + 1.75% p.a. The loan is repayable in 102 Monthly installments along with interest starting from July, 2011. The loan is secured by primarily pari-passu charge by way of hypothecation of the rent receivables pertaining to rent from the Prozone Mall at Aurangabad and collaterally, first pari-passu charge by way of equitable mortgage of land and building at Aurangabad, hypothecation of the company's fixed assets and personal guarantees of directors.

The above loans are further secured by corporate guarantee of the Holding Company - Prozone Liberty International Limited, Singapore and Ultimate Holding Company Prozone Intu Properties Limited. The said loan is paid during the year.



Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

b) Term Loan From Others (Secured) includes:

Rs. 7508.56 Lakhs (PY Rs. Nil) term loan from LIC Housing Finance Limited carries interest 11% P.A. The total sanctioned amount is Rs 9500 lakhs while the total amount disbursed till date is Rs 7508.56 Lakhs. The loan is repayable in 180 Monthly instalments of Rs 10,797,671/- inclusive of interest starting from May, 2017. The loan is secured by way of equitable mortgage of land and buildings, rent receivables both present and future from Prozone Mall, against sold & unsold units of Inventories, personal gurantee from Mr. Akhil Chaturvedi.

The above loans are further secured by corporate guarantee of the Ultimate Holding Company Prozone Intu Properties Limited.

Note 5 : Long - term Provisions

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Leave Encashment	4.78	5.04
	4.78	5.04

Note 6 : Other long- term liabilities

Particulars	As at 31.03.2017	As at 31.03.2016
Lease Deposit from Tenants (Interest Bearing)	36.49	1,801.32
Less : Interest accrued (disclosed under other current liabilities)	36.49	51.32
Less : Lease deposit become payable within next 12 months	-	1,750.00
	-	-
Lease Deposit from Tenants (Interest free)	940.15	948.44
	940.15	948.44

Note 7 : Short Term Borrowings

Particulars	As at 31.03.2017	As at 31.03.2016
Unsecured Loan from Ultimate Holding Company	-	58.35
	-	58.35

Note 8 : Trade payables

Particulars	As at 31.03.2017	As at 31.03.2016
Trade payables		
- Due to Micro ,Small & Medium Enterprises	48.22	57.24
- Due to Others	467.48	449.60
	515.70	506.84



Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

The Company had sought confirmation from the vendors whether they fall in the category of Micro ,Small and Medium Enterprises. Based on the information available, the required disclosure for Micro, Small and Medium Enterprises under the above Act is given below :

Particulars	As at 31.03.2017	As at 31.03.2016
The principal amount remaining unpaid to any supplier as at the end of accounting year ;	48.22	57.24
interest due thereon remaining unpaid at the end of accounting year;*	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the due date during each accounting year;	-	-
The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);	-	-
The amount of interest accrued and remaining unpaid at the end of accounting year; and		
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

* Interest paid/payable by the Company on the aforesaid principle amount has been waived by the concerned suppliers.

Note 9 : Other current liabilities

Particulars	As at 31.03.2017	As at 31.03.2016
Current maturities of long term debt	263.76	1,142.01
Lease deposit become payable within next 12 months	-	1,750.00
Interest accrued and due	36.49	92.79
Others :		
Duties & Taxes Payable	232.39	40.34
Employee Benefits Payable	13.69	24.50
Advance from Customers	3.04	4.03
Payables in respect of Capital Assets	423.24	839.58
Other Liabilities	-	200.00
	972.61	4,093.25

Note 10 : Short-term provisions

Particulars	As at 31.03.2017	As at 31.03.2016
Provision for Leave Encashment	1.08	1.08
Provision for Gratuity	0.20	-
	1.28	1.08



Empire Mall Private Limited

Notes to financial statements for the year ended March 31, 2017

Note 11 : Fixed assets - Tangible assets

(At Cost less Depreciation)

