

[CIN: U45201GJ2002PTC041178]

**SHAILY INFRASTRUCTURE PRIVATE LIMITED**

**16<sup>TH</sup> ANNUAL REPORT  
2017-2018**

**SHAILY INFRASTRUCTURE PRIVATE LIMITED**

- BOARD OF DIRECTORS** : MR. DIPAKKUMAR G. PATEL - CHAIRMAN (DIN: 00004766)  
MR. SHEKHAR G. PATEL - DIRECTOR (DIN: 00005091)  
MR. SANJAY M. KOTHARI - DIRECTOR (DIN: 01429539)  
MR. TEJAS C. JOSHI - DIRECTOR (DIN: 02423400)
- AUDITORS** : J.M.PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
AHMEDABAD
- REGISTERED OFFICE** : GANESH CORPORATE HOUSE  
100 FT. HEBATPUR – THALTEJ ROAD,  
NEAR SOLA BRIDGE, OFF S.G. HIGHWAY,  
AHMEDABAD – 380 054
- BANKERS** : TAMILNAD MERCANTILE BANK LTD  
AHMEDABAD  
STATE BANK OF INDIA

**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
[CIN: U45201GJ2002PTC041178]

**NOTICE**

NOTICE is hereby given that the 16<sup>th</sup> Annual General Meeting of the members of SHAILY INFRASTRUCTURE PRIVATE LIMITED will be held on Wednesday, 22<sup>nd</sup> August, 2018 at 3:30 p.m. at the Registered Office of the Company at : Ganesh Corporate House, 100 Ft. Hebatpur – Thaltej Road, Near Sola Bridge, Off. S.G.Highway, Ahmedabad – 380054 to transact the following business.

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited financial statement of the company for the year ended 31<sup>st</sup> March, 2018 including audited Balance Sheet as at 31<sup>st</sup> March, 2018, Statement of profit and loss and Cash flow statement for the year ended on that date together with the Board of Directors' and Auditors' Reports thereon.

Registered Office:  
Ganesh Corporate House  
100 Ft. Hebatpur – Thaltej Road,  
Near Sola Bridge, Off S.G. Highway,  
Ahmedabad – 380 054

Place: Ahmedabad  
Date: 23/05/2018

On Behalf of the Board of Directors



**SHEKHAR G. PATEL**  
**DIRECTOR**  
[DIN: 00005091]

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. A proxy form duly completed and stamped should be lodged with the Company not less than 48 hours before the scheduled commencement of the Meeting.

**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
[CIN: U45201GJ2002PTC041178]

**DIRECTORS' REPORT**

TO  
THE MEMBERS OF  
SHAILY INFRASTRUCTURE PRIVATE LIMITED

Your Directors have pleasure in presenting herewith the Sixteenth Annual Report with Audited Accounts for the year ended 31st March, 2018.

**STATE OF THE COMPANY'S AFFAIRS**

**FINANCIAL HIGHLIGHTS:**

(Amount Rs. in lakhs)

<b>PARTICULARS</b>	<b>Year Ended 31/03/2018</b>	<b>Year Ended 31/03/2017</b>
Total Income	0.02	80.02
Total Expenditure	5.30	39.59
<b>Profit/(Loss) before tax</b>	<b>(5.28)</b>	<b>40.43</b>
Less: Provision for Current Tax	0.00	(14.59)
Less: Provision for Deferred Tax	1.37	0.00
<b>Profit/(Loss) after tax</b>	<b>(3.91)</b>	<b>25.84</b>
Other Comprehensive Income	0.00	0.00
<b>Total Comprehensive Income for the period</b>	<b>(3.91)</b>	<b>25.84</b>

**NATURE OF BUSINESS:**

During the year under review, there was no change in the nature of the business of the Company. The Company is executing a scheme for construction of bungalows at Nathdwara, Rajasthan under the name and style of "Madhuban Hills" for which requisite steps have been taken.

**EXTRACT OF ANNUAL RETURN**

Extract of Annual Return of the Company is annexed herewith as **Annexure A** to this Report.

**DETAILS OF BOARD MEETINGS**

During the year under review, Six (6) Board Meetings were held. Details are as under:

<b>S. No.</b>	<b>Date of BM</b>	<b>No. of Directors attended the meeting</b>
1.	01.04.2017	4
2.	23.05.2017	4
3.	30.08.2017	4
4.	11.12.2017	4
5.	30.01.2018	4
6.	01.03.2018	4



## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provision contained in Section 134(5) of the Companies Act, 2013, the Directors of your Company state that:

- a) in the preparation of the annual accounts for the financial year ended on 31<sup>st</sup> March, 2018 the applicable accounting standards had been followed. There are no material departures in the adoption of the applicable Accounting Standards.
- b) the Directors have selected such appropriate 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 loss of the company for that period;
- c) the Directors have 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 have prepared the annual accounts on a "going concern" basis;
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **HOLDING COMPANY**

During the year under review, Ganesh Housing Corporation Limited, the holding company transferred 100% of its shareholding in the Company and accordingly, the Company ceased to be its subsidiary with effect from 30<sup>th</sup> January, 2018

## **PARTICULAR OF LOAN & INVESTMENT & GUARANTEE BY COMPANY U/S 186**

The Company has not made any Investments in the Securities of any body corporate and has also not provided any guarantee or security in connection with the loan to any body corporate or person. Further, particulars of loans given for business purpose are stated in financial statement. Please refer to note no. 5 of the Notes forming part of accounts for the same.

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

There were no Contracts or arrangements entered into by the company in accordance with the provisions of section 188 (1) of the Companies Act, 2013 with related parties.

Members may refer to the note No. 36 to the accounts for details of related party transactions as per Ind AS - 24.

## **DIVIDEND AND TRANSFER TO RESERVES**

In view of the losses, your Directors regret that no dividend is recommended for the year under review. As there is a loss during the year, no amount has been transferred to the General Reserves.

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

The provisions of Section 134 (3) (m) of the Companies Act-2013 read with Rule 8(3) of Companies (Accounts) Rules 2014 do not apply to our Company as the Company has not carried out any activities relating to conservation of energy and technology absorption. The Particulars regarding foreign exchange earnings and outgo as required to be disclosed in this regard is NIL.

## **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.

## **INTERNAL FINANCIAL CONTROL**

The company has put in place the requisite internal financial control system, with reference to Financial Statement, commensurate with size and complexity of its operations to ensure proper recording of financial and operational information and compliance of various internal controls and other regulatory and statutory compliances.

During the year under review, no material or serious observation has been observed by the Directors for inefficiency or inadequacy of such controls.

## **DETAILS OF DIRECTOR:**

During the year under review there was no change in the directorship of the company. Further, the company is not required to appoint any Key Managerial Personnel as per Companies Act, 2013.

## **AUDITORS**

Your Company had appointed M/s J.M Parikh & Associates (FRN:118007W), Chartered Accountants, Ahmedabad at the 12th Annual General Meeting of the Company for a period of 5 years till the conclusion of 17th Annual General Meeting subject to ratification of Appointment by members at every Annual General Meeting. By virtue of The Companies (Amendment) Act, 2017, the requirement of ratifying the appointment has been removed. Hence, it is assumed that M/S J.M Parikh & Associates (FRN:118007W), Chartered Accountants are being appointed from the said Annual General Meeting till the conclusion of 17th Annual General Meeting.

There is no qualification, reservation or adverse remark or disclaimer made by the auditors in their report. Hence, there is no need to offer any explanations or comments by your Board.

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

As the Company is not having any employee, the disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made there under or any other guidelines made there under is not Applicable.

