

29th Annual Report
2019-20

**GANESH
HOUSING** 
CORPORATION LIMITED

ADAPT & EVOLVE



What's inside...

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Disclaimer: This document contains statements about expected future events and financials of Ganesh Housing Corporation Limited, which are forwardlooking. By their nature, forward-looking statements require the Company to make assumptions and are subject to inherent risks and uncertainties. There is significant risk that the assumptions, predictions, and other forward-looking statements may not prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements as a number of factors could cause assumptions, actual future results and events to differ materially from those expressed in the forward-looking statements. Accordingly, this document is subject to the disclaimer and qualified in its entirety by the assumptions, qualifications and risk factors referred to in the Management Discussion and Analysis section of this Annual Report.



ADAPT & EVOLVE

Every challenge gives us two options -
react or respond.

The year 2019-20 was dominated by challenges for the real estate industry. But we, at Ganesh Housing Corporation Limited, responded to the situation differently. Instead of reacting to what wasn't under our control, we promptly responded by working on areas that we could control. We adapted to the changes by being resilient and gradually evolved with opportunities into a better version of what we were.

Right from the business progressing at a slower pace, to overall market conditions, the outbreak of Covid-19 and the consequent lockdown, 2019-20 was a year marked by operational challenges. Construction activities came to a sudden halt, slowdown in sales was observed and labourers migrated back home. There were obstacles, issues, and challenges. But our proactive management and timely action helped us stay afloat. We faced adversities, remained optimistic about our growth prospects and kept moving forward with our strong resolve to adapt and evolve.



Ganesh Housing at a Glance

Established in the year 1991 and headquartered in Ahmedabad, Gujarat, Ganesh housing Corporation Limited (otherwise 'Ganesh housing', or 'the Company') is one of the leading players in the organised housing and construction.

Ganesh Housing specialises in the residential sector and emphasises on the mid to higher income segment. Having gained experience and expertise over the years, the Company has gradually entered the commercial, retail and township format of the real estate industry as well.

The Company's offerings are perfectly complemented by its thoughtful management, ongoing innovation, and consistent delivery of high-quality spaces to its customers. This has allowed Ganesh Housing to not only strengthen its presence but also expand its proficiency in commercial and retail segments. The Company endeavours to create spaces which not only offer ultimate comfort and modern amenities but also respect and value the environment. With one of the largest developable land bank in the city, offering more than 52.37 million sq.ft. of space, Ganesh Housing owns a possible development area of 27.83 million sq. ft. The Company's ISO 9001-2015, ISO 14001 : 2015 & ISO 45001: 2018 certifications speak volumes for its construction methodology and quality work.



Vision

- 🏠 To be the most trusted, transparent & admired real estate developer











Mission

- 🏠 To continuously innovate & use the latest technology to provide high-quality spaces to our customers
- 🏠 To build a strong team & a solid corporate culture in order to ensure a dynamic work environment and that the customer needs are taken care of to the best extent possible
- 🏠 To set up & build standard processes to establish transparency and gain customer trust
- 🏠 Contribute & participate directly in social causes to uplift society, especially in the fields of education, healthcare and community development



Projects

LANDMARK PROJECTS COMPLETED IN PAST

 <p>Paldi, Ahmedabad No. of Units: 221 Type: Residential cum retail</p>	 <p>Sola, Ahmedabad No. of Units: 96 Type: Residential</p>	 <p>Memnagar, Ahmedabad No. of Units: 32 Type: Commercial cum Retail</p>
 <p>Shilaj, Ahmedabad No. of Units: 192 Type: Residential</p>	 <p>Satellite, Ahmedabad No. of Units: 46 Type: Residential</p>	 <p>S. G. Road, Ahmedabad No. of Units: 23 Type: Commercial</p>
 <p>Shilaj, Ahmedabad No. of Units: 192 Type: Residential</p>	 <p>Malabar County I, Ahmedabad No. of Units: 600 Type: Residential</p>	 <p>Malabar County I, Ahmedabad No. of Units: 502 Type: Residential cum Retail</p>



Adapting to the New Optimism

The process of adaptation is a profound one. It teaches you to thrive amidst challenges and competition, hence paving way for optimism and growth. At Ganesh Housing, adaptation stands for acceptance of change. It stands for optimism for the future. Each time the Company has found itself at a crossroad, it has responded with its optimism. This approach is exactly what is helping the Company shape its future amid the new normal.

The industry's landmark evolution point came with the introduction of the Real Estate (Regulation and Development) Act (RERA), 2016, and Goods and Services Tax (GST) in 2006. These regulations have changed the ground reality, proving to be a boon for organised players like Ganesh Housing. Together, these developments have introduced a transparent mechanism, opening several doors of opportunities while adding optimism and stability to the future.

RERA

The introduction of RERA will help us by:

- ⊞ Staying ahead of the competition through innovation and taking the services of eminent professionals
- ⊞ Winning trust and confidence of home buyers
- ⊞ Attracting more buyers by eliminating untrustworthy developers

GST

GST is among the many taxes that home buyers pay on property purchase. The tax structure for the same has undergone several changes within a short span of time since it came into force in July 2017. With the intent to simulate demand amid a prolonged slowdown, the government has reduced the GST rate on property transactions significantly. A uniform tax structure will help improve timely tax compliance by developers, helping them earn credit points. This will aid in reducing the cost which can be passed onto to buyers as reduction. Hence, potentially lowering the buyers' pay-out by 4%-6% on the overall purchase and generating demand in turn.

Property type	GST rate till March 2019	GST rate from April 2019
Affordable housing	8% with ITC	1% without ITC
Non-affordable housing	12% with ITC	5% without ITC

Land bank updates

Ganesh Housing holds around 60 acres of land near the Nirma University at Chharodi and Tragad, Ahmedabad. During the year, the Government announced preliminary town planning scheme no. 36 for the Chharodi-- Tragad and town planning scheme no. 64 for Tragad land. This will help the Company to leverage on its land bank and capitalise on the same.



Evolving with Opportunities

They say the road to success is always under construction because it keeps evolving. With changing times, demands evolve and it is important to keep updating so as to be in sync with the latest trends. This transition is important to grab right opportunities at the right time. At Ganesh Housing, close attention is paid to the needs of the industry and customers as it helps the Company evolve as it grows.

Affordable housing

Ganesh Housing consciously opts to ride the waves of change as it transforms into something new and relevant each time. This has helped the Company discover its new core and its biggest strength - the Affordable Housing segment. The outbreak of the pandemic is expected to prove itself a boon for the real estate players in the affordable housing segment in the long run. The Covid-19 situation has changed buyers' perspective today. An increasing number of people believe that owning a house is better than paying high rents, especially amidst such distressing and uncertain times. This is anticipated to ultimately boost demand for houses in India.

Redevelopment

The location of Ahmedabad is supremely important to the Company. With its ocean of opportunities, the city alone has a potential 700 buildings qualifying for the redevelopment. Being at the forefront, Ganesh Housing wishes to transform and realise this huge opportunity.

Over **700** Housing societies
in Ahmedabad older than 25 years



Chairman's Message



While we are pleased with the year gone by, the current year is sure to throw in new challenges along with opportunities. Our resilience and agility will critically help us emerge stronger from this crisis.



Dear Shareholders,

Even as I write this, the world is facing the brunt of the social distancing, lockdown, and economic disruption. The outbreak of Covid-19 has brought the world to an unthinkable crossroad. These unprecedented times are not just changing the way we live our lives right now but also the future. I am hoping for your and your family's safety right now and in the times to come.

On the economy front, the sluggish global economy of 2019 rubbed off its effect in India along with the homegrown cyclical economic issues. The country's GDP growth sharply skimmed down from 6.8% in FY19 to below 5% in FY20. The last quarter of the financial year was disrupted by the outbreak of Coronavirus pandemic. The complete lockdown, as enforced by the Government to contain the spread of the virus, dragged down economic activities across India in March 2020. This impacted our demand severely as we felt the recessionary aftermath. With the extended lockdown significantly plaguing the overall growth in the next fiscal across sectors, the first quarter is expected to

be gravely weighed down. There is also an anticipation of a gradual easing of the impact during the second quarter. However, normalcy may not fully restore before the second half of 2020-21. We are anticipating recovery during this same period, largely be driven by our presence and offerings in the affordability segment.

Financial highlights

During the year under review total income on consolidated basis increased to Rs.27733.11 lakhs from Rs. 26720.57 lakhs in the Previous Year. Total expenditure increased from 19011.92 lakh in the Previous Year to Rs.32773.40 lakhs on consolidated basis. After providing for finance cost and depreciation the consolidated loss before tax stood at Rs.13236.12 lakhs and loss after tax was Rs.11962.63 lakhs.

Highlights for the year

While we are pleased with the year gone by, the current year is sure to throw in new challenges along with opportunities. Our resilience and agility will critically help us emerge stronger from this crisis. FY21 is likely to be the first financial year

in the recent times where India's GDP growth is anticipated to be negative. With the crisis leading to significant job cuts and salary reductions already, it is sure to have demand ramifications on high value purchases such as residential real estate. However, our biggest strength lies in Affordable Housing Segment and with the current scenario, we are hoping this to prove as a boon for the Company in the post-Covid world. Additionally, various norms relating to redevelopment of existing societies, as declared by the authorities, are also expected to work in our favour.

Opportunities

As on March 31, 2020, our group land bank stood at 27.83 mn sq. ft. (639.13 acres)

We hold around 60 acres of land near the Nirma University at Chharodi and Tragad. The Government recently announced the preliminary town planning scheme no. 36 and 64 for Chharodi – Tragad and Tragad Land respectively.

In the new emerging market, driven by the



Prime Minister's thrust on Housing for All, we have pivoted towards the Affordable Housing Segment by foraying into the sector.

We have a strong belief in Ahmedabad's future, especially the city's emerging areas. We are planning to launch new residential projects that qualify under the Affordable Housing Segment as per the new guidelines. Given the city's potential and our belief in its redevelopment prospects, we are planning to tap the opportunities in Ahmedabad for assisting co-operative housing societies in redevelopment.

Navigating through Covid-19

We are facing this crisis with great strength, a result of years of prudent and proactive management of the business. We lay our full focus on our business today and the year ahead. Given the challenging external environment enveloping the global and Indian markets, we foresee a change in customer preference and the trend towards rented housing. With the pandemic causing disruptions right from the grass root levels, it is questioning a layman's ability to continue living in a rented house.

We anticipate a high demand for residential properties in the times to come as the situation gradually returns to normal. Being rightly placed in the Affordable Housing Segment, we expect to be benefitted from these supporting tailwinds.

The team at Ganesh Housing is truly exceptional and passionate about the opportunities lying ahead. As a part of Ahmedabad's leading real estate developer, our team is driven by our Company's commitment to excellence, sustainability, and diversity. I am grateful to each of my team members for their exceptional commitment and ambition. I would also like to thank our customers, and business associates for their continued support. Finally, we owe a heartfelt thanks to our shareholders, for their undying support and belief in Ganesh Housing.

Regards,
Dipakkumar G. Patel
Chairman

“
We are also planning to launch new residential projects that qualify under the Affordable Housing Segment as per the new guidelines.
”

Maple Tree Project

2.0 million sq. ft. Saleable area





Corporate Information

Board of Directors

Mr. Dipakkumar G. Patel

Chairman & Whole Time Director

Din: 00004766

Mr. Shekhar G. Patel

Managing Director

Din: 00005091

Ms. Aneri D. Patel

Independent Director

Din: 06587573

Dr. Bharat J. Patel

Independent Director

Din: 00944269

Dr. Tarang M. Desai

Independent Director

Din: 00005100

Mr. Ashish H. Modi

Independent Director

Din: 02506019

Chief Financial Officer

Mr. Rajendra Shah

Company Secretary

Ms. Priti Kapadia

Statutory Auditors

M/s. Purnesh R. Mehta & Co.