Particulars	Gross Block				Depreciation				Net Block	
	As at 01.04.2016	Additions during the year	Deductions during the year	As at 31.03.2017	Up to 01.04.2016	Provided for the year	Adjustments for the year	Up to 31.03.2017	As at 31.12.2017	As at 31.03.2016
Leasehold Land	3,795.75	-	-	3,795.75	590.10	63.79	-	653.89	3,141.86	3,205.65
Building (given on operating lease)	18,446.33	163.00	-	18,609.33	6,911.47	596.52	-	7,507.99	11,101.34	11,534.86
Plant & Equipments *	5,762.99	4.36	-	5,767.35	3,722.86	449.44	-	4,172.30	1,595.05	2,040.13
Equipments (given on operating lease)	100.01			100.01	53.61	10.25	-	63.86	36.15	46.40
Furnitures & Fittings	31.34	0.24	-	31.58	22.75	2.74	-	25.49	6.09	8.59
Computers	28.36	-	-	28.36	26.54	0.25	-	26.79	1.57	1.82
Vehicles	9.52	-	-	9.52	9.43	-	-	9.43	0.09	0.09
Total	28,174.30	167.60	-	28,341.90	11,336.76	1,122.99	-	12,459.75	15,882.15	16,837.53
<i>Previous Year</i>	<i>28,164.25</i>	<i>10.05</i>	<i>-</i>	<i>28,174.30</i>	<i>10,046.10</i>	<i>1,290.68</i>	<i>-</i>	<i>11,336.77</i>	<i>16,837.53</i>	<i>18,118.15</i>



Note 12 : Deferred tax Assets (net)

Particulars	As at 31.03.2017	As at 31.03.2016
Deferred Tax Assets (Gross)		
Unabsorbed depreciation *	383.17	298.23
Impact of Expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	2.42	2.79
	385.59	301.02
Less:		
Deferred Tax Liabilities (Gross)		
Fixed Assets : Impact of difference between tax depreciation and depreciation / amortisation charged for the financial reporting	385.58	266.18
Impact of income charged to the statement of profit and loss in the current year but allowed for tax purposes on receipt basis		
- Lease Rental Adjustments - Unbilled Revenue	-	34.84
	385.58	301.02
Deferred Tax Assets (Net)	-	-

* The Company follows Accounting Standard (AS-22) "Accounting for taxes on Income". In view of virtual certainty as laid down by the Standard not being established, the Company has recognized deferred tax assets in unabsorbed depreciation only to the extent of deferred tax liability as on the balance sheet date.

Note 13 : Long-term loans and advances

(Unsecured, Considered Good)

Particulars	As at 31.03.2017	As at 31.03.2016
Security Deposits	276.70	10.91
Prepaid Expenses	96.77	-
<u>Other Loans and Advances :</u>		
CENVAT Credit Receivable	139.67	138.74
Advance Tax & TDS (Net of provisions)	516.04	694.55
	1,029.18	844.20

Note 14 : Inventories

(Valued at Lower of Cost and NRV)

Particulars	As at 31.03.2017	As at 31.03.2016
Work In Progress - Commercial Project	3,605.85	3,510.02
	3,605.85	3,510.02



Note 15 : Trade receivables

(Unsecured and Considered Good)

Particulars	As at 31.03.2017	As at 31.03.2016
- Due for a period exceeding six months from the date they are due for payment	3,041.48	3,212.08
- Other Debts*	3,508.39	3,384.24
	6,549.87	6,596.32

* includes unbilled receivables of Rs. 2,835.44 Lakhs (PY Rs. 2,812.64 Lakhs) in respect of revenue from sale of properties recognised on percentage completion method.

Note 16 : Cash and bank balances

Particulars	As at 31.03.2017	As at 31.03.2016
Cash and Cash Equivalents		
Balances with Banks:		
On Current Accounts	1,313.84	24.58
Cash on Hand	1.19	0.38
Cheques on hand	7.35	-
Other Bank Balances		
Balance with banks to the extent held as security deposit	150.27	410.15
	1,472.65	435.11

Note 17 : Short-term loans and advances

(Unsecured, Considered Good)

Particulars	As at 31.03.2017	As at 31.03.2016
Advances recoverable in cash or kind	75.43	195.11
Prepaid expenses	21.72	17.55
	97.15	212.66