## **COMPLIANCE OF SECRETARIAL STANDARDS**

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.



## GENERAL

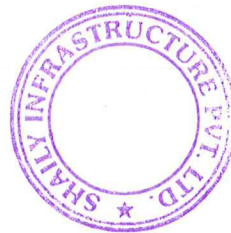
Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items or the same were not applicable to the Company during the year under review:

1. The provisions of section 149 pertaining to Independent Directors do not apply to our Company.
2. The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.
3. The provisions relating to submission of Secretarial Audit Report are not applicable to the Company.
4. No material changes and commitments affecting financial position of the Company have taken place after completion of the financial period up to the date of this report which may have substantial effect on business and finances of the company and which are required to be disclosed in this report.
5. The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.
6. The Company does not have any Subsidiary, Joint venture or Associate Company.
7. The Company has neither accepted nor renewed any deposits during the year under review.
8. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
9. 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 for the composition of the Audit Committee are not applicable to the Company.
10. During the year under review, there was no employee in receipt of salary for whom information as per Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is required to be given in the Directors' Report.

## APPRECIATION

Your Directors wish to place on record their sincere appreciation for the valuable co-operation and assistance extended to the Company by all Government Authorities, Bankers, Institutions and Shareholders.

Place: Ahmedabad  
Date: 23/05/2018



On behalf of the Board of Directors

*Dipak*

Dipakkumar G. Patel  
Chairman  
[DIN: 00004766]

## ANNEXURE - A

### FORM NO. MGT 9

#### EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company  
(Management & Administration ) Rules, 2014.

I

#### REGISTRATION & OTHER DETAILS:

i	CIN	U45201GJ2002PTC041178
ii	Registration Date	27-08-02
iii	Name of the Company	SHAILY INFRASTRUCTURE PRIVATE LIMITED
iv	Category/Sub-category of the Company	Company Limited by shares/Indian Non-government Company
v	Address of the Registered office & contact details	Ganesh Corporate House, 100 Feet Hebatpur - Thaltej Road, Near Sola Bridge, off S.G. Highway, Ahmedabad-380054, Gujarat
vi	Whether listed company	NO
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A

#### II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Construction of Buildings	4100	100

#### III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N.A.	N.A.	N.A.	N.A.	N.A.





<b>(2) Non Institutions</b>									
a) Bodies corporates	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0	0	0	0	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(2):</b>	0	0	0	0	0	0	0	0	0
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	0	0	0	0	0	0	0	0	0
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	0	10000	10000	100	0	10000	10000	100	0

## (ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year i.e. 01/04/2017			Shareholding at the end of the year i.e. 31/03/2018			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	Tejas C. Joshi	2450	24.50	0	2450	24.50	0	0
2	Sanjay M. Kothari	2450	24.50	0	2450	24.50	0	0
3	Ganesh Housing Corporation Limited	5100	51.00	0	0	0.00	0	-51
4	Gavendu Land Developers Private Limited	0	0.00	0	1700	17.00	0	17
5	Shreekala Infrastructure Private Limited	0	0.00	0	1700	17.00	0	17
6	Shangrila Fun World Private Limited	0	0.00	0	1700	17.00	0	17
	<b>Total</b>	<b>10000</b>	<b>100</b>	<b>0</b>	<b>10000</b>	<b>100</b>	<b>0</b>	<b>0</b>

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Tejas C. Joshi</b>				
	At the beginning of the year	2450	24.50	2450	24.50
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	2450	24.50	2450	24.50
2	<b>Sanjay M. Kothari</b>				
	At the beginning of the year	2450	24.50	2450	24.50
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	2450	24.50	2450	24.50
3	<b>Ganesh Housing Corporation Limited</b>				
	At the beginning of the year	5100	51.00	5100	51.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Transfer of 5100 Shares w.e.f. 30/01/2018			
	At the end of the year	0	0.00	0	0.00

4	<b>Gavendu Land Developers Private Limited</b>				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	1700 Shares acquired on 30/01/2018			
	At the end of the year	1700	17.00	1700	17.00
5	<b>Shreekala Infrastructure Private Limited</b>				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	1700 Shares acquired on 30/01/2018			
	At the end of the year	1700	17.00	1700	17.00
6	<b>Shangrila Fun World Private Limited</b>				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	1700 Shares acquired on 30/01/2018			
	At the end of the year	1700	17.00	1700	17.00
(iv)	<b>Shareholding Pattern of top ten Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs)</b>				

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	<b>Not Applicable</b>			
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year (or on the date of separation, if separated during the year)				



(v)

## Shareholding of Directors &amp; KMP

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
<b>1</b>	<b>Tejas C. Joshi</b>				
	At the beginning of the year	2450	24.50	2450	24.50
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	2450	24.50	2450	24.50
<b>2</b>	<b>Sanjay M. Kothari</b>				
	At the beginning of the year	2450	24.50	2450	24.50
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	2450	24.50	2450	24.50
<b>3</b>	<b>Dipakkumar G. Patel</b>				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	0	0.00	0	0.00
<b>4</b>	<b>Shekhar G. Patel</b>				
	At the beginning of the year	0	0.00	0	0.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	There was no change in shareholding during the year under review.			
	At the end of the year	0	0.00	0	0.00

<b>V</b>	<b>INDEBTEDNESS</b>
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Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtedness at the beginning of the financial year</b>					
i) Principal Amount	-	279,468,708	-	279,468,708	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	-	279,468,708	-	279,468,708	
<b>Change in Indebtedness during the financial year</b>					
Additions	-	148,172,436	-	148,172,436	
Reduction	-	145,402,436	-	145,402,436	
<b>Net Change</b>	-	2,770,000	-	2,770,000	
<b>Indebtedness at the end of the financial year</b>					
i) Principal Amount	-	282,238,708	-	282,238,708	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	-	282,238,708	-	282,238,708	

<b>VI</b>	<b>REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL</b>
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**A. Remuneration to Managing Director, Whole time director and/or Manager:**

SI.No	Particulars of Remuneration	Name of the MD/WTD/Manager	Total Amount
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	Not Applicable	
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961		
2	Stock option		
3	Sweat Equity		
4	Commission as % of profit others (specify)		
5	Others, please specify		
	<b>Total (A)</b>		
	<b>Ceiling as per the Act</b>		

<b>B.</b>	<b>Remuneration to other directors:</b>
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Sl.No	Particulars of Remuneration	Name of the Directors	Total Amount	
1	Independent Directors			
	(a) Fee for attending board committee meetings	<b>NIL</b>		
	(b) Commission			
	(c) Others, please specify			
	<b>Total (1)</b>			
2	Other Non Executive Directors			
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) Others, please specify.			
	<b>Total (2)</b>			
	<b>Total (B)=(1+2)</b>			
	<b>Total Managerial Remuneration</b>			
	<b>Overall Ceiling as per the Act.</b>			

<b>C.</b>	<b>REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD</b>
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Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
1	<b>Gross Salary</b>	CEO	Company Secretary	CFO	Total	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	<b>Not Applicable</b>				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	<b>Total</b>					

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty			<b>NIL</b>		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			<b>NIL</b>		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			<b>NIL</b>		
Punishment					
Compounding					

Place : Ahmedabad

Date : 23/05/2018

On behalf of Board of Directors



Dipakkumar G. Patel

Chairman

DIN : 00004766



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**

**CIN - U45201GJ2002PTC041178**

**16<sup>TH</sup> ANNUAL REPORT  
2017-2018**

# SHAILY INFRASTRUCTURE PRIVATE LIMITED

**BOARD OF DIRECTORS :** Mr. Dipakkumar G. Patel - Chairman  
Mr. Shekhar G. Patel - Director  
Mr. Sanjay M. Kothari - Director  
Mr. Tejas C. Joshi - Director

**AUDITORS :** J. M. Parikh & Associates  
Chartered Accountants  
Ahmedabad

**REGISTERED OFFICE :** Ganesh Corporate House  
100 ft. Hebatpur – Thaltej Road,  
Nr. Sola Bridge, S. G. Highway,  
Ahmedabad – 380 054

**BANKER :** Tamilnad Mercantile Bank Limited  
State Bank of India

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF:  
SHAILY INFRASTRUCTURE PRIVATE LIMITED,**

**REPORT ON THE FINANCIAL STATEMENTS**

We have audited the accompanying financial statements of SHAILY INFRASTRUCTURE PRIVATE LIMITED ("the company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including other Comprehensive Income), the Cash Flow Statement and the statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statement").