Chartered Accountants

Ahmedabad

FRN: 142830W

Internal Auditors

M/s. J. M. Parikh & Associates

Chartered Accountants

Ahmedabad

FRN: 118007W

Secretarial Auditors

Mr. Anand Lavingia

[ACS: 26458]

Company Secretary

Ahmedabad

Audit Committee

Mr. Ashish H. Modi

Chairman

Dr. Tarang M. Desai

Member

Dr. Bharat J. Patel

Member

Mr. Shekhar G. Patel

Member

Nomination & Remuneration Committee

Mr. Ashish H. Modi

Chairman

Dr. Tarang M. Desai

Member

Ms. Aneri D. Patel

Member

Stakeholders' Relationship Committee

Mr. Ashish H. Modi

Chairman

Dr. Tarang M. Desai

Member

Mr. Shekhar G. Patel

Member

Corporate Social Responsibility Committee

Mr. Dipakkumar G. Patel

Chairman

Mr. Shekhar G. Patel

Member

Dr. Tarang M. Desai

Member

Bankers

Tamilnad Mercantile Bank Limited

ICICI Bank Limited

HDFC Bank Limited

Axis Bank

Registered Office

Ganesh Corporate House

100 Feet Hebatpur-Thaltej Road,

Nr. Sola Bridge, Off S. G. Highway,

Ahmedabad-380 054

Phone: +91-79-6160 8888

Fax: +91-79-6160 8899

Website: www.ganeshhousing.com

E-Mail: ganesh@ganeshhousing.com

Dedicated E-mail for Investors:

investors@ganeshhousing.com

Registrar and Share Transfer Agent (RTA)

MCS Share Transfer Agent Limited

101 Shatdal Complex,

Opp. Bata Showroom,

Ashram Road, Ahmedabad-380 009

Phone: +91-79-26580461,

26580462, 26580463

E-Mail: mcsstaahmd@gmail.com

NOTICE

[CIN: L45200GJ1991PLC015817]

NOTICE is hereby given that the **Twenty Ninth Annual General Meeting (AGM)** of the Members of **GANESH HOUSING CORPORATION LIMITED** will be held on **Wednesday, 30th September, 2020 at 3.00 P.M. through Video Conferencing/ Other Audio Visual Means** to transact the following businesses:

ORDINARY BUSINESSES:

- To consider and adopt:
 - The Audited Financial Statements of the Company for the financial year ended 31st March, 2020, together with the Reports of the Board of Directors and Auditors thereon; and
 - The Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020, together with the Report of the Auditors thereon.
- To appoint a Director in place of Ms. Aneri D. Patel (DIN: 06587573), who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

- To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013, Companies (Cost Records and Audit) Rules, 2014 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. J. B. Mistri & Co., Cost Accountants, Ahmedabad having Firm Registration No. 6149 appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2020-2021, amounting to ₹ 40,000/- (Rupees Forty Thousand Only) plus GST, if applicable, be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: 25th July, 2020

Place: Ahmedabad

Registered Office:

GANESH CORPORATE HOUSE
100 Feet Hebatpur-Thaltej Road,
Nr. Sola Bridge, Off. S. G. Highway
Ahmedabad - 380 054

By Order of the Board

Priti Kapadia
Company Secretary

NOTES:

- A Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business to be transacted at the Meeting, is annexed hereto.
- In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the Annual General Meeting (AGM) venue is not required and AGM be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the 29th Annual General Meeting of the Company through VC/OAVM. The detailed procedure for participation in the meeting through VC/OAVM is as per note no. 15 and also available on the Company's website viz. www.ganeshhousing.com.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. **Accordingly, proxy form and attendance slip are not annexed to this Notice.**

However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement and termination of the Meeting respectively by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").

6. Since the AGM will be held through VC/OAVM, the route map for the venue is not annexed.
7. The Register of Directors and Key Managerial Personnel and their shareholding has been maintained under Section 170 of the Companies Act, 2013. Pursuant to Section 171 of the Companies Act, 2013 the said register will be available electronically for inspection by the members. Members seeking to inspect such documents can send an email to investors@ganeshhousing.com in advance.
8. In line with the above mentioned MCA Circulars, the Notice of the 29th Annual General Meeting along with the Annual Report 2019-2020, is being sent only by electronic mode to all members whose email addresses are registered with the Registrar/Depository Participant(s). Members may note that this Notice and the Annual Report for the F.Y. 2019-2020 is also be available on the Company's website viz. www.ganeshhousing.com, websites of Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com, respectively and on the website of Central Depository Services (India) Limited (CDSL) (agency for providing e-voting facility viz. www.evotingindia.com.)
9. The Register of Members and the Share Transfer Books shall remain closed from Wednesday, 23rd September, 2020 to Tuesday, 29th September, 2020 (Both days inclusive) for the purpose of the 29th Annual General Meeting of the Company.
10. Members seeking information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable management to keep the information ready.
11. Members are requested to communicate the change in address or bank account details, if any, (i) to the Company's Registrar for physical share accounts and (ii) to their Depository Participants (DPs) in respect of the electronic share accounts.
12. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the Registrar and Share transfer agent.
13. Members are requested to note that dividends that are not claimed within seven (7) years from the date of transfer to the Company's unpaid dividend account will, as per Section 124 of the Act, be transferred to Investor Education and Protection Fund (IEPF). The shares on which dividend remains

unclaimed/unpaid for seven (7) consecutive years will be transferred to the IEPF as per Section 124 of the Act and the applicable Rules.

The following table provides dates on which unclaimed/unpaid dividend and their corresponding shares would become liable to be transferred to the IEPF:

Sr. No.	Financial Year For which dividend declared	Date on which Dividend Declared	Date up to which Shareholders can claim Dividend
1.	2012-13	31/08/2013	30/10/2020
2.	2013-14	15/09/2014	15/11/2021
3.	2014-15	30/09/2015	28/11/2022
4.	2015-16	30/09/2016	30/11/2023
5.	2016-17	27/09/2017	25/11/2024
6.	2017-18	29/09/2018	28/11/2025
7.	2018-19	14/09/2019	12/11/2026

Members, who have not yet encashed their dividend warrant for the above financial years, are requested to make their claims before relevant due dates without any delay to the Company or Registrar and Transfer Agents (RTA), MCS Share Transfer Agent Limited. For details of dividend and/or shares already transferred to IEPF and for claiming the same, kindly visit the web-link: <http://www.ganeshhousing.com/dividend.html>.

14. Relevant details, in terms of Sub-regulation (3) of Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to Secretarial Standards on General Meetings ("SS - 2"), issued by the Institute of Company Secretaries of India in respect of the Directors retiring by rotation and proposed to be re-appointed are as under:

Ms Aneri D. Patel, aged 29, is a Non-executive Director of the Company. She has done her Bachelor of Science (BS) – Management from London Business School and Bachelor of Arts (BA) – Law and Business studies from University of Warwick – Warwick Business School. She is holding position as a Managing Director in one of the Group Company. She is a member of Nomination and Remuneration Committee of the Company. As on 31st March, 2020, Ms. Aneri held 200000 equity shares of the Company in her own name and does not hold shares for any other person on a beneficial basis. Ms. Aneri D. Patel is related to Mr. Dipakkumar G. Patel and Mr. Shekhar G. Patel.

15. **Instructions for attending AGM and e-voting are as follows:-**

A. General Instructions:-

- a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as venue voting system on the date of the AGM will be provided by CDSL.
- b) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Wednesday, 23rd September, 2020, shall be entitled to avail the facility of remote e-voting as well as venue e-voting.
- c) A person who has acquired the shares and has become a member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. Wednesday, 23rd September, 2020, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- d) During the remote e-voting period, members of the Company, holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Wednesday, 23rd September, 2020, may cast their vote electronically. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date.
- e) The remote e-voting period commences at 9:00 a.m. (IST) on Saturday, 26th September, 2020 and ends at 5:00 p.m. (IST) on Tuesday, 29th September, 2020. The e-voting module shall be disabled by CDSL for voting thereafter.
- f) Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- g) The facility for voting, through electronic voting system, shall also be made available during the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
- h) The Company has appointed Mr. Jatin Parikh, Partner of M/s J. M. Parikh & Associates, Practicing Chartered Accountants, Ahmedabad (Firm Registration No. 118007W) to act as the Scrutinizer, for conducting the scrutiny of the votes cast.
- i) The results declared along with the Scrutinizer's Report shall be placed on the Company's Website i.e. www.ganeshhousing.com and on the website of CDSL and the same will also be communicated to the Stock Exchanges.

B. Process for those shareholders whose email ids are not registered:-

- a) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by **email to Company viz. investors@ganeshhousing.com or on the e-mail ID of our Registrar and Share Transfer Agents - MCS Share Transfer Agent Ltd. viz. mcsstaahmd@gmail.com (specifically mentioning Unit: Ganesh Housing Corporation Limited).**
- b) For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id as mentioned above.**

C. The instructions for shareholders for remote voting are as under:-

- a) The voting period begins at 9:00 a.m. (IST) on Saturday, 26th September, 2020 and ends at 5:00 p.m. (IST) on Tuesday, 29th September, 2020. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Wednesday, 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- b) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- c) The shareholders should log on to the e-voting website www.evotingindia.com.
- d) Click on Shareholders.
- e) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- f) Next enter the Image Verification as displayed and Click on Login.
- g) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- h) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which will be communicated by email on request.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (e).

- i) After entering these details appropriately, click on "SUBMIT" tab.
- j) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- k) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- l) Click on the EVSN of the Company – Ganesh Housing Corporation Limited on which you choose to vote.
- m) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- n) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- o) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- p) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- q) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- r) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- s) **Shareholders can also cast their vote using CDSL's mobile app m-Voting. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

D. The instructions for shareholders voting on the day of the AGM on e-voting system are as under: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the AGM.
3. If any Votes are cast by the members through the e-voting available during the AGM and if the same members have not participated in the meeting through VC/OAVM facility, then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
4. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

E. Instructions for members for attending the AGM through VC/OAVM are as under:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholders/members login where the EVSN of Company will be displayed.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. For ease of conduct, members who would like to ask questions may send their questions in advance at least Ten (10) days before AGM mentioning their name, demat account number / folio number, email id, mobile number at Email ID: investors@ganeshhousing.com

and register themselves as a speaker. The same will be replied by the company suitably. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

F. Note for Non – Individual Shareholders and Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company, if voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call 1800225533.

**EXPLANATORY STATEMENT PURSUANT TO SUB-SECTION (1) OF SECTION 102 OF THE COMPANIES ACT, 2013****Item No. 3**

The Board of Directors of the Company, upon the recommendation of the Audit Committee, has approved the appointment of M/s J. B. Mistri & Co., Cost Auditors, Ahmedabad to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2021 at a remuneration of ₹ 40,000/- (Rupees Forty Thousand Only) plus GST, if applicable, at its meeting held on 25th July, 2020.

In pursuance of Section 148 of the Companies Act, 2013, Rule 14 of the Companies (Audit and Auditors) Rules, 2014, read with Companies (Cost Records and Audit) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Date: 25th July, 2020**Place: Ahmedabad**

Registered Office:
GANESH CORPORATE HOUSE
100 Feet Hebatpur-Thaltej Road,
Nr. Sola Bridge, Off. S. G. Highway
Ahmedabad - 380 054

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2021.

The Board commends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

There is no document whose inspection is required by the members enshrined in item no. 3 of Special Business.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested financially or otherwise in the resolution set out at Item No. 3 of the Notice.

By Order of the Board

Priti Kapadia
Company Secretary

DIRECTORS' REPORT

Dear Shareholders,
Ganesh Housing Corporation Limited,

Your Directors have pleasure in presenting the Twenty Ninth (29th) Annual Report and the Audited Accounts for the Financial Year ended 31st March, 2020.

1. FINANCIAL SUMMARY (CONSOLIDATED AND STANDALONE)

(₹ in Lakhs)

Particulars	Consolidated		Standalone	
	Year Ended 31-03-2020	Year Ended 31-03-2019	Year Ended 31-03-2020	Year Ended 31-03-2019
Revenue	27502.19	26109.69	171.45	9483.37
Other Income	230.92	610.88	212.23	519.97
Total Income	27733.11	26720.57	383.68	10003.34
Operating Expenses	32773.40	19021.92	2547.83	2658.16
Earnings Before Interest, Tax and Depreciation	(5040.29)	7698.65	(2164.15)	7345.18
Less: Finance Cost	7988.40	9174.63	4743.37	5266.84
Less: Depreciation	207.43	226.21	207.43	226.11
Profit/ (Loss) before Tax	(13236.12)	(1702.19)	(7114.95)	1852.23
Less: Current Tax	(1360.46)	(699.94)	(1074.97)	700.00
Less: Deferred Tax	2633.94	5056.81	1861.56	33.73
Profit/ (Loss) after Tax	(11962.63)	2654.68	(6328.36)	1118.50
Other Comprehensive Income	0.00	0.00	0.00	0.00
Total Comprehensive Income for the period	(11962.63)	2654.68	(6328.36)	1118.50

2. REVIEW OF OPERATIONS

Financial performance of the year

The Standalone and Consolidated Financial Statements for the financial year ended 31st March, 2020, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (IND AS) as notified by the Ministry of Corporate Affairs.

During the Year 2019-2020, revenue from operations on standalone basis decreased to ₹ 171.45 lakhs from ₹ 9483.37 lakhs in previous year. Further, during the year under review the Company booked other income of ₹ 212.23 Lakhs.

Total Expenditure (excluding interest & financial charges and depreciation) of the Company decreased from ₹ 2658.16 lakhs to ₹ 2547.83 lakhs. After providing for interest and financial charges of ₹ 4743.37 lakhs and depreciation of ₹ 207.43 lakhs, the Loss before Tax stood at ₹ (7114.95) lakhs and Net Loss after Tax at ₹ (6328.36) lakhs.

Material Changes and Commitments

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2019-2020 and the date of this report, other than those disclosed in this report.

3. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve due to loss incurred during the financial year 2019-2020.