Note 18 : Other current assets

Particulars	As at 31.03.2017	As at 31.03.2016
Lease Rental Adjustments - Unbilled Revenue	-	105.36
Other receivables	24.43	0.81
	24.43	106.17
Other receivables includes amount due from :		
<u>Fellow Subsidiary Company</u>		
- Alliance Mall Developers Co Private Limited	24.43	0.81

Note 19 : Revenue from operations

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Sale of Property		
Revenue from real estate projects	0.32	6.96
Sale of Service		
License fees and rental income	1,839.72	1,616.42
Service charges	1,223.73	1,169.58
Others	159.82	144.42
	3,223.59	2,937.38

Note 20 : Other income

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Dividend income on current investments	0.57	10.32
Rent on Machinery	22.50	0.71
Interest on Income tax refund	51.44	-
Interest income on fixed deposits	31.06	37.79
	105.57	48.82

Note 21 : Cost of commercial project

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Opening Work in Progress - Commercial Project	3,510.03	3,139.82
<u>Add / (Less) :</u>		
Administrative expenses	0.25	-
Construction & development costs	95.79	375.21
	3,606.07	3,515.03
Less: Closing Balance Work in Progress - Commercial Project	3,605.85	3,510.03
	0.22	5.10



Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

Note 22 : Employee benefits expense

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Salaries, Wages & other benefits	158.92	153.26
Contribution to PF & other funds	5.99	5.61
Staff welfare expenses	5.93	2.45
	170.84	161.32

Note 23 : Finance costs

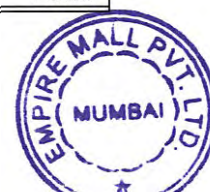
Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Interest Expense		
- Banks	512.46	829.33
- Others	222.67	429.14
Other Borrowing Costs	72.55	6.35
	807.68	1,264.82

Note 24 : Other expenses

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Rent	1.89	-
Rates & taxes	178.48	166.67
Insurance	17.87	19.17
Repairs to building	52.58	30.95
Repairs to machinery	55.75	55.53
Electricity charges	478.17	527.68
Security charges	113.73	115.93
Housekeeping charges	80.04	75.72
Printing & stationery	2.20	0.91
Director Sitting Fees	4.00	6.75
Communication expenses	4.38	2.61
Legal & professional fees	175.71	175.40
Travelling & conveyance	16.87	14.44
Brokerage & commission	10.34	2.67
Advertisement & sales promotion expenses	57.15	53.70
Auditors remuneration	14.75	29.38
Interest on Late Payment of statutory dues	17.21	51.43
Miscellaneous expenses	11.54	20.67
	1,292.66	1,349.61

Payments to Auditors

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Audit fees	10.00	10.00
Tax audit fees	4.75	4.75
Taxation matters	-	14.63
	14.75	29.38



Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

Note 25 : Prior period items

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Rates & Taxes of earlier years	-	16.69
	-	16.69

Note 26 : Earnings per equity share

In accordance with Accounting Standard 20- Earning Per Share, the computation of earning per share is set out below :

Particular	Year Ended 31.03.2017	Year Ended 31.03.2016
A Weighted average number of Equity Shares of Rs. 10/- each		
i Number of equity shares at the beginning of the year	1,360.23	767.63
ii Weighted average number of Equity Shares issued during the year	-	305.23
iii Number of Equity Shares at the end of the year	1,360.23	1,072.86
iv Weighted average number of Potential Equity Shares outstanding during the year	-	-
v Total number of Equity share for calculating Diluted Earning Per Share	1,360.23	1,072.86
B Net Loss after Tax available for Equity shareholders (Rs. in Lakhs)	(65.23)	(1,114.63)
C Basic Earning Per Share (in Rs.) {B/A (iii)}	(0.05)	(1.04)
D Diluted Earning Per Share (in Rs.) {B/A (v)}	(0.05)	(1.04)



Empire Mall Private Limited

Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

Note 27 : Accompanying Notes to Accounts

a) Contingent Liabilities not provided for :