**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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act, read with relevant rules issued there under. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**AUDITOR'S RESPONSIBILITY**

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

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

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

An Audit involves performing procedures to obtain Audit Evidence about the amounts and Disclosures in the Financial Statements. The procedures selected depend on the Auditor's judgments, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to 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 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 31<sup>st</sup> March, 2018, and its loss, total comprehensive income, its cash flows and the changes in equity 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, 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 beliefs were necessary for the purposes of our audit;
  - b. In our opinion proper books of accounts as required by Law have been kept by the Company so far as it appears from our examinations of those books;
  - c. The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account;
  - d. In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with relevant rules issued there under;
  - e. On the basis of written representations received from the directors as on 31st March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 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.
  - 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. There are no litigations by or against the company as at 31st March, 2018 and hence, shall have no effect on its financial position in its financial statements.
    - ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to Investor Education and Protection Fund by the company.
    - iv. The disclosure requirements relating to holding as well as dealings in specified bank notes were applicable for the period 08/11/2016 to 30/12/2016 which are not relevant to these financial statements. Hence reporting under this clause is not applicable.

PLACE:- AHMEDABAD  
DATE :- 23/05/2018



FOR, J.M.PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

*Kaushal Shah*  
KAUSHAL SHAH  
PARTNER  
MEMBERSHIP NO.:- 127379

J. M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nirman Complex.



**ANNEXURE – A TO THE INDEPENDENT AUDITORS' REPORT  
TO THE MEMBERS OF  
SHAILY INFRASTRUCTURE PRIVATE LIMITED,**

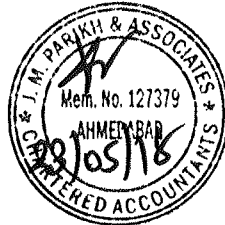
Referred to in paragraph (1) under the heading of "Report on Other Legal and Regulatory requirements" of our Report of even date to the financial statements of the company for the year ended 31<sup>st</sup> March, 2018:

- (i) The Company does not have any fixed assets. Accordingly clauses 3(i)(a), 3(i)(b) & 3(i)(c) of the Order are not applicable to the Company.
- (ii) The company is accounting the construction project being built by it, as inventory. There is a continuous monitoring of construction project. Hence, the question of physical verification of the projects does not arise. During the year there was no purchase of raw-material. Hence, normal inventory records associated with manufacturing companies are not being kept. However, the company is maintaining the necessary records to our satisfaction. No discrepancies were noticed on verification between the physical stocks and book records.
- (iii) The company has not granted any loan to company, Limited Liability Partnership, firms, and other party covered in the Register maintained under section 189 of the Companies Act, 2013. Accordingly clauses 3(iii)(a), 3(iii)(b) & 3(iii)(c) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the company has not given any loan or not made any investments or given any guarantees or provided any securities. Hence, compliance u/s 185 and 186 of the Companies Act, 2013 does not arise.
- (v) The company has not accepted any deposit from public as per the provisions of sections 73 to 76 of the Companies Act, 2013. Accordingly, Clause 3(v) of the Order is not applicable to the Company.
- (vi) The company is not covered under the limit specified for the maintenance of cost records by the Central Government of India under sub-section (1) of section 148 of the Companies Act, 2013 read with the Companies (Cost records & Audit) Rules, 2014. Accordingly, Clause 3(vi) of the Order is not applicable to the Company.
- (vii)
  - (a) According to the records of the company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues with the appropriate authorities have been generally regularly deposited.  
  
According to the information and explanations given to us no other undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31<sup>st</sup> March, 2018 for a period of more than six months from the date of becoming payable.
  - (b) According to the information and explanations given to us, there are no dues of Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Valued Added Tax and Cess, which have not been deposited on account of any dispute.
- (viii) The company has not borrowed any money from a Financial Institution, Government or a bank. The company has not issued any Debentures. Accordingly, clause 3(viii) of the Order is not applicable.
- (ix) According to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the company by its officers or employees has been noticed or reported during the year in course of our audit.



- (xi) According to the information and explanations given to us, The Company has not paid any managerial remuneration. Accordingly, the provisions of clause 3(xi) of the Order are not applicable to the Company.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us there is no transaction with the related parties under section 177 and 188 of the Companies Act 2013. Therefore, the provisions of clause 3(xiii) of the Order are not applicable to the Company.
- (xiv) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- (xv) According to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him. Hence the question of complying with provisions of section 192 of Companies Act, 2013 does not arise. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- (xvi) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.

PLACE:- AHMEDABAD  
DATE :- 23/05/2018



FOR J.M.PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

*Kaushal Shah*  
KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379.

**J. M. PARIKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Kirman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.

**ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT  
TO THE MEMBERS OF  
SHAILY INFRASTRUCTURE PRIVATE LIMITED,**

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 SHAILY INFRASTRUCTURE PRIVATE LIMITED ("the Company") as of March 31, 2018 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 Companies Act, 2013.

**Auditors' Responsibility**

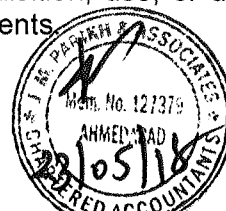
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on 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 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 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, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

PLACE:- AHMEDABAD  
DATE :- 23/05/2018



FOR J.M.PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

*Kaushal Shah*

KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379.

*J. M. PARIKH & ASSOCIATES*  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Narman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**BALANCE SHEET AS AT 31ST MARCH 2018**

[AMT. RS.]

PARTICULARS	NOTE	AS AT THE END	AS AT THE END
		OF CURRENT	OF PREVIOUS
		REPORTING PERIOD	REPORTING PERIOD
		31-03-2018	31-03-2017
<b>ASSETS</b>			
<b>Non-current assets</b>			
Deferred tax assets (net)	1	136840	0
		136840	0
<b>Current assets</b>			
Inventories	2	281627006	281208501
<b>Financial Assets</b>			
Trade Receivables	3	22718677	22718677
Cash and cash equivalents	4	53250	702212
Loans	5	37385	65913
Other current assets	6	3106255	3112139
		307542573	307807442
<b>TOTAL ASSETS</b>		<b>307679413</b>	<b>307807442</b>
<b>Equity</b>			
Equity Share capital	7	100000	100000
Other Equity	8	(980847)	(589322)
		(880847)	(489322)
<b>Current liabilities</b>			
<b>Financial Liabilities</b>			
Borrowings	9	282238708	279468708
Trade payables	10	6407753	7297101
Other current financial liabilities	11	0	194006
Other current liabilities	12	19913799	19936949
Current Tax Liabilities (Net)	13	0	1400000
		308560260	308296764
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>307679413</b>	<b>307807442</b>

Significant Accounting Policies &  
Notes Forming Part of Accounts 1 to 36

AS PER OUR REPORT OF EVEN DATE  
FOR J.M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

ON BEHALF OF THE BOARD OF DIRECTORS

*Kaushal Shah*

KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379

*D. G. Patil*

DIPAKKUMAR G. PATEL  
CHAIRMAN  
[DIN: 00004766]

*S. G. Patel*

SHEKHAR G. PATEL  
MANAGING DIRECTOR  
[DIN: 00005091]

PLACE : AHMEDABAD  
DATE : 23/05/2018



PLACE : AHMEDABAD  
DATE : 23/05/2018

**J. M. PARIKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nidman Complex,  
D. N. Road, Ahmedabad

## SHAILY INFRASTRUCTURE PRIVATE LIMITED

STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED ON 31ST MARCH 2018.