4. DIVIDEND AND BOOK CLOSURE

During the year under review, Board has not recommended any dividend. Further, pursuant to Section 91 of Companies Act, 2013 read with Regulation 42 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (SEBI LODR), the Register of Members and Share Transfer Books will remain closed from Wednesday, September 23, 2020 to Tuesday, September 29, 2020 (both days inclusive) for the purpose of 29th Annual General Meeting (AGM).



5. FUTURE OUTLOOK

The Coronavirus outbreak has disrupted industries, trade, and business cycles, thus halting global economic activity significantly. Indian real estate sector, which was already struggling to re-emerge from the past turbulence of structural changes, policy reforms, and the liquidity crisis, is now set to witness another major fallout. The Covid-19 pandemic is expected to adversely impact the sector performance in the first half of FY21. The most significant impact of Covid-19 is expected to be the reverse migration of workers which will impact construction activities across the country. This is expected to cause project execution delays and working capital issues over and above revisiting planned developments, expansion and investments.

The Company is likely to come up with counter strategies to mitigate the impact focusing on cost optimization, liquidity improvement, space design, layout efficiency maximization, re-negotiations of contracts, and calibration of business operating models across the board.

However, it believes, with staggered revival, the long-term outlook for real estate sector in the coming 18–24 months may likely emerge positive. Although social distancing norms and workplace health safety regulations affecting contraction, the real estate industry's structural transformation will open up opportunities specifically in affordable housing segment wherein Company is focusing in future. Moreover, due to amendment in Gujarat Flat Ownership Act, 1973, with the consent of 75% owners of society older than 25 years, a developer can undertake the redevelopment. In Ahmedabad, there are more than 700 housing societies older than 25 years and the amendment in the aforesaid act has opened up tremendous potential for redevelopment.

The Company, through its subsidiary, has recently completed premium projects viz. Maple Tree and Maple Trade Center located near surdhara circle, Sal hospital road, Thaltej, Ahmedabad which were registered under RERA. Maximum use of social media is made to market the products. Recently a novel concept called "The BigBid" was launched for bidding of apartments. The said concept received overwhelming response from the public.

Amidst COVID-19 pandemic, your directors are revisiting its various plans and gearing up for rolling out new projects viz. Malabar County 3 and Malabar County 4 at village Tragad, B/h Nirma University, Ahmedabad provided all approvals are received.

6. FIXED DEPOSITS

Your Company has not accepted any public deposits during the financial year under review and, as such, no amount of principal or interest was outstanding as of the Balance Sheet date.

7. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has Two (2) Subsidiaries viz. Madhukamal Infrastructure Private Limited (formerly known as Essem Infra Private Limited) and Gatil Properties Private Limited as on 31st March, 2020. Both the subsidiaries are material unlisted subsidiary companies in terms of SEBI LODR. There are no associate companies or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

During the year, the Board of Directors reviewed the performance of the subsidiaries. In accordance with Section 129(3) of Companies Act, 2013, Consolidated Financial Statements of the Company and all its subsidiaries in accordance with the relevant accounting standards have been prepared which forms part of the Annual Report. Further, a statement containing the salient features of the financial statements of its respective subsidiaries in the prescribed format i.e. AOC-1 also forms part of Annual Report.

In accordance with Section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of its subsidiaries, are available on the website of your Company viz. www.ganeshhousing.com.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointment/Re-appointment:

During the year under review, the shareholders of the Company in the 28th Annual General Meeting of the Company held on 14th September, 2019 re-appointed Dr. Bharat J. Patel, Dr. Tarang M. Desai and Mr. Ashish H. Modi as Independent Directors of the Company to hold the office for a period of five (5) consecutive years w.e.f. 14th September, 2019 by way of Special Resolution pursuant to the provisions of Companies Act, 2013 ("the Act").

Further, the Board of Directors at its meeting held on 30th May, 2019, on the recommendation of Nomination and Remuneration Committee, re-appointed Mr. Shekhar G. Patel as Managing Director for a period of five (5) years w.e.f. 1st July, 2019 and the same was approved the members of the Company at the 28th Annual General Meeting.

As per the provisions of sub-section (6) of Section 152 of the Companies Act, 2013, Ms. Aneri D. Patel, Director of the Company, retires by rotation and being eligible has offered herself for re-appointment. The Board recommends her re-appointment.

Other:

The Company has received a declaration from the Independent Directors of the Company under Section 149(7) of Companies Act, 2013 confirming that they meet criteria of Independence as per relevant provisions of Companies Act, 2013 and SEBI LODR. At the first meeting of Board held for financial year 2020-2021, the Board of Directors of the Company has taken on record the said declarations and confirmation as submitted by the Independent Directors after undertaking due assessment of the veracity of the same. In the opinion of the Board, they fulfil the conditions for re-appointment as Independent Directors and are independent of the Management.

For the purpose of Rule 8 (5) (iiia) of the Companies (Accounts) Rules, 2014 all the three Independent Directors re-appointed during the financial year 2019-2020 are persons of integrity and they possess the requisite skills, expertise and competencies as mentioned in Corporate Governance Report attached vide Annexure – C.

In terms of Section 150 read with Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, 2 out of 3 of the independent directors have registered themselves with the Indian Institute of Corporate Affairs (“IICA”). Since all of the independent directors of the Company have served as directors in listed companies or in an unlisted public company having a paid-up share capital of ₹ 10 crore or more for a period not less than 10 years, they are not required to undertake the proficiency test as per rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In terms of sub-regulation (3) of Regulation 36 of SEBI LODR, brief resume in respect of the Director who is retiring by rotation and proposed to be re-appointed, is provided in the Notice convening the 29th Annual General Meeting.

9. DIRECTORS’ RESPONSIBILITY STATEMENT

As required under Section 134(3)(c) of the Companies Act, 2013, your Directors state that:-

- (i) In the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards had been followed to the extent applicable to the Company. There are no material departures in the adoption of the applicable Accounting Standards.
- (ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 31st March, 2020 and of the Loss of the Company for that period;
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) The Directors have prepared the annual accounts on a going concern basis;
- (v) The directors have laid down internal financial control to be followed by the Company and that such internal financial control are adequate and were operating effectively; and
- (vi) 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.

10. UNCLAIMED AND UNPAID DIVIDENDS AND SHARES TRANSFERRED TO INVESTOR EDUCATION AND PROTECTION FUND (“IEPF”)

In accordance with the provisions of sections 124 and 125 of the Act read with Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) dividends which remain unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account shall be transferred by the company to the Investor Education and Protection Fund (“IEPF”).

The detail of dividend remitted to IEPF during the financial year 2019-2020 is as follows:

Financial Year	Dividend declared on	Last due date for claiming Dividend	Due date of transfer of said Amount	Amount transferred to IEPF	Date of transfer to IEPF
2011-2012	29/09/2012	04/11/2019	04/12/2019	₹ 2,62,867/-	15/11/2019

The IEPF Rules mandate companies to transfer all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more in the name of IEPF. The Members whose dividend and/or shares are transferred to the IEPF Authority can claim their shares and/or dividend from the IEPF Authority following the procedure prescribed in the Rules.

Accordingly, following shares whose dividend has remained unpaid/ unclaimed for a period of seven (7) consecutive years was transferred to IEPF Authority during the financial year 2019-2020:

Financial Year to which dividend relates	No. of Shares transferred	Due date for transfer of Shares	Execution date for Corporate Action
2011-2012	9715	04/11/2019	20/11/2019

In accordance with the said IEPF Rules and amendment thereof, the Company had sent notices to all the proposed Shareholders whose shares will become due for transfer on due date 30th September, 2020 to the IEPF Authority and simultaneously published newspaper advertisements.

The Company has appointed a Nodal Officer and two Deputy Nodal Officers under the provisions of IEPF, the details of which are available on the website of the Company <http://www.ganeshhousing.com/dividend.html>

11. STATUTORY DISCLOSURES

Particulars of Employees

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Directors	Ratio to median Remuneration
Mr. Dipakkumar G. Patel	25.45
Mr. Shekhar G. Patel	25.41
Dr. Tarang M. Desai	0.05
Dr. Bharat J. Patel	0.04
Mr. Ashish H. Modi	0.05
Ms. Aneri D. Patel	0.04

- b) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Directors, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. Dipakkumar G. Patel	Nil
Mr. Shekhar G. Patel	Nil
Dr. Tarang M. Desai	-52.50*
Dr. Bharat J. Patel	-23.56*
Mr. Ashish H. Modi	-53.15*
Ms. Aneri D. Patel	-36.06*
Mr. Rajendra Shah, Chief Financial Officer	10.00
Mrs. Priti Kapadia, Company Secretary	14.00

*The said amount is sitting fees paid to non-executive and Independent Directors. There has been no change in the amount paid per meeting in FY 19-20 as compared to previous FY 18-19, hence, the increase/decrease is only due to fluctuation in number of meetings.

- c) The percentage increase in the median remuneration of employees in the financial year: 19.12%;
- d) The number of permanent employees on the rolls of Company as on 31st March, 2020: 127;
- e) Average percentile increase made in the salaries of employees other than the managerial personnel in the financial year i.e. 2019-2020 was 18.55% whereas the increase/ decrease in the managerial remuneration (which includes remuneration of CFO and CS) for the same financial year was 3.21%.
- f) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel, Senior Management Personnel and other Employees.
- g) A statement containing top ten employees in terms of remuneration drawn and the particulars of employees as required under Section 197(12) of the Act read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in a separate annexure forming part of this report. Further, the report and the accounts are being sent to members excluding this annexure. In terms of Section 136 of the Act, the said annexure is open for inspection

at the Registered Office of the Company. Any shareholder who is interested in obtaining a copy of the same may write to Company Secretary.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 are given in *Annexure – A* annexed hereto and forms part of this Report.

Management Discussion & Analysis Report

Management Discussion & Analysis report for the year under review as stipulated under Regulation 34(2)(e) of the SEBI LODR is annexed as *Annexure – B* hereto and forms part of this Report.

Corporate Governance Report

Your Directors adhere to the requirements set out in Regulation 34(3) read with Schedule V of the SEBI LODR. Report on Corporate Governance as stipulated in the SEBI LODR is annexed as *Annexure – C* hereto and forms part of this Report along with Certificate from the Practising Company Secretary, Ahmedabad confirming compliance of conditions of Corporate Governance.

12. AUDITORS AND AUDITORS' REPORT

Statutory Auditor and Audit Report:

M/s. Purnesh R. Mehta & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 142830W) were appointed as Statutory Auditors of the Company for the period of five (5) consecutive years from the conclusion of 26th Annual General Meeting till the conclusion of 31st Annual General Meeting of the Company to be held in the year 2022.

As regards the observations of the Statutory Auditors with regard to outstanding Dividend Distribution Tax for two financial years, it is stated that the company is pursuing the policy of debt reduction aggressively. The company intends to clear the said outstanding as early as possible.

Secretarial Auditor and Audit Report:

The Board of Directors of the Company appointed C.S. Anand Lavingia (COP No. 11410), Practising Company Secretary, to conduct the Secretarial Audit of the Company for the financial year 2019-2020 under Section 204 of the Companies Act, 2013.

The Secretarial Audit Report for the financial year 31st March, 2020, under Companies Act, 2013, read with Rules made

thereunder and in accordance with Regulation 24A of the SEBI LODR read with Circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) is set out in the *Annexure D1* to this report.

The Annual Secretarial Compliance Report for the financial year ended 31st March, 2020, in relation to compliance of all applicable SEBI Regulations/ Circulars/Guidelines issued thereunder, pursuant to requirement of Regulation 24A of the SEBI LODR read with Circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 is set out in *Annexure D2* to this report. The Secretarial Compliance Report has been voluntarily disclosed as a part of Annual Report as good disclosure practice.

The Secretarial Audit Report and/or Annual Secretarial Compliance Report do not contain any qualification, reservation, adverse remark or disclaimer.

Cost Auditor:

The Board had appointed M/s J. B. Mistri & Co., Cost Accountants, Ahmedabad (Firm Registration Number 101067), as Cost Auditor for conducting the audit of cost records of the Company for the Financial Year ended 2019-20.

The Board of Directors on the recommendation of the Audit Committee, appointed M/s J. B. Mistri & Co., Cost Accountants, Ahmedabad (Firm Registration Number 101067), as the Cost Auditors of the Company for the Financial Year 2020-21 under Section 148 of the Companies Act, 2013.

M/s J. B. Mistri & Co. have confirmed that their appointment is within the limits of Section 141(3)(g) of the Companies Act, 2013 and have also certified that they are free from any disqualifications specified under Section 141(3) and proviso to Section 148(3) read with Section 141(4) of the Companies Act, 2013.

The Audit Committee has also received a Certificate from the Cost Auditors certifying their independence and arm's length relationship with the Company.