- Guarantee given by Bank on behalf of the Company Rs. 115.60 Lakhs (PY Rs. 115.60 Lakhs).
- Estimated amount of contracts remaining to be executed on capital account not provided for (net of advances) Rs. 399.32 Lakhs (PY Rs. 109.09 Lakhs)
- Disputed demands in respect of Income Tax for the A.Y. 2010-11 amounting to Rs Nil (PY 18.50 Lakhs)
- Claims against the Company, not acknowledged as debts Rs 10.31 Lakhs (PY Rs 163 Lakhs)
- Disputed demand in respect of Property tax amounting to Rs 72.62 Lakhs (PY Rs 72.62 Lakhs) . (The Company has paid under protest Rs 36.31 Lakhs (PY Rs 36.31 Lakhs)
- Disputed demand in respect of electricity charges amounting to Rs 644.66 Lakhs (PY Rs Nil) . (The Company has filed appeal against the same and deposited under protest Rs 322.33 Lakhs on 3rd May, 2017 against the same (PY Rs Nil)

- b) In the opinion of the Board the Current Assets, Loans and Advances are approximately of the value stated and are realisable in the ordinary course of business. Further the provisions for all known liabilities are adequately made and not in excess of the amounts reasonably necessary.

c) Disclosure as per AS 15 "Employee Benefits" :

The principal assumptions used in the actuarial valuation of Gratuity are as follows:-

Particulars	Gratuity		Leave Encashment	
	Year Ended 31.03.2017	Year Ended 31.03.2016	Year Ended 31.03.2017	Year Ended 31.03.2016
Discount rate	7.80%	7.80%	7.80%	7.80%
Expected rate of withdrawals	10.00%	10.00%	10.00%	10.00%
Expected rate of future salary increase	5.10%	5.10%	5.10%	5.10%
Changes in present value of obligations :				
Present value of obligation as at the beginning of the year	3.03	5.07	6.13	4.99
Interest Cost	0.23	0.39	0.44	0.39
Current Service Cost	1.30	1.48	2.08	1.93
Transfer Out	-	(0.20)		
Benefits paid	(4.94)	-	(0.46)	(1.15)
Actuarial (Gain) / Loss on obligations	5.83	(3.71)	(2.32)	(0.03)
Present Value of obligation as at the end of the year	5.45	3.03	5.85	6.13
Liability recognized in the Balance Sheet :				
Present value of obligation as at the end of the year	5.45	3.03	5.85	6.13
Fair Value of plan assets as at the end of the year	5.24	6.28	-	-
Unfunded status	0.20	(3.25)	5.85	6.13
Unrecognized Actuarial (Gain)/ loss	-	-	-	-
Net (Assets)/ Liability recognized in the Balance Sheet	0.20	(3.25)	5.85	6.13
- Non Current (Assets)/ Liability	-	-	4.78	5.04
- Current (Assets)/ Liability	0.20	(3.25)	1.08	1.08



Empire Mall Private Limited

Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

Expenses recognized in the Profit and Loss Account :				
Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016	Year Ended 31.03.2017	Year Ended 31.03.2016
Current Service Cost	1.30	1.48	2.08	1.93
Past Service Cost	-	-	-	-
Interest Cost	0.23	0.39	0.44	0.39
Actuarial (Gain) / Loss on obligations	5.83	(3.71)	(2.32)	(0.03)
Actuarial (Gain) / Loss on plan assets	0.13	0.09	-	-
Expected return on plan assets	(0.53)	(0.63)	-	-
Total Expenses recognized in the Statement of Profit and Loss	6.96	(2.39)	0.19	2.29

Amounts of Gratuity for the current and previous four year are as follows:

Gratuity					
Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016	Year Ended 31.03.2015	Year Ended 31.03.2014	Year Ended 31.03.2013
Defined benefit obligation	5.45	3.03	5.07	6.25	4.69
Plan assets	5.24	6.28	5.73	5.24	4.74
Surplus/(deficit)	0.20	(3.25)	(0.67)	1.01	(0.05)
Experience adjustments on plan liabilities	5.54	(3.71)	(4.45)	(0.50)	(0.58)
Experience adjustments on plan assets	0.13	0.09	0.07	(0.05)	(0.35)
Actuarial gain/(loss) due to change in assumption	0.30	-	0.50	(0.37)	(0.08)



Empire Mall Private Limited

Notes to financial statements for the year ended March 31, 2017

d) Segment information:

The Segment Reporting of the Company had been prepared in accordance with Accounting Standard – 17 on "Segment Reporting".