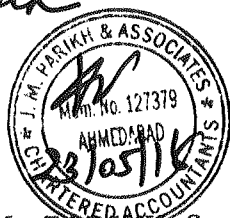
[AMT. RS.]

PARTICULARS	NOTE	FOR THE CURRENT	FOR THE PREVIOUS
		REPORTING PERIOD 2017-2018	REPORTING PERIOD 2016-2017
I INCOME:-			
Revenue from Operations	14	0	8000000
Other Income	15	1868	2843
<b>TOTAL</b>		<b>1868</b>	<b>8002843</b>
II EXPENSES :-			
Cost of Material Consumed	16	471452	371297
Changes in Inventories	17	(418505)	3013228
Employee Benefit Expenses	18	255370	233500
Finance Cost	19	4966	56733
Other Expenses	20	216950	284572
<b>TOTAL</b>		<b>530233</b>	<b>3959330</b>
III Profit / (Loss) Before Tax		(528365)	4043513
IV Tax Expenses:			
Current Tax		0	(1459110)
Deferred Tax		136840	0
		<b>136840</b>	<b>(1459110)</b>
V Profit / (Loss) After Tax		(391525)	2584403
VI Other Comprehensive Income		0	0
Total of Other Comprehensive Income		0	0
VII Total Comprehensive Income for the period		(391525)	2584403
VIII Basic & Diluted Earning Per share [In Rs.]	28		
-Before extra ordinary items		(39.15)	258.44
-After extra ordinary items		(39.15)	258.44
IX Significant Accounting Policies & Notes Forming Part of Accounts	1 to 36		

AS PER OUR REPORT OF EVEN DATE  
FOR J M PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

ON BEHALF OF THE BOARD  
OF DIRECTORS

*Kaushal Shah*  
KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379



*Dalali*  
DIPAKKUMAR G. PATEL  
CHAIRMAN  
[DIN: 00004766]

*Shekhar G. Patel*  
SHEKHAR G. PATEL  
MANAGING DIRECTOR  
[DIN: 00005091]

PLACE : AHMEDABAD  
DATE : 23/05/2018

PLACE : AHMEDABAD  
DATE : 23/05/2018

J. M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nirman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.

SHAILY INFRASTRUCTURE PRIVATE LIMITED  
CASH FLOW STATEMENT FOR THE YEAR 2017-2018

[AMT. RS.]

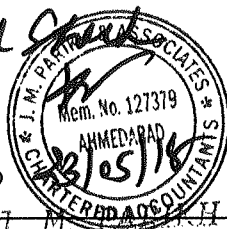
PARTICULARS		NOTE	2017-2018	2016-2017
A	CASH FLOW FROM OPERATING ACTIVITIES:			
	NET PROFIT BEFORE TAX AND PERVIOUS YEAR 'S FIGURES		(528365)	4043513
	TOTAL		(528365)	4043513
	ADD:- PROVISION FOR INCOME TAX		0	(1459110)
			0	(1459110)
	NET PROFIT AFTER TAX		(528365)	2584403
	ADD/LESS ADJUSTMENTS FOR DEPRECIATION		0	0
			0	0
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(528365)	2584403
	ADD/LESS ADJUSTMENTS FOR INVENTORIES		(418505)	3013228
	TRADE RECEIVABLES		0	0
	OTHER CURRENT ASSETS		1500184	240161
	TRADE PAYABLES		(889348)	373979
	OTHER CURRENT LIABILITIES		(1617156)	1125214
			(1424825)	4752582
	TAX PAID (NET)		(1494300)	(184710)
	CASH GENERATED FROM OPERATIONS		(2919125)	4567872
B	CASH FLOW FROM INVESTING ACTIVITIES :			
	MOVEMENT IN LOANS & ADVANCES		28528	143523
	NET CASH USED IN INVESTING ACTIVITIES		28528	143523
C	CASH FLOW FROM FINANCING ACTIVITIES :			
	MOVEMENT IN SHORT TERM BORROWINGS		2770000	(6660000)
	NET CASH USED IN FINANCING ACTIVITIES		2770000	(6660000)
	NET INCREASE IN CASH AND CASH EQUIVALENTS		(648962)	635798
	OPENING BALANCE OF CASH AND CASH EQUIVALENTS		702212	66414
	CLOSING BALANCE OF CASH AND CASH EQUIVALENTS		53250	702212
<b>Components of Cash and Cash Equivalents</b>				
	Cash on hand		8291	11134
	Balances with a Banks		44959	691078
	<b>Total</b>		<b>53250</b>	<b>702212</b>
Significant Accounting Policies		21		

Note : Effective April 1, 2017, the Company adopted the amendment to Ind AS 7, which require the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The adoption of the amendment did not have any material impact on the financial statements.

AS PER OUR REPORT OF EVEN DATE  
FOR J M PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

ON BEHALF OF THE BOARD  
OF DIRECTORS

KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379



DIPAKKUMAR G. PATEL  
CHAIRMAN  
[DIN: 00004766]

SHEKHAR G. PATEL  
MANAGING DIRECTOR  
[DIN: 00005091]

PLACE : AHMEDABAD  
DATE : 23/05/2018

PLACE : AHMEDABAD  
DATE : 23/05/2018

J. M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nirman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.

**SHAILY INFRASTRUCTURE PRIVATE LIMITED  
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31/03/2018**

A. EQUITY SHARE CAPITAL PARTICULARS	AS AT 31/03/2018	AS AT 31/03/2017
Balance at the beginning of the year	100000	100000
Changes in Equity Share capital During the year	0	0
Balance at the end of the reporting period	100000	100000

[AMT. RS.]

**B. OTHER EQUITY**

PARTICULARS	Share applica tion money pending allotment	Equity component of compound financial	Reserves and Surplus		Total
			Securities Premium Reserve	Retained Earnings/ profit	
Balance as at 1.04.2016				(3173725)	(3173725)
Total Comprehensive Income for the year				2584403	2584403
Dividends					
Tax on Dividends					
Employee Stock Options (Net)					
Transfer from Debenture Redemption Reserve to General Reserve					
Bonus Issue					
Balance as at 31.03.2017				(589322)	(589322)
Total Comprehensive Income for the year				(391525)	(391525)
Dividends					
Tax on Dividends					
Employee Stock Options (Net)					
Transfer from Debenture Redemption Reserve to General Reserve					
Bonus Issue					
Balance as at 31.03.2018				(980847)	(980847)



**SHAILY INFRASTRUCTURE PRIVATE LIMITED  
NOTES FORMING PART OF ACCOUNTS**

[AMT. RS.]