As per the provisions of the Companies Act, 2013, the remuneration payable to the Cost Auditor is required to be placed before the Members in a General Meeting for their ratification. Accordingly, a Resolution seeking Members' ratification for the remuneration payable to M/s J. B. Mistri & Co., Cost Auditors is included in the Notice convening the Annual General Meeting.

**Cost Records**

As per Section 148 of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014, your Company is required to maintain cost records and accordingly, such accounts and records are maintained.

Reporting of Frauds by Auditors:

Pursuant to Section 134 (3) (ca) of the Companies Act, 2013, the Statutory Auditor, Cost Auditor and Secretarial Auditor have not reported any instances of frauds committed in the Company during the year under review by its Officers or Employees to the Audit Committee or Board under section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

13. COMMITTEES OF BOARD OF DIRECTORS

The Company has the following Committees of the Board:

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholders Relationship Committee;
4. Corporate Social Responsibility Committee

The composition of each of the above Committees, their respective role and responsibility is as detailed in the Report of Corporate Governance.

The Nomination and Remuneration Policy framed by the Company as per the provisions of section 178(4) of the Act, is available on the website of the Company (<http://www.ganeshhousing.com/wp-content/pdf/nomination-and-remuneration-policy.pdf>).

14. EXTRACT OF THE ANNUAL RETURN

The extract of the Annual Return as provided under sub-section (3) of Section 92 of Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 for the financial year 2019-2020 is available on the website of the Company at web-link viz. <http://www.ganeshhousing.com/financial-information.html> pursuant to the provisions of clause (a) of sub-section (3) of Section 134 of Companies Act, 2013.

15. MEETINGS OF BOARD

During the financial year 2019-2020, the Board of Directors met for Six (6) times viz. 30th May, 2019; 19th July, 2019; 14th August, 2019; 28th September, 2019; 14th November, 2019 and 14th February, 2020.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES REFERRED IN SECTION 188(1) OF THE COMPANIES ACT, 2013

All transactions entered into during the financial year 2019-2020 with Related Parties as defined under the Companies Act and SEBI LODR Regulations were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any transaction referred to in Section 188 of the Companies Act, with related parties which could be considered material under SEBI LODR. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3)(h) of the Companies Act in Form AOC-2 is not applicable. Attention of Members is drawn to the disclosures of transactions with related parties as per IND AS-24 set out in Notes to Accounts Note No 43 forming part of the standalone financial statements.

Further, there were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered into by the Company in the normal course of business are periodically placed before the Audit Committee for review.

The Board of Directors of the Company has, on the recommendation of the Audit Committee, adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules thereunder and the SEBI LODR. Further, the Board of Directors of the company at their duly convened meeting held on 28th March, 2019 revised the Policy on Related Party Transactions w.e.f. 1st April, 2019.

The Policy on Materiality of and dealing with Related Party Transactions as approved by the Board is uploaded on the Company's website and can be accessed at the Web-link: <http://www.ganeshhousing.com/wp-content/pdf/policy-on-related-party-transaction.pdf>

17. PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEES UNDER SECTION 186 OF COMPANIES ACT, 2013

Disclosure on details of loans, guarantees and investments pursuant to the provisions of Section 186 of the Companies Act, 2013, and SEBI LODR, are provided in the financial statements.

18. RISK MANAGEMENT

As per Regulation 17(9) of SEBI LODR, the company is required to lay down the procedures about the risk assessment and minimisation procedures. In accordance with the said clause the company has adopted risk management framework with the following objectives:

- 1 Aligning the corporate strategies & objectives to the risk appetite
- 2 Providing a formal organisation structure for risk management
- 3 Integrated approach to risk management at strategic level
- 4 Systematic approach and use of special tools for risk management
- 5 Providing Board / Management oversight

In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues. Thus, the company has in place risk management policy which also includes identification of elements of risk, if any, which in the opinion of the board may threaten the existence of the company.

19. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to Section 135 of Companies Act, 2013, the Company has formed Corporate Social Responsibility Committee (CSR Committee) comprising of following members:

Sr. No.	Name of Director	Category / Designation	Position
1.	Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	Chairman
2.	Mr. Shekhar G. Patel	Managing Director	Member
3.	Dr. Tarang M. Desai	Independent Director	Member

The CSR Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy (CSR Policy) indicating the activities to be undertaken by the Company as specified under Schedule VII of Companies Act, 2013, which has been approved by the Board. The CSR Policy may be accessed on the Company's website at the link: <http://www.ganeshhousing.com/wp-content/pdf/corporate-social-responsibility-policy.pdf>.

The growth of the Company is closely correlated to the overall growth in the country's real estate sector. The real

estate sector, as a whole, is passing through challenging times and therefore the company is also facing the subsequent impact of slowdown in the economy. In this challenging phase, the cash flows of the company have been adversely impacted due to lack of adequate demand. It is submitted that the company is undertaking several steps to successfully face these challenging times and thereby ensure that, in the near future, the Company plans to increase its contributions to CSR activities as the Company is committed ameliorate the working and living conditions of society at large. In spite of sharp fall in the liquidity position, the Company has spent around 75% of its total commitments towards CSR contribution during the year under review.

The annual report on CSR showing initiatives undertaken by the Company during the year under review containing particulars as specified under Rule 8 of Companies (Corporate Social Responsibility) Rules, 2014 is as per *Annexure – E* to the Report.

20. ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEE AND INDIVIDUAL DIRECTORS

The Company conducted a formal Board Evaluation as part of its efforts to evaluate, identify and improve thereby enhancing the effectiveness of the Board of Directors (Board), its Committees and individual directors. This was in line with the requirements mentioned in the Companies Act, 2013 and the SEBI LODR.

Accordingly, the Company has devised a policy for performance evaluation of the Board, Committees and other individual directors (including Independent Directors) which includes criteria such as the composition of committees, effectiveness of committee meetings, attendance of directors, participation, compliances of various laws/codes and policies, etc.

The Board of Directors of the Company has carried out an annual evaluation of its own performance, board committees and individual directors. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the board composition, its structure, effectiveness of board processes, information flow and functioning, etc. The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.



Further, the Board reviewed the performance of the individual directors on the basis of the criteria such as regular attendance in meeting, the contribution of the individual director to the Board and committee meetings like preparedness on the issues/ matters to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors held on 7th March, 2020, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

21. SIGNIFICANT AND MATERIAL ORDERS

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

22. INTERNAL FINANCIAL CONTROLS

With reference to financial statements, the Company has put in place adequate financial controls in form of policies and procedures 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.

23. AUDIT COMMITTEE

The Audit Committee comprises of total Four (4) members out of which three are Independent and Non-executive Directors viz. Mr. Ashish H. Modi (Chairman), Dr. Bharat J. Patel (Member) & Dr. Tarang M. Desai (Member) and fourth member is Managing Director viz. Mr. Shekhar G. Patel. All the recommendations made by the Audit Committee were accepted by the Board.

24. VIGIL MECHANISM

The Company has adopted the whistle blower mechanism for directors and employees to report concern about unethical behaviour, actual or suspected fraud, or violation of Company's Code of Conduct and Ethics. The updated whistle blower policy is available on the

website of the Company. The web link of the same viz. <http://www.ganeshhousing.com/wp-content/pdf/vigil-mechanism.pdf>.

25. DISCLOSURE AS REQUIRED UNDER SECTION 22 OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder for prevention and redressal of complaints of sexual harassment at workplace. The Company has setup an Internal Complaints Committee (ICC) for redressal of Complaints.

During the financial year 2019-2020, the Company has received Nil complaints on sexual harassment, out of which Nil complaints have been disposed of and Nil complaints remained pending as of 31st March, 2020.

26. COMPLIANCE WITH THE PROVISIONS OF SECRETARIAL STANDARDS:

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly complied by your Company.

27. ACKNOWLEDGEMENTS

Your Directors thank Company's employee, customers, vendors and investors for their continuous support. The Directors also express a deep sense of gratitude for guidance, assistance and cooperation received from Central Government, State Government and concerned Government department and agencies and various bankers viz. Tamilnad Mercantile Bank Limited, ICICI Bank, HDFC Bank, Axis Bank, Karur Vysya Bank, Punjab National Bank, AU Small Finance Bank and Yes Bank Ltd as well as various NBFC Lenders.

The Directors regret the loss of life due to COVID-19 pandemic and are deeply grateful and have immense respect for each and every warrior who risked their life and safety to fight this pandemic bravely.

For & on behalf of Board of Directors

Dipakkumar G. Patel
Chairman
(DIN: 00004766)

Date : 25th July, 2020

Place : Ahmedabad

ANNEXURE A

Details of particulars under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014 are given as under

A. CONSERVATION OF ENERGY:

(i)	the steps taken or impact on conservation of energy;	Company ensures that the operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved.
(ii)	the steps taken by the company for utilising alternate sources of energy;	No alternate source has been adopted
(iii)	the capital investment on energy conservation equipment;	No specific investment has been made in reduction in energy consumption

B. TECHNOLOGY ABSORPTION:

1.	The efforts made towards technology absorption	The Company executes major projects through contractors. Hence, no outside technology is used by the Company
2.	The benefits derived e.g., product improvement, cost reduction, product development, import substitution	Not Applicable
3.	In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year)	<ul style="list-style-type: none"> a. Technology imported: Nil b. Year of import: Not Applicable c. Has technology been fully absorbed? : Not Applicable d. If not fully absorbed, areas where this has not taken place, reasons there for: Not Applicable.
4.	The expenditure incurred on Research and Development.	Not Applicable

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

As on 31st March, 2020, there were no foreign exchange earnings and/or outgo.

For & on behalf of Board of Directors

Date : 25th July, 2020

Place : Ahmedabad

Dipakkumar G. Patel

Chairman

(DIN: 00004766)

ANNEXURE - B

MANAGEMENT DISCUSSION AND ANALYSIS

ECONOMIC OVERVIEW

Indian Economy

The Indian economy grew at 4.2% in 2019-20, lower than the 6.1% figure registered in 2018-19. In the January-March quarter, GDP grew at 3.1% as against 5.7% in the corresponding period last year. This was due to the adverse impact of the Covid-19 pandemic on economic activity in the last month of the fiscal year, especially manufacturing and construction. Before the breakout of Covid-19, the macroeconomic environment had been challenging with lower GDP growth rates, liquidity crunch, and peaking unemployment rate. This was reflected in sluggish demand and weakening consumer sentiment. To balance the demand and supply curve, boost liquidity and support businesses, various preventive measures were undertaken by the Government. One of the major initiatives was in the form of a stimulus package of ₹ 20 Lakhs crores, aimed at making India self-reliant for boosting the economy. Reserve Bank of India has also stepped in by lowering Repo rate, Cash Reserve Ratio and Statutory Liquidity Ratio for reviving the already sluggish economy.

Outlook

The Covid-19 pandemic has significantly weakened the country's growth prospects for the year. It has also exposed the challenges associated with a high public-debt burden.

Government has initiated various measures to boost the economy including direct benefit transfer, increased allocations to key sectors like infrastructure, agriculture, and MSMEs among others. Reserve Bank of India has cut repo rate by 185 bps on a cumulative basis this year. This was done to support the aggregate demand and private investment as well as to ease liquidity given the Covid-19 situation. The reduction in corporate tax rate is a big boost to the industry. It not only makes India much more competitive globally but is also expected to accelerate investments in the economy. The slew of policy measures and announcements are welcome and clearly indicate the Government's strong commitment to arrest and reverse the slowdown.

INDUSTRY DEVELOPMENTS AND OVERVIEW

Indian Real Estate Market

The year 2019 was a period of highs and lows for the Indian real estate market. The ongoing NBFC crisis resulted in

a liquidity squeeze and a slow pace of recovery in sales. However, on the positive side, the successful launch of India's first Real Estate Investment Trust (REIT) opened new avenues for investments.

The real estate sector in India is expected to reach a market size of US\$1 trillion by 2030 and contribute 13 % of the country's GDP by 2025. The sector attracted an investment of \$6.2 billion, up 8.7 % from 2018, as foreign investors bought many commercial properties. Foreign funds accounted for about 78 % of the total investments in 2019. The Indian real estate sector was earlier perceived by global investors as developing in terms of quality of assets across segments. However, several developments have changed this perception. Some of the biggest path-breaking reforms in real estate became a reality in the past few years. These include the Real Estate (Regulation and Development) Act, 2016 (RERA), the Benami Transactions (Prohibition) Amendment Act, 2016, infrastructure status to affordable housing projects, demonetisation, relaxation of norms to encourage Real Estate Investment Trust (REIT) listings, and the Goods and Services Tax (GST). These reforms collectively set a new order, changed perceptions, and led to a reduction of the associated risk premiums. This was reflected in the real estate investments which has been on an upswing post 2014.

Due to low investor appetite to undertake development risk, the share of residential in the overall investment pie has consistently shrunk, from 60% in 2011, 57% in 2015 to 11% in 2019. Office, Retail and Warehousing have witnessed significant growth in investor interest and activity in the same period.