The Company is engaged in the business of developing, owning and operating of Shopping Malls, Commercial and Residential Premises. Based on the business activities during the financial year, the Company has identified the following business segments as its primary segment:-

- a) Leasing
- b) Outright Sales

The primary segment reporting format is determined to be business segment as the company's risks and rates of returns are affected predominantly by the nature of activities

(Rs. In Lakhs)			
Particulars	Leasing	Outright Sales	Total
For the year ended 31st March, 2017			
Revenue			
Segment Revenue	3,223.27	0.32	3,223.59
Unallocated Revenue			-
			3,223.59
Results			
Segment Results	700.55	0.09	700.64
Unallocated Expenses			63.75
Operation Profit			636.88
Finance Costs			807.68
Other Income			(105.57)
Prior period Items			-
Profit / (Loss) Before Tax			(65.23)
Tax Expense			-
Net Profit / (Loss) for the year			(65.23)
As at 31st March, 2017			
Segment Assets	14,462.71	9,067.98	23,530.69
Unallocated Assets			5,130.59
Total Assets (A)			28,661.28
Segment Liabilities	6,444.18	1,963.44	8,407.62
Unallocated Liabilities			1,271.70
Total Liabilities (B)			9,679.32
Capital Employed (A) - (B)			18,981.96
Other segment information :			
Depreciation & Amortisation expense	1,059.20	-	1,059.20
Unallocated Amortisation expense			63.79
			1,122.99



Empire Mall Private Limited

Notes to financial statements for the year ended March 31, 2017

(Rs. In Lakhs)

Particulars	Leasing	Outright Sales	Total
For the year ended 31st March, 2016			
Revenue			
Segment Revenue	2,930.42	6.96	2,937.38
Unallocated Revenue			-
			2,937.38
Results			
Segment Results	193.86	0.69	194.55
Unallocated Expenses			63.77
Operation Profit			130.77
Finance Costs			1,264.82
Other Income			(48.82)
Exceptional Items			16.69
Profit / (Loss) Before Tax			(1,101.92)
Tax Expense			12.71
Net Profit / (Loss) for the year			(1,114.63)
As at 31st March, 2016			
Segment Assets	15,060.22	9,146.48	24,206.71
Unallocated Assets			4,335.30
Total Assets (A)			28,542.01
Segment Liabilities	7,696.83	1,797.99	9,494.82
Unallocated Liabilities			-
Total Liabilities (B)			9,494.82
Capital Employed (A) - (B)			19,047.19
Other segment information :			
Depreciation & Amortisation expense	1,225.61	1.28	1,226.89
Unallocated Amortisation expense			63.79
			1,290.68

The Company's business consists of one reportable geographic segment i.e., "Domestic", hence no separate disclosures pertaining to attributable Revenues and Assets are given



e) Related Party Disclosure:-

As required under Accounting Standard 18 "Related Party Disclosure" (AS-18), following are the details of transactions during the year with the related parties of the Company as defined in AS 18 :

For the year ended 31st March 2017

i) Key Management Personnel

Mr. Salil Chaturvedi (Upto 16th August, 2016)	Managing Director
Mr. Sudhanshu Chaturvedi (From 16th August, 2016)	Director
Mr. Prasad Sapre	CFO
Mr. Nitin Shetty	Company Secretary

ii) Fellow Subsidiary Companies:-

- Alliance Mall Developers Co Private Limited

iii) Holding Company:-

- Prozone Liberty International Limited, Singapore.

iv) Ultimate Holding Company:-

- Prozone Intu Properties Limited

Related Party Transactions

a) Sale/Purchase of goods and services

Particulars	Lease Rental Deposit	Rent on Machinery	Sale of Goods /Services	Purchase of Goods /Services	Amount due to Related Parties	Amount due from Related Parties
Fellow Subsidiary Companies						
Alliance Mall Developers Co Private Limited	-	22.50	-	-	-	24.42
Ultimate Holding Company						
Prozone Intu Properties Limited	-	-	-	120.68	-	-

b) Loans taken and repayment thereof

Particulars	Loans Taken	Loan Repaid	Interest	Amount due to Related Parties
Ultimate Holding Company				
Prozone Intu Properties Limited	539.42	613.60	15.84	-

c) Remunerations

Particulars	Directors Sitting Fees	Employee Benefit Expense	Amount due to Related Parties
Key Management Personnel			
Mr. Nitin Shetty	-	3.50	0.30
Mr. Prasad Sapre	-	6.53	0.49
Mr. Sudhanshu Chaturvedi	0.50	-	-