**PARTICULARS** AS AT 31/03/2018 AS AT 31/03/2017

**NOTE - 1**

**DEFERRED TAX ASSETS (NET)**

Deferred Tax Assets:-

Unabsorbed loss	136840	0
Total - A	136840	0
<u>Deferred Tax Liabilities:-</u>		
	0	0
Total - B	0	0
Total A - B = Net Deferred Tax Assets	136840	0

**NOTE - 2**

**INVENTORIES**

INVENTORIES (As taken, valued & certified by Management)

Stock of WIP	281627006	281208501
<b>TOTAL</b>	<b>281627006</b>	<b>281208501</b>

**NOTE - 3**

**TRADE RECEIVABLES**

**[UNSECURED, CONSIDERED DOUBTFULL]**

-More than Six Months	22718677	22718677
-Others	0	0
<b>TOTAL</b>	<b>22718677</b>	<b>22718677</b>

**NOTE - 4**

**CASH & CASH EQUIVALENTS**

Cash on hand	8291	11134
Balances with Banks	44959	691078
<b>TOTAL</b>	<b>53250</b>	<b>702212</b>

**NOTE - 5**

**LOANS [CURRENT]**

**[UNSECURED, CONSIDERED GOOD]**

SHORT TERM LOANS & ADVANCES:-

Reimbursement of Expenses from Related Parties:-

Maheshwari (Thaltej) Complex Private limited	21538	21538
Ganeshsagar Infrastructure Private Limited	8341	8341
	29879	29879
Loan to Staff	7506	36034
<b>TOTAL</b>	<b>37385</b>	<b>65913</b>





**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

[AMT. RS.]

PARTICULARS	AS AT 31/03/2018	AS AT 31/03/2017
<b>NOTE - 6</b>		
<b>OTHER CURRENT ASSETS</b>		
Income Tax & TDS	1679010	184710
Less: Provision For Income Tax	(1575000)	(175000)
	104010	9710
GST receivable	3002245	0
Cenvat credit of Service Tax	0	3102429
<b>TOTAL</b>	<b>3106255</b>	<b>3112139</b>

**NOTE - 7**  
**EQUITY SHARE CAPITAL**

AUTHORISED:-

10000 (Previous Year 10000) Equity Shares of Rs 10/- each	100000	100000
	<b>100000</b>	<b>100000</b>

ISSUED, SUBSCRIBED AND PAID UP CAPITAL:-

10000 (Previous Year 10000) Equity Shares of Rs 10/- each	100000	100000
<b>TOTAL</b>	<b>100000</b>	<b>100000</b>

**NOTE :**

7.1. The reconciliation of number of shares at the beginning of the year and at the close of the year is not given as there is no change in the paid up capital.

7.2. The Statement of Shareholders Holding More Than 5% Equity Shares of The Company:-

PARTICULARS	AS AT 31/03/2018		AS AT 31/03/2017	
	NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
Tejas C. Joshi	2450	24.50%	2450	24.50%
Sanjay M. Kothari	2450	24.50%	2450	24.50%
Gavendu Land Developers Pvt. Ltd.	1700	17.00%	0	0.00%
Shreekala Infrastructure Pvt. Ltd.	1700	17.00%	0	0.00%
Shangrila Fun World Pvt. Ltd.	1700	17.00%	0	0.00%
Ganesh Housing Corporation Limited.	0	0%	5100	51.00%

7.3. Right, Preferences and Restrictions attached to shares:

The company has one class of equity shares having a par value of Rs. 10/- each. Each shareholder is eligible for one vote per share held. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

**NOTE - 8**  
**OTHER EQUITY**

RESERVES & SURPLUS:

Profit and Loss A/c		
Opening Balance	(589322)	(3173725)
Add : Profit during the year	(391525)	2584403
Closing Balance	(980847)	(589322)
<b>TOTAL</b>	<b>(980847)</b>	<b>(589322)</b>

**NOTE - 9**  
**CURRENT BORROWINGS**

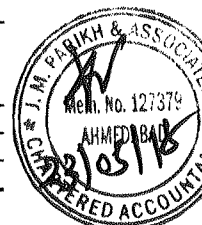
From Related Parties:-

Inter Corporate Deposit	189014639	44342203
From Directors	91400000	91400000
[Refer Note No. 35]	280414639	135742203

From others:-

Inter Corporate Deposit	1824069	143726505
	1824069	143726505
<b>TOTAL</b>	<b>282238708</b>	<b>279468708</b>

NOTE:- All unsecured loans are interest free and repayable on demand. As they are repayable on demand, they are shown as current borrowing.



SHAILY INFRASTRUCTURE PRIVATE LIMITED  
NOTES FORMING PART OF ACCOUNTS

[AMT. RS.]

PARTICULARS AS AT 31/03/2018 AS AT 31/03/2017

NOTE - 10

TRADE PAYABLES

Micro, Small & Medium Enterprise	0	0
Others	6407753	7297101
<b>TOTAL</b>	<b>6407753</b>	<b>7297101</b>

NOTE - 11

OTHER CURRENT FINANCIAL LIABILITIES

Members Booking Refundable	0	194006
<b>TOTAL</b>	<b>0</b>	<b>194006</b>

NOTE - 12

OTHER CURRENT LIABILITIES

Statutory Liabilities	4200	27350
Advance From Customers	19909599	19909599
<b>TOTAL</b>	<b>19913799</b>	<b>19936949</b>

NOTE - 13

CURRENT TAX LIABILITIES [NET]

Provision For Income Tax	0	1400000
Less: Income Tax & TDS	0	0
	0	1400000
<b>TOTAL</b>	<b>0</b>	<b>1400000</b>

PARTICULARS

YEAR ENDED 31/03/2018 YEAR ENDED 31/03/2017

NOTE:- 14

REVENUE FROM OPERATIONS

Sales	0	8000000
<b>TOTAL</b>	<b>0</b>	<b>8000000</b>

NOTE:- 15

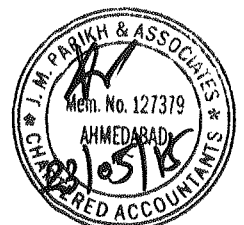
OTHER INCOME

Interest on Staff Loan	1868	2843
<b>TOTAL</b>	<b>1868</b>	<b>2843</b>

NOTE - 16

COST OF MATERIAL CONSUMED

Electric Exp.	185140	89434
Site Exp.	286312	281863
<b>TOTAL</b>	<b>471452</b>	<b>371297</b>



SHAILY INFRASTRUCTURE PRIVATE LIMITED  
NOTES FORMING PART OF ACCOUNTS

[AMT. RS.]