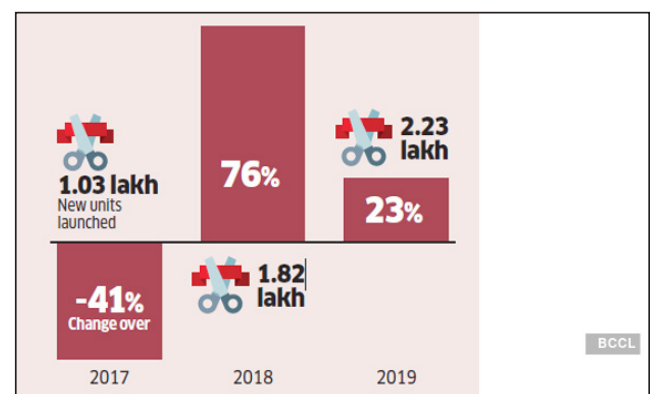
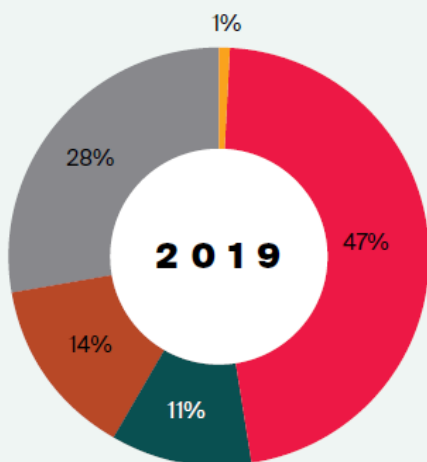
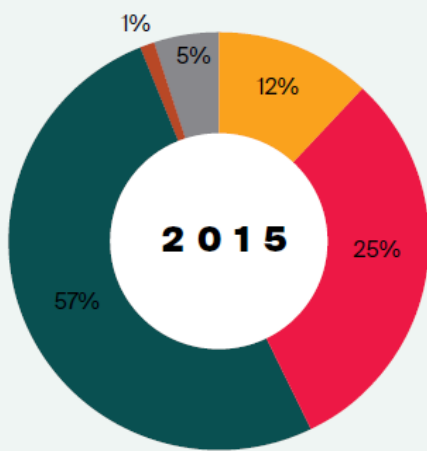
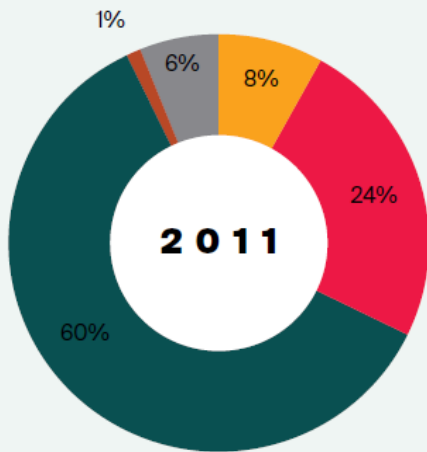


Chart 2:
Share of investments by asset class in

Mixed Office Residential Retail Warehousing



Source: Knight Frank Research, Venture Intelligence

Ratio of average house price to average annual household income in each city

(Source: <https://economictimes.indiatimes.com/industry/services/property/-/cstruction/investment-in-indias-real-estate-sector-to-rise-5-pc-to-6-5-bn-report/articleshow/73056578.cms?from=mdr>)

<https://economictimes.indiatimes.com/wealth/personal-finance-news/will-indian-real-estate-bounce-back-in-2020/articleshow/73200727.cms?from=mdr>

<https://www.outlookindia.com/outlookmoney/real-estate/affordable-housing-will-boom-post-covid-19-4809>

KEY GROWTH DRIVERS

1. Residential and commercial sectors’ growth

The year 2020 has a great potential for both residential and commercial real estate businesses. The last few years saw the office spaces gaining traction in most cities with IT/TeS players contributing to majority of the leases. The warehousing sector is also expected to gain traction in the time to come. Rapid urbanisation and white-collar migration will further ensure strong growth for the commercial sector, which in turn will translate into higher residential demand. With concepts like ‘Housing for All’, affordable housing will continue being a key growth driver.

2. Suburban cities gaining traction

Markets like Pune, Chennai, Hyderabad, and Bangalore have seen a steady rise in demand for homes. We are optimistic about this trend to continue in FY21 as well. As a result of this, the affordable housing segment is further expected to create demand in the corresponding suburban markets like Goa, Coimbatore, and the likes.

3. Rise in co-living and co-working spaces

Over the past few years, there has been a significant change in the buying pattern of customers, especially the millennials. They have a greater inclination towards co-living spaces which are more dynamic as compared to the usual rented spaces. On the other hand, the rise in gig economy has led to high demand in co-working spaces in major cities like Bangalore, Hyderabad, and Pune. This trend is set to grow in 2020. As per Knight Frank’s report, the co-living concept is gaining widespread acceptance in India and even though the concept is novel, it is expected to stay. This trend is working like an impetus to the organised rental market in cities like Bengaluru, NCR and Pune, just the way co-working spaces worked for shared office spaces.



4. Technology reshaping the sector

Smart technology and innovation is no longer a distant future for the real estate sector. In terms of construction, the key players are anticipated to adapt latest technologies like data gathering, artificial intelligence and machine learning. These will play a key role in redefining the Indian realty sector. With the improving construction quality, technology will also help boost timely completion of projects and smart homes will continue being the customers' choice. This space is expected to be suitably tapped by the real estate market with ambitious projects. As per industry estimates, the Indian smart home market, currently valued at about \$893 million, is expected to grow manifolds in the next five years.

5. Wide acceptance of sustainable and green living

An increasing number of developers and home buyers are seen supporting green technology. This inclination will continue growing with developers focusing on technological advancements for procuring eco-friendly raw materials and environment-sensitive sustainable designs. The customers are also growingly opting for smart homes, making way for sustainable living.

6. Redefining of luxury housing

The traditional concept of luxury housing is anticipated to witness a major shift in the demands of the new age home buyers. The current concept of luxury housing is expected to evolve by accommodating a holistic and elevated living experience that the developers will have to incorporate.

2019 was a year of reforms in the industry with an increased focus on transparency and customer centricity by both, policy makers and developers. The regulatory framework has helped regain the trust in the industry. Also, the systematic implementation of the Government reforms will help in reviving consumer sentiment, which will eventually push the growth of residential segment in the coming quarters. We expect the new year to be more promising for developers and home buyers where growth will be led by positive changes in the business ecosystem.

AHMEDABAD REAL ESTATE MARKET

The Ahmedabad real estate market is more mature than in any other cities where price fluctuations are frequent phases of growth and downturns, creating consumer anxiety and market stress. The Ahmedabad real estate market has strikingly grown different from those in other major Indian cities over the last one decade. It has been able to maintain a steady single digit growth, largely owing to controlled new launches thereby keeping a check on inventory levels. In 2019, the prices majorly remained flat and continued to advance with previous year's growth rate.

The growth in land price, in and around Ahmedabad, has been lower than the inflation rates announced by the Government. Following the 2001 earthquake, the realty prices in the city saw a sharp decline for around two years. However, from then on, the prices went up. In some western parts of Ahmedabad, housing prices rose by 350-400% in the five-year period between 2003-04 and 2008-09. But from then onwards, the real estate sector of Ahmedabad stabilised, not witnessing any major boom even when nearby towns like Sanand emerged as major industrial hubs. There were no major corrections either, when the Indian economy was passing through a lean phase in 2011-12. In markets like Mumbai, NCR, Bangalore, and Pune, the impact of demonetisation followed by Real Estate Regulatory Authority and Goods and Services Tax (GST) implementation had led to a sharp dip in the housing sector from 2016 till recent times.

New areas have been explored for real estate development in the last few years for various reasons. This has constantly pushed the city's boundary farther. As a result, ample FSI has been made available, stabilising the overall prices in the course.

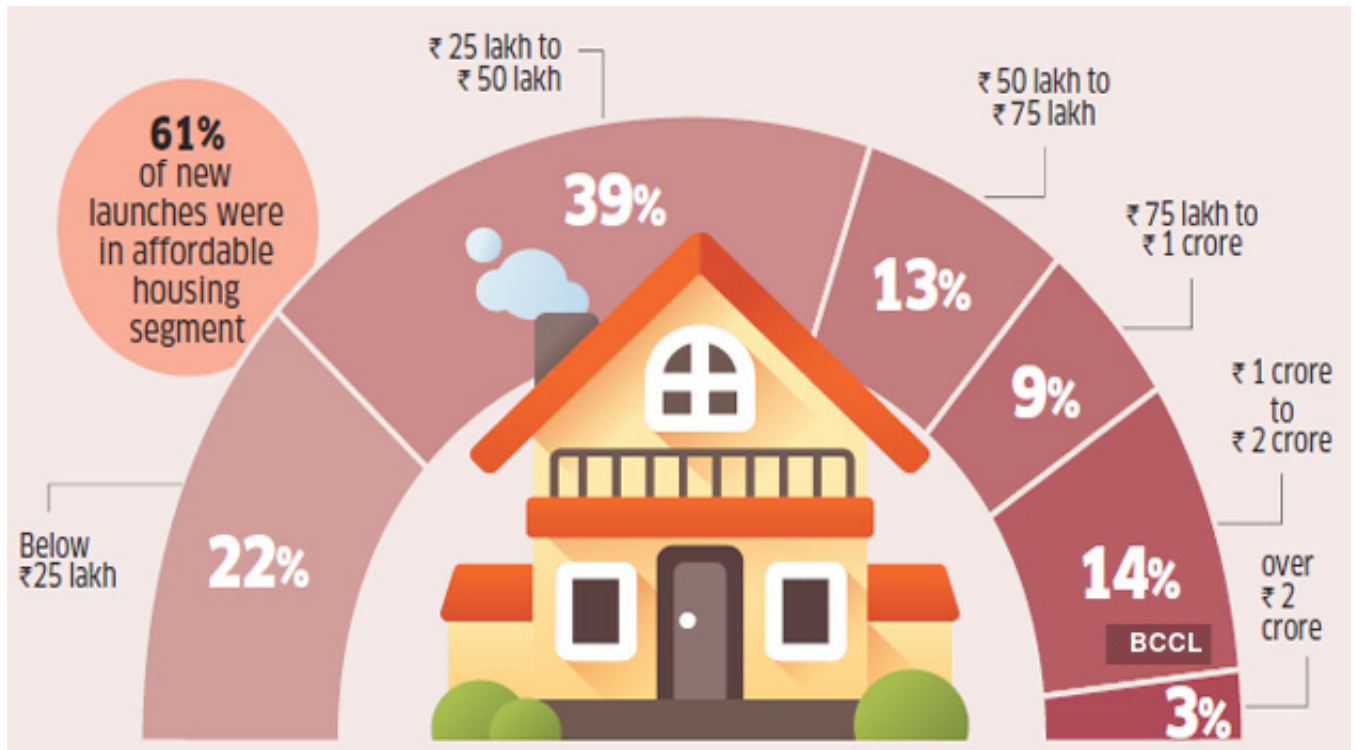
According to a research report by Knight Frank, new project launches in 2019 were largely pushed by the affordable housing sector in Ahmedabad and the same was getting reflected in the sale of housing units too.

Apart from political stability, Ahmedabad has benefited from the rapid industrial growth over the last two decades. There is enough availability of construction material, electricity, social infrastructure, and skilled manpower. The concept of tall buildings or skyscrapers is yet to shape up in Ahmedabad. While the State Government has relaxed some building norms that allow tall residential structures to come up, not much has materialised on ground.

A slowdown across the industry is anticipated post Covid-19 crisis. The industry is facing an acute working capital crisis which is essential to restart the business. At last, hopes were pinned on the Government intervention to salvage the dent loss created by the crisis with its big fat fiscal stimulus to get the growth trajectory back on track.

- Demand slowdown in residential and commercial sector
- Home buyers may also default on loan repayments given the job losses and pay cuts
- Project deliveries will get delayed as construction activities come to a halt, resulting in developers' capital getting stuck in unfinished projects
- Liquidity situation may tighten with banks and NBFCs getting more risk averse
- NPAs in the real estate sector could increase as developers' revenues take a hit

Indian Residential Sector



Housing demand remained subdued during FY'20 because of the slowdown in the country's economic growth. The global outbreak of coronavirus during the January-March quarter added to the woes faced by the Indian real estate sector over the last few years. Housing sales are generally higher in the second half of the fiscal and hence the impact of Covid-19 was more pronounced. While housing sales declined by 11% during the fiscal year to 3.22 Lakhs units across nine cities, demand for ready-to-move-in flats increased by over 19% to 64,386 units in 2019-20 from 53,908 units, driven by nil GST and no risk of any delays. The demand for ready-to-move-in residential properties is growing as customers have become risk averse because of uncertainties involved in the completion of under-construction flats. The share of ready-to-move-in residential properties in the overall housing sales is expected to rise and reach 30% during the current fiscal.