For the year ended 31st March 2016

i) Key Management Personnel

Mr. Salil Chaturvedi	Managing Director
Mr. Prasad Sapre	CFO
Mr. Nitin Shetty	Company Secretary

ii) Fellow Subsidiary Companies:-

- Alliance Mall Developers Co Private Limited

iii) Holding Company:-

- Prozone Liberty International Limited, Singapore.

iv) Ultimate Holding Company:-

- Prozone Intu Properties Limited

Related Party Transactions

a) Sale/Purchase of goods and services

Particulars	Lease Rental Deposit	Mobilisation Advance taken / (Repaid)	Rent on Machinery	Sale of Goods /Services	Purchase of Goods /Services	Amount due to Related Parties	Amount due from Related Parties
Fellow Subsidiary Companies							
Alliance Mall Developers Co Private Limited	-	(2,120.00)	0.71	-	-	-	0.81
Ultimate Holding Company							
Prozone Intu Properties Limited	-	-	-	-	145.25	121.91	-

b) Loans taken and repayment thereof

Particulars	Loans Taken	Loan Repaid	Interest	Amount due to Related Parties
Ultimate Holding Company				
Prozone Intu Properties Limited	311.18	7,109.10	248.44	58.35

c) Remunerations

Particulars	Directors Sitting Fees	Employee Benefit Expense	Amount due to Related Parties
Key Management Personnel			
Mr. Nitin Shetty	-	3.34	0.28
Mr. Prasad Sapre	-	6.97	0.53



Empire Mall Private Limited
Notes to financial statements for the year ended March 31, 2017

- f) The Company has given its premises on operating lease and entered in to non-cancellable leave and License agreements with various parties. The disclosure required to be made in accordance with Accounting Standard 19 on "Leases".

a) Future minimum lease payments receivable under non-cancellable operating leases in aggregate for the following
(Rs. In Lakhs)

Particulars	As at 31.03.2017	As at 31.03.2016
Not later than one year	-	269.78
Later than one year and not later than five years	-	-

b) Initial direct costs incurred on these leasing transactions have been recognised in the Profit and Loss Account.

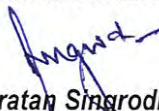
- g) Details of Specified Bank Notes (SBN) and other denomination notes held and transacted during the period from November 8, 2016 to December, 30 2016 as required by the MCA notification G.S.R. 308(E) dated March 31, 2017 is as below:

(Rs. In Lakhs)

Particulars	SBNs	denomination	Total
Closing cash in hand as on 08.11.2016	0.46	0.23	0.69
(+) Permitted receipts	-	2.82	2.82
(-) Permitted payments	-	0.56	0.56
(-) Amount deposited in Banks	0.46	0.74	1.20
Closing cash in hand as on 30.12.2016	-	1.75	1.75

- h) There is no other additional information pursuant to the provisions of Part II schedule III of the Companies Act, 2013 requiring disclosure for the Company for the year under report.
- i) The Company has re-grouped, reclassified and/or re-arranged previous year's figures, wherever necessary to conform to current year's classification.

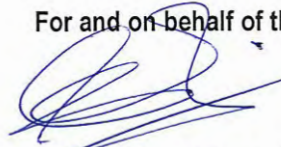
For S G C O & Co. LLP
Chartered Accountants


Shyamratan Singrodia
Partner
Mem. No. 49006



Place : Mumbai
Date : 16th May, 2017

For and on behalf of the Board


Sudhanshu Chaturvedi
Director
DIN 05151360


Hetal Hakani
Director
DIN 06878540

Place : Mumbai
Date : 16th May, 2017


Prasad Sapre
Chief Finance Officer