PARTICULARS

YEAR ENDED 31/03/2018 YEAR ENDED 31/03/2017

NOTE:- 17

CHANGES IN INVENTORIES

CLOSING STOCK:-

WIP	281627006	281208501
TOTAL	<u>281627006</u>	<u>281208501</u>

LESS: OPENING STOCK:-

WIP	281208501	284221729
TOTAL	<u>281208501</u>	<u>284221729</u>
(Increase) / Decrease in stock	<u>(418505)</u>	<u>3013228</u>

<b>TOTAL</b>	<b><u>(418505)</u></b>	<b><u>3013228</u></b>
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NOTE - 18

EMPLOYEE BENEFIT EXPENSES

Salary Expense	255370	233500
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<b>TOTAL</b>	<b><u>255370</u></b>	<b><u>233500</u></b>
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NOTE - 19

FINANCE COST

Interest to:-

-Late payment of taxes	2058	55408
	2058	<u>55408</u>

Bank Charges	2908	1325
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<b>TOTAL</b>	<b><u>4966</u></b>	<b><u>56733</u></b>
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NOTE - 20

OTHER EXPENSES

ADMINISTRATIVE & OTHER EXPENSES:-

Audit Fee	34500	21500
Miscellaneous Expenses	38	88
GST Expenses	115324	0
Professional Fees	27750	237000
Professional Tax	2400	2400
Roc Filing Fees	900	1500
Swachhh Bharat Cess on Service Tax Exp.	26968	3295
Sundry Balances W/off.	0	9749
Travelling & Conveyance Expenses	9070	9040

<b>TOTAL</b>	<b><u>216950</u></b>	<b><u>284572</u></b>
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**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**21. SIGNIFICANT ACCOUNTING POLICIES:**

**1.1 NATURE OF OPERATIONS:**

The Company was incorporated in 2002. The company is a private limited company incorporated and domiciled in India. And has its registered office at Ahmedabad, Gujarat, India. The company's main business is real estate promotion and development in residential and commercial segment.

**1.2 BASIS OF PREPARATION OF FINANCIAL STATEMENTS:**

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act 2013 read together with the Rules notified there under to the extent applicable and the other relevant provisions of the Act, pronouncements of the regulatory bodies applicable to the company.

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

The financial statements of the Company for the year ended March 31, 2018 were approved by the Board of Directors on 23/05/2018.

**1.3. BASIS OF MEASUREMENT:**

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on an accrual method of accounting, except for certain financial assets and liabilities as specified and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS.

**1.4 BASIS FOR CLASSIFICATION OF ASSETS & LIABILITIES:**

All the 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 Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets or processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be 12 months for the purpose of current – non current classification of assets and liabilities.

**1.5 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS:**

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Revisions to accounting estimates are recognised prospectively.

The areas involving critical estimates or judgments are:

- Estimation of Useful life of Property, plant and equipment and intangibles (Note 1.7/1.8)
- Estimation of taxes (Note 1.11)
- Estimation of cost of project for revenue recognition (Note 1.12)
- Estimation of impairment (Note 1.10, 1.14)
- Estimation of provision and contingent liabilities (Note 1.17)



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**1.6. RECENT ACCOUNTING DEVELOPMENTS**

On March 28, 2018, the Ministry of Corporate Affairs (MCA) has notified Ind AS 115 - Revenue from Contract with Customers and certain amendment to existing Ind AS. These amendments shall be applicable to the Company from April 01, 2018.

- (a) Issue of Ind AS 115 - Revenue from Contracts with Customers  
Ind AS 115 will supersede the current revenue recognition guidance including Ind AS 18 Revenue, Ind AS 11 Construction Contracts and the related interpretations. Ind AS 115 provides a single model of accounting for revenue arising from contracts with customers based on the identification and satisfaction of performance obligations.
- (b) Amendment to Existing issued Ind AS  
The MCA has also carried out amendments of the following accounting standards:
  - i. Ind AS 21 - The Effects of Changes in Foreign Exchange Rates
  - ii. Ind AS 40 - Investment Property
  - iii. Ind AS 12 - Income Taxes
  - iv. Ind AS 28 - Investments in Associates and Joint Ventures and
  - v. Ind AS 112 - Disclosure of Interests in Other Entities

**1.7. PROPERTY, PLANT & EQUIPMENT:**

- A. Property, Plant & Equipment are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and other directly attributable costs. 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.
- B. Depreciation on fixed assets:  
Depreciation is provided based on a pro-rata basis on the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013 on the "Written down value" method in respect of all assets.

**1.8 INTANGIBLE ASSET**

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of asset can be measured reliably.

Intangible Assets are stated at cost, net of accumulated amortization and accumulated impairment loss, if any. Cost includes any expenditure directly attributable on making the asset ready for its intended use.

Intangible assets with finite lives are amortized over their useful economic life. The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

**1.9. BORROWING COST:**

Borrowing costs attributable to the acquisition, construction or production of qualifying assets (i.e. assets that necessarily take substantial period of time to get ready for their intended use or sale) are capitalised as part of the cost of such asset up to the date when such asset is ready for its intended use or sale. Other borrowing costs are recognised as an expense in the period in which they are incurred. Further, interest earned out of borrowed funds from temporary investments is reduced from the borrowing cost.





**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**1.10 FINANCIAL INSTRUMENT:**

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity.

1) Financial Asset:-

Initial recognition and measurement:

All financial instruments are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through P&L, transaction costs that are attributable to the acquisition of the financial asset, purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognized on the trade date i.e. the date that the company commits to purchase or sell the asset.

Subsequent Measurement:

For the purpose of subsequent measurement financial assets are classified as measured at:

- Amortised cost
- Fair value through profit and loss (FVTPL)
- Fair value through other comprehensive income (FVOCI).

(a) Financial Asset measured at amortized cost:

Financial Assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost using effective interest rate (EIR) method. The EIR amortization is recognized as finance income in the statement of Profit & Loss. The company while applying above criteria has classified the following at amortized cost:

- (a) Trade receivables
- (b) Loans
- (c) Other financial assets

(b) Financial Assets Measured at fair value through other comprehensive income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(c) Financial Assets at fair value through profit or loss (FVTPL):

Financial Asset are measured at Fair value through Profit & Loss if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the statement of Profit & Loss.

Equity Instruments:-

All investments in equity instruments classified under financial assets are initially measured at fair value, the group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

De-recognition of Financial Assets:-

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred and the transfer qualifies for Derecognition. On Derecognition of a financial asset in its entirety, the difference between the carrying amount (measured on the date of recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognized in the statement of Profit & Loss.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**Impairment of Financial Assets:-**

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model by adopting the simplified approach using a provision matrix reflecting current condition and forecasts of future economic conditions for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (a) Financial Assets that are debt instruments, and are measured at amortized cost e.g. loans, debt securities, deposits, trade receivables and bank balance
- (b) Financial Assets that are debt instruments and are measured at FVTOCI.
- (c) Lease receivables under Ind AS 17.
- (d) Trade receivables or any contractual right to receive cash or another financial asset
- (e) Loan commitments which are not measured at FVTPL
- (f) Financial guarantee contracts which are not measured at FVTPL

**(II) Financial Liability**

**Initial recognition and measurement:**

Financial liabilities are recognized initially at fair value plus any transaction cost that are attributable to the acquisition of the financial liability except financial liabilities at FVTPL that are measured at fair value.

**Subsequent measurement:**

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

**Financial Liabilities at amortized cost:**

Amortized cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount.

The company is classifying the following under amortized cost

- Borrowings from banks
- Borrowings from others
- Trade payables
- Other Financial Liabilities

**Derecognition:**

A financial liability shall be derecognized when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

**1.11. INCOME TAXES:**

Income tax expense for the year comprises of current tax and deferred tax.

Provision for Current Tax is computed as per Total Income Returnable under the Income Tax Act, 1961 taking into account available deductions and exemptions.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**1.12. REVENUE RECOGNITION:**

The company is following the 'Percentage of Completion Method' of accounting. As per this method, revenue from sale of properties is recognized in Statement of Profit & Loss in proportion to the actual cost incurred as against the total estimated cost of projects under execution with the Company on transfer of significant risk and reward to the buyer.

The Company records revenue on all its Real Estate Development Projects in accordance with 'Guidance note on Accounting for Real Estate Transactions' issued by the Institute of Chartered Accountants of India.

The full revenue is recognized on sale of property when the Company has transferred to the buyer all significant risks & rewards of ownership and when the seller has not to perform any substantial acts to complete the contract.