The sales of under-construction apartments dipped 16 % to 2,58,281 units in the last fiscal as against 3,08,113 units in 2018-19. The share of completed apartments in the total housing sales grew to 20 % during the last fiscal from 15 % in the previous financial year. Despite all headwinds within residential sector, real estate continues to be the first choice for investments. Real estate is still a preferred asset over other asset classes like stock market, FDs, and gold.

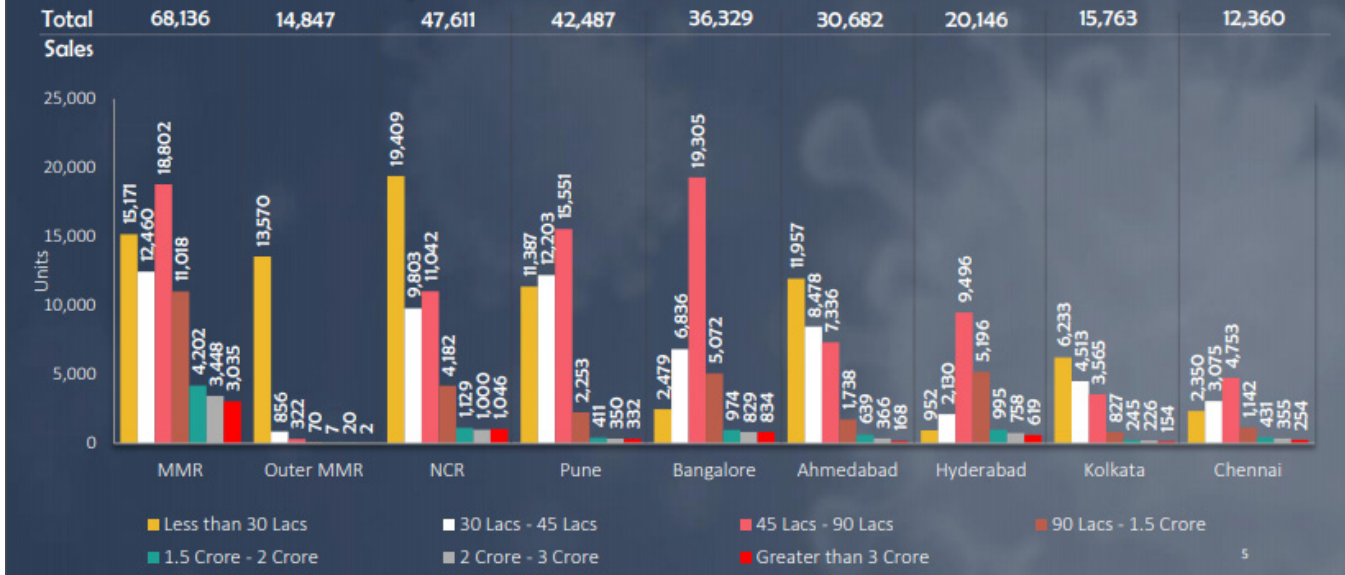
(Source: <https://www.hindustantimes.com/real-estate/sales-of-under-construction-flats-dip-16-in-fy20-across-9-cities-report/story-PXB46LfqdXpEKC4cjrZtl.html>)

Residential Market in India



Residential Market in 52 cities	Opening unsold (Units)	New addition (Units)	Sales (Units)	Closing unsold (Units)	Months inventory	Unit Cost (in INR Lacs)	Annual Revenue (INR Cr)	U/c Supply (Units)
2019	13,20,959	4,00,000	3,76,170	13,44,789	43	64.05	2,40,933	33,12,395

Top 8 cities contributed 76% of 52 cities' sales



Ahmedabad Residential Sector

Despite the general economic slowdown, residential sales in Ahmedabad, the most populous city in Gujarat and seventh across India, saw a 4-year high in 2019. It was also observed that the new launches jumped by 176% as compared to the last year. Looking through market wise in the residential market, micro-segment, and affordable housing played a key role in H2 2019.

The city witnessed the launch of 11,487 new residential units in 2019, registering a mammoth 176% annual jump over 2018. According to a report, an increase in home launches in the ₹ 2.5-5.0 million (INR 25-50 Lakhs) bracket gave a fillip to overall city launches. In H2 2019, the new residential launches surpassed the year ago period by 184%, at 8,089 units. The share of ticket sizes within the bracket of ₹ 2.5-5.0 million (₹ 25-50 Lakhs) increased from 37% of total launches in H2 2018 to 62% in H2 2019. Homes priced in the range of ₹ 2.5-5.0 million (₹ 25-50 Lakhs) garnered the highest share of 43% in the overall sales in Ahmedabad, followed by ticket sizes < INR 2.5 million (INR 25 Lakhs) segment with 30% share. The reduction in the unsold inventory levels impacted the Quarters-To-Sell (QTS) positively, which climbed down marginally from 3.7 in H2 2018 to 2.3 at the end of H2 2019.

Steady uptake of ready-to-move in or near ready residential inventory in Ahmedabad has been instrumental in sales trend, maintaining a positive momentum despite the real estate sector itself undergoing a structural change in the recent past. With a low unsold, inventory and QTS levels, developers are motivated to plan future residential supply to cater the inherent residential demand in the periods to come.

Covid-19 Positives

Real estate is an immensely important asset class, and with the market and stock value's uncertainty; it has become all the more valuable. The momentum of affordable housing will pick up pace after RBI's announcement, as it will infuse liquidity in the market. People with salaried incomes faced difficulties in paying rents during this time, the affordable housing demand will get pushed because of this factor. As more and more people post lockdown with regular income jobs will think about purchasing their own homes. The recent announcement of banks switching to reduced home loan rates will also give a boost to the affordable housing sector.

Housing for all and sops to buyers and developers saw many affordable housing projects come up. But the industry fears the impact of limited income and unemployment post Covid-19 as it will hit the sale of affordable housing with buyers deferring home purchases. However, it is anticipated that substantial movements will be visible in the affordable and mid-income housing segments. These segments, driven by end-users are expected to largely remain resistant to any price corrections. It is mainly due to the realization that owning a home is important. This class also faced difficulties in coping with rents during the lockdown and having to stay put in ungated areas with no security. This segment always had the demand and post Covid-19 it will increase manifold as fence-sitters will buy now.

A substantial part of the population who have been living in congested colony or societies, specially in Eastern Ahmedabad , would incline to move to Western part of city with bigger unit & more open spaces. This is will create better absorption capacity of the projects in western Ahmedabad.

Indian Commercial Sector

Commercial office assets accounted for 46 % of the total inflows during 2019 at \$2.8 billion (Rs 19,900 crore). By the end of 2019, gross leasing activity crossed 60 million sq. ft. to touch a historic high of 61.6 million sq. ft., growing by more than 25% y-o-y. Bangalore was followed by Hyderabad, NCR and Mumbai, in terms of space take-up; together, these cities accounted for almost 75% of the overall space take-up. The share of tech firms in overall space take-up rose from about a third in 2018 to almost 40% in 2019. Leasing by tech firms rose by more than 45% on an annual basis, with global multinationals accounting for more than 70% of the space take-up by these firms this year. India's office stock has now crossed the 630 million sq. ft. mark. Supply addition in 2019 rose by about 50% y-o-y to touch 52.4 million sq. ft. Hyderabad was followed by NCR, Bangalore, and Pune, in terms of supply addition; together, these cities accounted for almost 80% of the overall annual supply. Sustained occupier interest and limited quality supply resulted in rental values rising by 1-6% on a quarterly basis across several micro-markets in Bangalore, Pune, Chennai, and NCR.

Investors interest has risen because of plethora of reforms such as enforcement of the Real Estate Regulatory Authority, introduction of the Goods and Services Tax (GST), roll-out of the Insolvency and Bankruptcy Code and a relaxation of foreign direct investment norms.



(Source: <https://www.cbre.co.in/en/research-reports/India-Office-MarketMonitor-Q4-2019>)

Ahmedabad Commercial Sector

The commercial sector saw a rise in leasing transactions, additionally many offices were also consumed in outright purchase for self-use. Positive sentiments in the office transaction were also reflected in the residential market which has also started to show signs of growth in sales volume.

Office leasing in Ahmedabad in 2019 was the highest in the last 10 quarters, registering a 50% Y-o-Y jump to 0.14 million square meters. This kept the office market rents stable despite the significant rise in office transactions, mostly to maintain the market's competitive edge.

Peripheral Business District (PBD), comprising Gandhinagar and GIFT City, accounted for the remainder 49% share of office leasing in H2 2019. The new supply infusion in 2019 has helped increase office space take-up in GIFT City. IT/ITeS sector emerged as the top office space occupier, increasing its share in total transactions to 43% in H2 2019, from 11% in H2 2018. The availability of quality supply has been a big catalyst behind healthy occupier leasing volume. In H2 2019, 0.21 mnsq m (2.23 mnsqft) of new office spaces became available, representing only a small uptick of 3% Y-o-Y over the supply infusion in H2 2018. Of the total new supply in H2 2019, nearly 80% was in CBD West, the new established business hub of Ahmedabad. Office space vacancy in Ahmedabad jumped from 26.40% at the end of 2018 to 35.85% at the end of 2019, due to huge supply infusion. Weighted average monthly rentals in Ahmedabad have declined by 9% Y-o-Y and stood at INR 462/sq m/month (INR 43/sqft/month) in H2 2019, due to high double-digit vacancy.

(Source: Knight Frank, <http://www.uniindia.com/despite-economic-slowdown-home-sales-in-ahmedabad-at-4-yr-high-in-2019-report/north/news/1846512.html>)

Indian Retail Sector

The retail industry is no doubt, one of the fastest growing businesses in India. Today, the brick and mortar formats have evolved from the simple 'plaza culture' of the 1990s to the current crème de la crème malls and highstreets. With a total population of 1.3 billion and private consumption share of close to 60% in the economy's GDP, India presents a huge opportunity for retail.

The low per-capita availability of malls across cities, favorable demographics, rise in disposable incomes, rising consumer demand and the transformation of malls into a modern entertainment destination centre make a strong case for growth in retail revenues in malls. 2019 was the best year for PE investments in retail with the investment volumes touching a historic high of USD 922 million.

Table 1:

Stock across major markets (mn sq ft)

	2017	2018	2019
Ahmedabad	0.09	0.15	0.22
Bengaluru	3.93	5.55	7.85
Chennai	0.93	1.33	1.95
Hyderabad	1.91	2.62	4.68
Kolkata	-	0.01	0.03
Mumbai	2.50	3.08	3.67
NCR	1.89	3.20	4.73
Pune	1.33	1.46	2.32
India	12.59	17.40	25.45

Source: Knight Frank Research

Ahmedabad Retail Sector

Mall vacancy increased by 200 bps to 28.9% in the last quarter, as retailers were seen exiting average malls and preferring mixed-use properties on major main streets, offering better footfalls and location advantages. Some instances included Jade Blue shifting from Iscon Mega mall to a main street, Big Bazaar vacating from Himalaya Mall and Spyker & Liverpool exiting from Gulmohur Mall. The trend has sustained over the past few quarters, essentially because of a push-pull effect between average malls and better located mixed-use projects on key main streets. An exception to this trend is the churn visible in superior quality malls, specifically Ahmedabad One, which continues to be favoured by new retail entrants into the city, such as Apple, Bombay Store and Wacoal. Other than these, there were no significant transactions in malls during the quarter. Brands planning for large retail formats have options available in mixed-use buildings as well as acquisition of entire floors based on current mall vacancy levels. The limited upcoming quality retail supply is also likely to be a key factor for retailer activity for the next few quarters.

Significant retail space was added in the form of mixed-use retail parks in peripheral markets such as Moterain North and Vasain South and some along the SG Highway. These offered brands a good space option on the main streets of Motera, Sabarmati in North and South Bopalin West apart from the existing ones in Prahlad Nagar, Bopal-Ambli Road, Bodakdev and Thaltej Circle. As a result, higher quantum of leasing activity was recorded in Q4 on

a q-o-q comparison. As seen previously, apparel brands were the dominant retailer category in space take-up, with brands such as Brand Factory acquiring 31,000 sf in the newly opened North Plaza and Liverpool acquiring 8,400 sf flagship store on the Narol-Sarkhej Road. F&B retailers and those in the health and fitness category constituted the second biggest chunk in terms of leasing activity during the quarter.

Rents in malls and high street locations were already under pressure before the Covid-19 outbreak and the lockdown has kept rents at the same levels in Q2. Currently, very few property owners are offering discount to retailers and fewer have agreed for revenue sharing models for a short term only. Rents may rationalise in the medium term with retailers pushing for lower rents, though landlords are only accommodating rental deferments or waivers. Some high street locations may see downward pressure on rents due to over-supply through office retail complexes styled developments scheduled for completion in the upcoming quarters.

OPPORTUNITIES AND THREATS

Opportunities

The Rising Demand for Integrated Townships: With property prices sky-rocketing in cities and stagnant economic development opportunities, an increasing number of Indians are looking at Tier-II emerging cities. These cities not only present an affordable alternative to the metropolitan cities but also have good infrastructure and other factors working in their favour. Due to the availability of huge and affordable land parcels in the Tier-II emerging cities, it will be easier for developers to construct high-quality residential homes and townships at competitive prices than cities.

Innovations Offered by Builders: The last few years have witnessed major innovations in the real-estate sector. With the introduction of various reforms, the real-estate industry saw the exit of less serious players, leaving the market to the professional builders. Furthermore, builders have endeavored to innovate by offering theme-based projects like comfort homes, senior homes, kid-centric homes, and more to home buyers. The customers can choose from various themes to choose a project that perfectly matches their lifestyles. Additionally, amenities which enhance the value proposition of the offerings like smart lighting, 24x7 CCTV surveillance, power back-up, clubhouses, swimming pools, and outdoor parks, among others, which were considered as luxury few years back, have become mainstream now.

Increase in Real-Estate Sales and Launches: Post demonetisation, real-estate project launches and sales have grown significantly. One major shift in residential realty trends is the increase in demand for mid-segment and affordable housing, compared to luxurious, high-end properties. Other factors that

drove real-estate sales in the last year included: availability of a wide range of flexible payment plans from NBFCs and digital lenders, facilitating lower EMI rates to homebuyers; income tax rebates on home loans; CLSS; no floor rise cost; discounts and freebies offered by builders.

FDI in completed Housing Projects: The Government of India is reviewing its Foreign Direct Investment (FDI) Policy for the real estate factor to see if 100% overseas investment can be allowed in completed housing projects. If implemented, this will allow real estate companies to monetise completed projects amid the ongoing liquidity crisis aggravated by the Covid -19 pandemic, thus helping to revive an economically critical sector. There are only limited FDI norms can be further relaxed and housing is one of them.

Threats

Increase in input costs: Real estate is a capital and labour-intensive industry. For a housing project in a metro city, a developer needs over myriad regulatory approvals apart from registration with RERA Authority for beginning construction. This can take anywhere from several months to a year or even more. It not only delays a project but also increases the cost of the property by 10-20% for both buyers and developers.

Unattractive/Negative ROI: The returns on investments in residential real estate have dropped from two or even three-digit values to low single-digit or, in many locations, even negative returns over the last few years. This naturally keeps investors at bay whereas they need to be in the driver's seat for the market to revive. The ROI from housing currently clocks in at a meagre 2-3% even in the most favourable markets across Indian cities.

The Economic Slowdown: This has a direct correlation to employment creation and job security in India. Cash-conservation is the order of the day in a country where citizens are unsure of getting jobs, or job continuity. Inactivity in the economy and ensuing job insecurity is a sure-fire consumption killer.

Lack of Faith in Under-construction Properties: The massive burden of heavily delayed and terminally stuck housing projects on the market is both a cause and effect when it comes to low homebuyer sentiment. Under-construction homes were previously Indian homebuyers' default choice due to the more competitive prices.

Decline in Bank Credit: Developers face a major challenge with funding. Lack of industry status does not allow developers to access funds at an affordable rate (except for affordable projects). India's banking liquidity crunch has also extended to the real estate sector. Developers look to non-bank lenders for funding as

traditional financiers struggle under bad loans. But following the Government's seizure of bank IL&FS, NBFC lending has also been facing troubled times.

Shortage of Skills and Technology: Real estate is grappling with shortage of skilled professionals, which many times results in project delays. Substantial investment in technology and skill development is essential to ensure growth and development of the real estate sector. For faster completion of projects, it is imperative to invest in skill development and training of primary construction workers.

BUSINESS OVERVIEW

Ganesh Housing Corporation Limited (earlier known as Ganesh Housing Finance Corporation Limited) is a flagship company of the Ganesh Group. GHCL was incorporated as a Public Limited Company on 13th June, 1991. The Company's equity shares are listed on prominent stock exchanges like BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

GHCL has built a strong presence in and around the city of Ahmedabad. It has taken the Company a lot of sweat and perseverance to climb up the ladder of success. Today, GHCL has developed and sold over 22 million sq. ft. of real estate space, with

another 2.5 million sq. ft. currently under development. GHCL has one of the largest developable land bank in the city, with more than 50 million sq. ft. of space.

GHCL specialises in the residential sector, with a focus on the mid and higher income segment of the market. It has also seamlessly entered the commercial, retail and township format of the industry. GHCL plans to expand its expertise in these segments in order to continuously offer better spaces to its customers.

FINANCIAL PERFORMANCE CONSOLIDATED

INCOME: Total Income increased to ₹ 277.33 crores in 2019-2020 from ₹ 267.21 crores in 2018-2019.

EBITDA: Earnings Before Interest, Tax and Depreciation decreased to ₹ (50.41) crores in 2019-2020, from ₹ 76.99 crore in 2018-2019.

PAT: Profit After Tax decreased to ₹ (119.62) crores in 2019-2020 from ₹ 26.55 crores in 2018-2019.

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefor:

RATIOS	2019-20	2018-19	Diff	Δ in %	REMARKS
Debtors Turnover Ratio	3.26	2.45	0.81	32.82%	Debtors Turnover Ratio has improved of an account of realizations from Debtors.
Inventory Turnover Ratio	0.51	0.32	0.19	59.26%	Inventory Turnover Ratio has improved with the conversion of Inventory into Sales realizations.
Interest Coverage Ratio	-0.63	0.84	-1.47	175.00%	Interest Coverage Ratio has declined due to fall in EBITDA on account of less than expected realizations from the sales.
Current Assets	3.40	3.45	-0.05	-1.47%	Current Ratio has improved with the conversion of Inventory into Sales realization and reduction in debtors.
Debt Equity Ratio	0.91	1.08	-0.17	-15.66%	Debt Equity ratio has improved with the further reduction in Debt Liabilities.
Operating Profit Margin	-19.08%	28.62%	47.70%	166.67%	Operating Profit Margin Ratio has declined due to fall in EBIT on account of less than expected realizations from the sales.
Net Profit Margin	-43.50%	10.17%	53.67%	527.84%	Net Profit Margin Ratio has declined due to fall in PAT on account of less than expected realizations from the sales.
Return on Net worth	-16.68%	3.16%	19.84%	627.74%	Return on Net Worth has declined on account of decline in PAT on account of less than expected realizations from the sales.

Human resource

People remain the most valued asset of Ganesh Housing. The Company follows a policy of building strong teams of talented professionals by getting the right talent to support different products and geographies. The Company takes effective steps to retain the talent. Building on its capabilities, the Company has built an open, transparent, and meritocratic culture to nurture its human capital. It also consciously keeps a sharp focus on Employee Engagement.

The Company's Human Resource is commensurate with its size, nature, and operations. As on 31st March 2020, the Company's total employee strength (directly and indirectly) stood at 127.

Internal control system

Ganesh Housing identified new risks and re-evaluated old risks during the year, in the process of considering risk mitigating strategies. Some of the risks that the Company's core businesses are exposed to include credit risk, market risk, operational risk, and legal risk. It is also exposed to specific risks related to the management of investments and the environment within which it operates. The Company manages cost escalation risk through processes aimed at optimising costs through suppliers and through rigorous contracts and procurement. To manage project execution risk, Ganesh Housing evaluates track records and performance capabilities to ensure the right contracts are on board. As a part of the monitoring

system, a project review is done every week on timelines and budgets to evaluate project cost and costs to completion.

Cautionary Statement

The Management Discussion and Analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward-looking within the meaning of applicable laws and regulations. The statements in this Management Discussion and Analysis section of the report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

ANNEXURE C

CORPORATE GOVERNANCE REPORT

1. CORPORATE GOVERNANCE PHILOSOPHY:

Corporate Governance has been framed with the aim of adopting the best management practices, compliance of law and adherence to ethical standards to achieve the Company's objective of increasing the value of stakeholders and retention of investors' trust based on transparency, integrity, professionalism and accountability.

The Corporate Governance philosophy of the Company has been further strengthened with the adoption of Code of Conduct for Board and Senior Management Personnel and Code of Conduct for Prevention of Insider Trading for its Directors and Designated Employees as also a Code of Corporate Disclosure Practices. Thus, the Company, through its Board, Committees and Senior Managerial Personnel endeavor to strike and deliver the highest governing standards for the benefits of its Stakeholders.

2. BOARD OF DIRECTORS

Composition and Category of Board of Directors as on 31st March, 2020:

The Board of Directors of the Company have an optimum combination of Executive and Non-executive Directors and is in conformity with the provisions of Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI LODR"]. The Board of the Company comprises of Six (6) Directors – Two (2) Promoter Executive Directors, One (1) Promoter Non-executive Director and Three (3) Non-Executive Independent Directors, of whom three are Independent Directors. The current strength of Board includes one Woman Director as required under applicable provisions.

Confirmation and Certification:

On an annual basis, the Company obtains from each director, details of the Board and Board Committee position he/she occupies in other Companies, and the changes, if any, regarding their directorship. Based on the said declarations, as on 31st March, 2020, none of the Directors on the Board are Members of more than Ten (10) Committees or Chairman of more than Five(5) Committees across all the public companies in which they are Directors.

The Company has obtained a Certificate as required under part C of Schedule V of SEBI LODR from Mr. Anand Lavingia (CP No. 11410), Company Secretary in Practice, confirming that

none of the directors of the Company have been debarred or disqualified from being appointed or continuing as a Directors of Companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs or such authority and the same was placed before the Board of Directors at their meeting held on 25th July, 2020 which forms part of this report as *Annexure-I*.

Independent Directors:

In the opinion of the Board this is to confirm that the Independent Directors of the Company meet all the criteria mandated by SEBI LODR and the Companies Act 2013 and are independent of the management. As per the declarations received from Independent Directors as on 31st March, 2020, none of the Independent Directors serve as Independent Director of more than Seven (7) Listed Companies. Moreover, none of the Independent Directors hold positions as Whole-time Director of any listed Company.

The meeting of Independent Directors was held on 7th March, 2020, without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at the said meeting wherein they: –

- (i) reviewed the performance of Non-Independent Directors and the Board as a whole;
- (ii) reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- (iii) assessed the quality, quantity and timeliness of flow of information between the Company's Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

During the year under review, none of the Independent Directors resigned from the company.

Performance Evaluation criteria for Directors:

The Nomination and Remuneration Committee has devised criteria for evaluation of the performance of the Directors including Independent Directors and the same forms part of Directors' Report. The said criteria provides certain parameters like preparedness on the issue/ matters to be discussed, meaningful and constructive contribution and inputs in meetings, etc., which is in compliance with applicable laws, regulations and guidelines.

Familiarization Programmes:

The Company has formulated a policy to familiarise the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes. The details of such familiarization programmes are disclosed on the website of the company and the web link for the same is <http://www.ganeshhousing.com/wp-content/pdf/ghcl-familiarization-programme-of-ids.pdf>.

Succession Planning:

The Nomination and Remuneration Committee believes that sound succession plans for the senior leadership are very important for creating a robust future for the Company. The Committee works along with the Human Resource team of the Company for a proper leadership succession plan.

Board Meetings:

During the financial year 2019-2020, the Board of Directors met for Six (6) times viz. 30th May, 2019; 19th July, 2019; 14th August, 2019; 28th September, 2019; 14th November, 2019; and 14th February, 2020.

During the year under review the Company passed resolutions by circulation dated 29th August, 2019 and 18th March, 2020, respectively which was subsequently placed before the meeting of Board of Directors of the Company.

The procedures with respect to Board Meetings and the Meetings of the Committees thereof and passing of resolution by circulation are in compliance with the requirements of the Companies Act, 2013, SEBI (LODR) Regulations, 2015, Secretarial Standard on Meetings of Board of Directors (SS-1) and other applicable laws and regulations.

Attendance of each Director at the Board Meetings, last Annual General Meeting and the number of other Board/ Committees in which he/she is a Member/ Chairman:

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the financial year and the number of Directorship(s) and Committee Chairmanship(s)/Membership(s) held by them in other companies is given below. Other Directorships do not include Alternate Directorships, Directorships of Private Limited Companies, Section 8 Companies and Foreign Companies.