However, when the Company is obliged to perform any substantial acts after transfer of all significant risks & rewards of ownership on sale of property, the revenue is recognized on proportionate basis as the acts are performed i.e. by applying the percentage completion method.

Interest income is recognized using the effective interest rate (EIR) method.

**1.13. RETIREMENT & OTHER EMPLOYEE BENEFITS:-**

**A. Defined Contribution Plans:-**

The company's contribution paid / payable for the year to Provident Fund are recognized in the Profit & Loss Statement. The company has no obligation other than the contribution payable to the Government.

**1.14. IMPAIRMENT OF ASSETS:**

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable value being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful life of the assets. An impairment loss is recognized in the year in which an asset is identified as impaired as an expense in the Profit and Loss Account.

**1.15. INVENTORY:**

Inventories are valued at the lower of cost and net realisable value.

**A.** In case of the inventory of Raw-materials, they are valued at cost using FIFO method. The Raw-materials received on site are taken as consumed.

**B.** The Closing stock of WIP has been valued at cost.

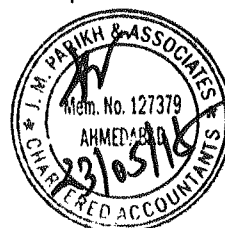
**1.16. TRANSACTIONS IN FOREIGN CURRENCY:**

**A.** Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction.

**B.** Monetary items denominated in foreign currencies at the period end are restated at year end rates.

**C.** Non monetary foreign currency items are carried at cost.

**D.** Any income or expense on account of exchange difference either on settlement or on transaction is recognised in the statement of profit and loss.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS**

**1.17. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:**

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past event, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arise from past event where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount can not be made.

**1.19. EARNINGS PER SHARE:**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all potential dilutive equity shares.

**1.20. CASH FLOW STATEMENT:**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

22. Corresponding figures of the previous year have been regrouped to confirm with this year's classification wherever necessary.
23. Balances of Short Term Borrowings, Trade Payables, Other Current Liabilities, Trade Receivables, Loans and Advances and Other Current Assets are subject to confirmation.
24. In the opinion of the Board of Directors, the Current Assets and Loans & Advances are approximately of the value stated, if realised in the ordinary course of business.
25. Corresponding figures of the previous year have been regrouped to confirm with this year's classification wherever necessary.

**26. Payment to auditors: [AMT.RS.]**

<b>PARTICULARS</b>	<b>2017-2018</b>	<b>2016-2017</b>
Audit fees	37260	21500
For Certification & Other Work	29635	26800
<b>Total</b>	<b>66895</b>	<b>48300</b>

27. Based on the information available with the company, there are no suppliers who are registered under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31<sup>st</sup> 2018. Hence, the information as required under the Micro, Small and Medium Enterprises Development Act, 2006 is not disclosed.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS:**

28. Earnings per Share:

SR. NO.	PARTICULARS	2017-2018	2016-2017
A	<b>Basic &amp; Diluted EPS (IN Rs.) From Continuing Operations attributable to equity share holders</b>		
	-Basic	(39.15)	258.44
	-Diluted	(39.15)	258.44
B	<b>Reconciliation of earnings used in calculation of Basic &amp; Diluted EPS</b>		
	Profit attributable to equity shareholders used in calculation of Basic EPS from continuing operations	(391525)	2584403
C	<b>Weighted Average number of shares as denominator</b>		
	Weighted average number of shares used in calculation of Basic EPS	10000	10000
	Weighted average number of equity shares and potential equity shares used as denominator in calculation of Diluted EPS	10000	10000

29. Financial Instrument by Category: [AMT.RS.]

PARTICULARS	2017-2018			2016-2017		
	FVTPL	FVTOCI	AMORTISED COST	FVTPL	FVTOCI	AMORTISED COST
Financial Assets						
-Loans	0	0	37385	0	0	65913
-Trade Receivables	0	0	22718677	0	0	22718677
-Cash & cash equivalents	0	0	53250	0	0	702212
Financial Liabilities						
-Borrowings	0	0	282238708	0	0	279468708
-Trade Payables	0	0	6407753	0	0	7297101
-Other financial liabilities	0	0	0	0	0	194006

\*Since all the financial Assets and Financial liabilities are measured at amortised cost, disclosure of fair value hierarchy is not being made

30. Fair Value of Financial Assets & Liabilities measured at amortized cost: [AMT.RS.]

Particulars	2017-2018		2016-2017	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets				
-Loans	37385	37385	65913	65913
-Trade Receivables	22718677	22718677	22718677	22718677
-Cash & cash equivalents	53250	53250	702212	702212
Financial Liabilities				
-Borrowings	282238708	282238708	279468708	279468708
-Trade Payables	6407753	6407753	7297101	7297101
-Other financial liabilities	0	0	194006	194006

A. The carrying amounts of trade receivables, trade payables, current loans, capital creditors and cash and cash equivalents, other financial liabilities are considered to be the same as their fair values, due to their short-term nature.



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS:**

B. The fair values of non-current borrowings and non current Loans are same as their amortised cost since the borrowings are interest bearing at the prevalent market rate.

**31. Financial Risk Management:-**

The Company's activities expose it to liquidity risk and credit risk.

This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements

<b>Risk</b>	<b>Exposure</b>	<b>Measurement</b>	<b>Management</b>
Credit Risk	Financial Assets measured at amortised cost	-Ageing Analysis -Credit Ratings	Diversification, Credit Limits
Liquidity Risk	Borrowing and other liabilities	Rolling Cash flow forecasts	Availability of committed borrowing facilities

**Credit Risk Management**

Credit risk is managed on a company basis. For banks and financial institutions, only high rated banks/institutions are accepted.

For other financial assets, the company assesses and manages credit risk based on internal credit rating system. The finance function consists of a separate team who assess and maintain an internal credit rating system. Internal credit rating is performed on a company basis for each class of financial instruments with different characteristics.

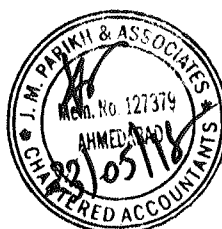
**Liquidity Risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. This is generally carried out at local level in the operating companies of the company in accordance with practice and limits set by the company. These limits vary by location to take into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

Maturities of financial liabilities (except current maturity of long term debts) as on 31.03.2018 & 31.03.2017 [AMT.RS.]

<b>Financial Liabilities</b>	<b>2017-2018</b>			<b>2016-2017</b>		
	<b>&lt;3 month</b>	<b>3 to 12 month</b>	<b>Total</b>	<b>&lt;3 month</b>	<b>3 to 12 month</b>	<b>Total</b>
<b>Non Derivative</b>						
Trade Payable	6407753	0	6407753	7297101	0	7297101
Members Booking Refundable	0	0	0	0	194006	194006





**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS:**

**32. Capital Management:**

The Company's objectives when managing capital are to

- A. safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders, and
- B. Maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the industry, the Company monitors capital on the basis of the following gearing ratio: Net debt (total borrowings net of cash and cash equivalents) divided by Total 'equity' [AMT.RS.]

Particulars	2017-2018	2016-2017
Net Debt	282185458	278766496
Total Equity	(880847)	(489322)
<b>Debt Equity Ratio</b>	<b>(320.36)</b>	<b>(569.7)</b>

**33. Income Taxes: [AMT.RS.]**

Particulars	2017-2018	2016-2017
Current Tax	0	1459110
Deferred Tax	136840	0
<b>Total Income Tax Expenses</b>	<b>136840</b>	<b>1459110</b>

Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate [AMT.RS.]

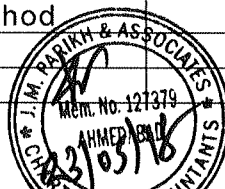
Particulars	2017-2018	2016-2017
Profit Before Tax	(528365)	4043513
Statutory Tax Rate (%)	25.75%	34.61%
Tax at statutory tax rate	(136054)	1399379
Tax effects of amounts which are not deductible in calculating taxable income due to adjustments as per income tax act	271578	59731
Tax effects of difference between current tax rate and deferred tax rate	1316	0
<b>Income Tax Expense</b>	<b>136840</b>	<b>1459110</b>

**Current Tax Asset/ (Liability) [AMT.RS.]**

Particulars	2017-2018	2016-2017
Income Tax asset/(liability) at the beginning of the reporting period	(1400000)	(175000)
Increase in liability as per income tax adjustment	(94300)	8659
Income Tax paid/(refund)	1494300	166341
<b>Current income tax payable for the year</b>	<b>136840</b>	<b>(1459110)</b>
<b>Net Current Income Tax Asset/(liability) at the end of the period</b>	<b>0</b>	<b>(1400000)</b>
Income Tax Asset	0	0
Income Tax Liability	0	1400000

**Deferred Tax Assets/ (Liabilities) [AMT.RS.]**

Particulars	2017-2018	2016-2017
The balances comprises temporary differences attributable to :	0	0
Deferred Tax Assets		
Unabsorbed Loss	136840	0
Fair value of Employee Stock Option Plan		
Deferred Tax Liabilities		
Unabsorbed Loss		
Amortisation of Transaction Cost as per EIR Method	0	0
Difference of WDV of fixed assets		
<b>Net Deferred Tax Asset/(liability)</b>	<b>136840</b>	<b>0</b>



SHAILY INFRASTRUCTURE PRIVATE LIMITED  
NOTES FORMING PART OF ACCOUNTS:

Movement In Deferred Tax

For the year ended on March 31, 2017				
Particulars	As at April 1, 2016	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2017
<b>Deferred tax assets/(liabilities)</b>				
Unabsorbed Loss	0	0		0
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
For the year ended on March 31, 2018				
Particulars	As at March 31, 2017	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2018
<b>Deferred tax assets/(liabilities)</b>				
Unabsorbed Loss	0	136840		136840
<b>TOTAL</b>	<b>0</b>	<b>136840</b>	<b>0</b>	<b>136840</b>

34. Segment information:

In line with Ind AS 108 operating segments and basis of the review of operations being done by the senior management, the operations of the group falls under real estate business which is considered to be the only reportable segment by the management.

1. Information about Products and Services:

Product/Service	Revenue from the product [AMT. RS.]	
	2017-2018	2016-2017
Real Estate Promotion & Development	0	8000000

2. Information about Geographical Areas:

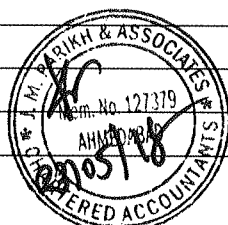
Geographical Information	Within India [AMT. RS.]	
	2017-2018	2016-2017
Revenues	0	8000000
Non Current Assets	136840	0

3. Information about Major Customers:

Revenue from transactions with a single customer does not amount to 10 percent or more of entity's revenues with any customer.

35. The details of unsecured business advances taken from related parties are as follows:-

NAME OF COMPANY	[AMT. RS.]	
	BALANCE AS ON 31/03/2018	BALANCE AS ON 31/03/2017
From Inter Corporate Deposit:-		
Ganesh Housing Corporation Limited	188495639	43823203
Gaven Construction Private Limited	19000	19000
Vivan Infrastructure Private Limited	500000	500000
<b>TOTAL</b>	<b>189014639</b>	<b>44342203</b>
From Directors:-		
Shri Sanjay Manilal Kothari	44950000	44950000
Shri Tejas C. Joshi	46450000	46450000
<b>TOTAL</b>	<b>91400000</b>	<b>91400000</b>



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS:**

36. Related party disclosures:-

**1. HOLDING COMPANY:-**

Ganesh Housing Corporation Limited

**2. ENTITIES OVER WHICH THE COMPANY OR KEY MANAGERIAL PERSONNEL OR THEIR RELATIVES EXERCISE SIGNIFICANT INFLUENCE:-**

PARTICULARS	
Gaven Construction Pvt. Ltd.	Maheshwari (Thaltej) Complex Private Limited
Vivan Infrastructure Pvt. Ltd.	Ganeshsagar Infrastructure Private Limited

**3. KEY MANAGEMENT PERSONNEL:-**

Shri Dipakkumar G. Patel
Shri Shekhar G. Patel
Shri Sanjay M. Kothari
Shri Tejas C. Joshi

**4. RELATIVE OF KEY MANAGEMENT PERSONNEL:-**

Smt. Dhara Tejas Joshi
Smt. Jesika Kothari

(Related Party relationship is as identified by the Company and relied upon by the auditors.)  
Transactions with Related Parties:-



**SHAILY INFRASTRUCTURE PRIVATE LIMITED**  
**NOTES FORMING PART OF ACCOUNTS:**

Nature of transactions with related parties and aggregate amount of such transactions for each class of related parties balances outstanding as on 31/03/2018. [AMT. RS.]

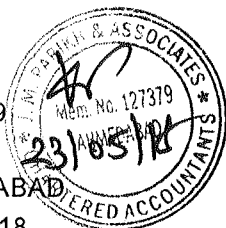
PARTICULARS	2017-2018			2016-2017		
	HOLDING COMPANY	OTHER RELATED PARTY	KEY MANAGERIAL PERSON	HOLDING COMPANY	OTHER RELATED PARTY	KEY MANAGERIAL PERSON
<b>Loan Taken</b>						
Ganesh Housing Corporation Limited	188495639			43823203		
Gaven Construction Pvt. Ltd.		19000			19000	
Vivan Infrastructure Pvt. Ltd.		500000			500000	
Sanjay M. Kothari			44950000			44950000
Tejas Joshi			46450000			46450000
<b>Trade Receivables</b>						
Jesika Sanjay Kothari		3885510			3885510	
<b>Reimbursement Of Expenses</b>						
Maheshwari (Thaltej) Complex Private Limited		21538			21538	
Cuneshsagar Infrastructure Private Limited		8341			8341	
Shekhar G. Patel						
<b>Trade Payables</b>						
Ganesh Housing Corporation Limited	155401			122745		
<b>Other Current Liability</b>						
Advance From Customers						
Dhara Tejas Joshi		3940486			3940486	

AS PER OUR REPORT OF EVEN DATE  
FOR J.M. PARIKH & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN:- 118007W

ON BEHALF OF THE BOARD OF DIRECTORS

*Kaushal Shah*

KAUSHAL SHAH  
PARTNER  
MEM. NO. 127379



*Dipalbi*

DIPAKKUMAR G. PATEL  
CHAIRMAN  
[DIN: 00004766]

*Shekhar G. Patel*

SHEKHAR G. PATEL  
MANAGING DIRECTOR  
[DIN: 00005091]

PLACE : AHMEDABAD  
DATE : 23/05/2018

PLACE : AHMEDABAD  
DATE : 23/05/2018

**J. M. PARIKH & ASSOCIATES**  
CHARTERED ACCOUNTANTS  
7th Floor, B/705, Nirman Complex,  
Opp. Havmor Restaurant,  
Navrangpura, AHMEDABAD-9.