Name of Director	Category/ Nature of Director-ship	Attendance Particulars		No. of Direc- torships in other Public Com- panies#	*Committee Membership/ Chairmanship of other Companies		No. of Shares held in the Company along with (%) of the paid up Capital	Directorship held in other listed Companies	Inter-se relation- ship
		Board Meeting	Last AGM		Mem- ber	Chair- man			
Dipakkumar G. Patel	Chairman & Whole-time Director	6 of 6	Yes	2	1	--	11758752 (23.89%)	Not Applicable	Father of Aneri D. Patel and Brother of Shekhar G. Patel
Shekhar G. Patel	Managing Director	6 of 6	Yes	4	--	2	13306662 (27.03%)	Not Applicable	Brother of Dipakkumar G. Patel and Uncle of Aneri D. Patel
Aneri D. Patel	Non-executive Director	6 of 6	Yes	--	--	--	200000 (0.41%)	Not Applicable	Daughter of Dipakkumar G. Patel and Niece of Shekhar G. Patel
Bharat J. Patel	Independent Director	6 of 6	No	1	--	--	Nil	Not Applicable	---
Tarang M. Desai	Independent Director	5 of 6	Yes	2	1	Nil	9000	Independent Director in Sadbhav Engineering Limited	---
Ashish H. Modi	Independent Director	6 of 6	Yes	4	1	1	3000	Independent Director in Vadilal Enterprises Limited, Vadilal Chemicals Limited and Shrenik Limited	---

#Public companies includes private companies which are subsidiaries of public company

*For the purpose of above only Audit and Stakeholders' Relationship Committee is taken into consideration.

Code of conduct for the Board of Directors and Senior Management Personnel:

In terms of Regulation 17(5) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has adopted the Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The compliance of the said code has been affirmed by them annually. The Code of Conduct also includes the duties of Independent Directors. A copy of the Code has been put up on the Company's website www.ganeshhousing.com. A declaration signed by the Managing Director of the Company is as under:

DECLARATION ON CODE OF CONDUCT

This is to declare that the Company has adopted a Code of Conduct for its Board Members and the Senior Management Personnel and the same is available on the Company's website.

I confirm that the Company has in respect of the Financial Year ended 31st March, 2020, received a declaration of compliance with the Code of Conduct from the SENIOR MANAGEMENT PERSONNEL of the Company and the members of the Board.

Shekhar G. Patel

Managing Director

(DIN: 00005091)

Ahmedabad, 25th July, 2020

Skills/expertise/ competencies of Board of Directors:

The following is the list of core skills/expertise/competencies identified by the Board of Directors as required in the context of the company's aforesaid business for it to function effectively and those available with the board as a whole.

Sr. No.	Core Skill/ Expertise/ Competencies	Explanations
1.	Leadership & Strategic Planning	Experience in driving business in existing market and leading management teams to make decisions in uncertain environments based on practical understanding, appreciation and understanding of short-term and long-term trends.
2.	Knowledge	Understand the Company's business, policies, and culture (including its mission, vision, values, goals, current strategic plan, governance structure, potential opportunities) and knowledge of the industry in which the Company operates.
3.	Corporate Governance	Experience in developing governance practices and observing the same, accountability and insight to the best interests of all stakeholders, driving corporate ethics and values.
4.	Financial	Leadership in financial management, proficiency in complex financial planning and execution whilst understanding the short-term and long term objective of the Company and maintaining cordial relationship with various Bankers, Financial Institutions and NBFCs.
5.	Legal & Regulatory Expertise	Understanding the complex web of multiple legal regulations, for undertaking the best decision under the ambit of law, updation of such skills and monitoring of person performing such functions.

In terms of the requirement of the Listing Regulations, the Board has identified the core Skills/expertise/competencies of the Directors in the context of the Company's business for effective functioning and as available with the Board. These are as follows;

	DGP	SGP	ADP	BJP	TMD	AHM
Leadership & Strategic Planning	√	√	√	√	√	√
Knowledge	√	√	√			√
Corporate Governance	√	√	√			
Financial	√	√	√			√
Legal & Regulatory Expertise	√	√	√			

Note: DGP – Mr. Dipakkumar G. Patel, SGP – Mr. Shekhar G. Patel, ADP – Ms. Aneri Dipakkumar Patel, BJP – Mr. Bharat Jayantilal Patel, TMD – Mr. Tarang Madhukar Desai, AHM - Mr. Ashish Harishkumar Modi

Board Committees:

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has Four (4) committees i.e. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided in detailed hereinafter.

There were no instances during the financial year 2019-2020, wherein the Board had not accepted recommendations made by any committee of the Board.

3. AUDIT COMMITTEE

The purpose of the Committee is to assist the Board in fulfilling its overall responsibilities of monitoring financial reporting processes, reviewing the Company's established systems and processes for internal financial controls, governance and reviewing the Company's statutory and internal audit activities. The Committee carries out its functions as per the powers and roles given under Regulation 18 of SEBI LODR read with Part C of Schedule II and Companies Act, 2013.

Powers, Terms of Reference and Role of Committee

The Powers, Terms of reference and Role of Audit Committee as provided under Section 177 of Companies Act, 2013, and the SEBI LODR, is as under:

a. Powers of Committee:

The Committee-

- (1) May call for comments of auditors about internal control system, scope of audit, including observations of auditors and review of financial statement before their submission to board;
- (2) May discuss any related issues with internal and statutory auditors and management of the Company;
- (3) To investigate into any matter in relation to above items or referred to it by Board;
- (4) To obtain legal or professional advice from external sources and have full access to information contained in the records of the Company;

- (5) To seek information from any employee;
- (6) To secure attendance of outsiders with relevant expertise, if it considers necessary;
- (7) Any other power as may be delegated to the Committee by way of operation of law.

b. Terms of Reference:

- (1) Review and monitor the auditors' independence and performance, and effectiveness of audit process;
- (2) Examination of the financial statement and auditors' report thereon;
- (3) Approval or any subsequent modification of transactions of the company with related parties'
- (4) Scrutiny of inter-corporate loans and investment;
- (5) Valuation of undertakings or assets of the company, wherever it is necessary;
- (6) Evaluation of internal financial controls and risk management systems;
- (7) Monitoring the end use of funds raised through public offers and related matters
- (8) Any other matters as prescribed by law from time to time.

c. Role of Committee:

The role of the Audit Committee shall include the following:

- (1) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- (3) Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;



- Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgment by management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Qualifications in the draft audit report.
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 - (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 - (7) Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 - (8) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 - (9) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - (10) Discussion with internal auditors of any significant findings and follow up there on;
 - (11) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 - (12) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - (13) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - (14) To review the functioning of the Whistle Blower mechanism (i.e. Vigil Mechanism);
 - (15) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 - (16) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- d. Review of Information by the Committee:**
- The Audit Committee shall mandatorily review the following information:
- (1) Management discussion and analysis of financial condition and results of operations;
 - (2) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - (3) Management letters/ letters of internal control weaknesses issued by the statutory auditors;
 - (4) Internal audit reports relating to internal control weaknesses; and
 - (5) The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.
- Composition of Committee, Meeting and Attendance of each Member at Meetings:**
- During the Year under review, the Committee met Four (4) times viz. 30th May, 2019; 14th August, 2019; 14th November, 2019 and 13th February, 2020. The time gap between any two meetings was less than four months.
- The Audit Committee was reconstituted on 1st October, 2019 on appointment of Dr. Bharat J. Patel, Independent Director of the Company as a member of the Committee.

The names of the members of the Audit Committee, and its Chairman, and details of meetings attended by them during the year are stated hereunder:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	4	4
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	4	3
Mr. Shekhar G. Patel	Managing Director	Member	4	3
Dr. Bharat J. Patel*	Independent and Non-Executive Director	Member	4	2

*Note: appointed with effect from 1st October, 2019.

The Company Secretary of the Company acts as a Secretary to the Committee. The Constitution of the Audit Committee is in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI LODR.

4. NOMINATION AND REMUNERATION COMMITTEE:

The role of Committee is as prescribed under Regulation 19 of SEBI LODR read with Part D of Schedule II. The Remuneration Policy and criteria for evaluation of Independent Directors and Board is available on the website of the Company viz. www.ganeshhousing.com.

The Board of Directors of the company at their duly convened meeting held on 28th March, 2019 approved the change in terms of reference of Nomination and Remuneration Committee w.e.f. 1st April, 2019.

Terms of reference:

- (1) Identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down;
- (2) Recommend to Board their appointment and removal;
- (3) Formulation of criteria for evaluation of Independent Directors and the Board;
- (4) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors
- (5) Shall specify the manner for effective evaluation of every performance of Board, its Committee and individual directors to be carried out either by Board, by Nomination and Remuneration Committee or by independent external agency and review its implementation and compliance;
- (6) Formulate criteria for determining qualifications, positive attributes and independence of a director and recommend the Board, a Policy, relating to the remuneration for the directors, KMP and other employees;
- (7) Devising a policy on diversity of Board of Directors;
- (8) Recommend to the board, all remuneration, in whatever form, payment to senior management.

Explanation: Senior Management means personnel who are members of the core management team excluding BOD comprising all members of management one level below the executive directors, including functional heads.

Composition of Committee, Meeting and Attendance of each Member at Meetings:

During the year under review, the Committee met twice viz. 29th May, 2019 and 28th September, 2019.

The names of the members of the Committee, its Chairman and the details of meetings attended by them are stated hereunder:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	2	2
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	2	2
Ms. Aneri D. Patel	Promoter and Non-Executive Director	Member	2	2

Remuneration of Directors:

The remuneration paid to the Executive Directors viz. Managing Director and Whole-time Director of the Company is recommended by Nomination and Remuneration Committee and approved by the Board of Directors as well as the Shareholders of the Company. The remuneration of the Executive Directors has two components: fixed pay and variable pay. While the fixed pay is paid to the Directors on monthly basis, variable pay includes Commission payable to executive directors which is based on Net Profit of the Company as calculated under Section 198 of Companies Act, 2013 read with Schedule V to the Act.

The details of remuneration and perquisites paid to managerial personnel for the Financial Year 2019-2020 are given below:

Name of Director	Remuneration (p.a.) (₹ in lakhs)	Commission	Perquisites (p.a.) (₹ in lakhs)	Tenure
Dipakkumar G. Patel Whole-time Director	120.00	--	2.12	5 years (Mr. Dipakkumar G. Patel was re-appointed as Whole-time Director of the Company w.e.f. 1 st October, 2017 up to 30 th September, 2022 which was approved by the Members at its meeting held on 27 th September, 2017)
Shekhar G. Patel Managing Director	120.00	--	1.93	5 years (Mr. Shekhar G. Patel was re-appointed as Managing Director of the Company w.e.f. 1 st July, 2019 up to 30 th June, 2024 which was approved by the members at its meeting held on 14 th September, 2019)

In terms of approval granted by the shareholders of the Company at the 28th Annual General Meeting held on 14th September, 2019, Mr. Shekhar G. Patel is entitled to a remuneration of ₹ 10,00,000/- p.m. plus perquisites and allowances for a period from 1st July, 2019 to 30th June, 2022 and Mr. Dipakkumar G. Patel is entitled to a remuneration of ₹ 10,00,000/- p.m. plus perquisites and allowances for a period from 1st April, 2019 to 31st March, 2022.

Further, during the financial year under review, the Company has incurred losses and the remuneration paid to both the executive directors is within the limits prescribed under Schedule V to the Companies Act, 2013, as permitted in terms of the shareholders' approval by way of Special Resolution read with the applicable provisions of the Companies Act, 2013.

According to the terms of appointment the above mentioned Directors are entitled to commission of 1% on the net profits of the Company calculated as per the provisions of Sections 197 and 198 of the Companies Act, 2013. During the year under review, no commission was paid to the Directors in view of the loss incurred.

Apart from sitting fees, non-executive directors do not receive any other remuneration except in their professional capacity. Further, the non-executive directors are paid sitting fees within the limits as stipulated under Section 197 of Companies Act, 2013, for attending Board/Committee Meetings. Sitting Fees paid to Directors does not require the approval of Shareholders and Central Government. During the year under review, non-executive directors were paid Sitting Fees as under:

Name of Directors	Amount (₹ in lakhs)
Ms. Aneri D. Patel	0.17
Dr. Bharat J. Patel	0.17
Dr. Tarang M. Desai	0.26
Mr. Ashish H. Modi	0.26
Total	0.86

5. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The role of Stakeholders Relationship Committee has been specified as per Regulation 20 of SEBI LODR read with Part D of the Schedule II thereof.

The Board of Directors of the company at their duly convened meeting held on 28th March, 2019 approved the change in terms of preference of Stakeholders Relationship Committee w.e.f. 1st April, 2019.

Role/Terms of Reference:

- Consider and resolve the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;
- Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company.

Composition of Committee, Meetings and Attendance of each Member at Meetings:

During the Year under review the Committee held Four (4) meetings viz. 10th May, 2019; 29th June, 2019; 28th September, 2019 and 26th December, 2019. Further, the Committee consists of following:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Ashish H. Modi	Independent and Non-Executive Director	Chairman	4	4
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	4	3
Mr. Shekhar G. Patel	Managing Director	Member	4	4

Name and Designation of Compliance Officer

Ms. Priti Kapadia, Company Secretary of the Company acts as the Compliance Officer.

Details of complaints received and redressed:

Number of complaints outstanding as on 01/04/2019	:	00
Number of complaints received from the investor from 01/04/2019 to 31/03/2020	:	82
Number of complaints solved to the satisfaction of the Investors as on 31/03/2020	:	77
Number of complaints pending as on 31/03/2020	:	05

6. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE:

As required under section 135 of the Companies Act, 2013 the company has formed a CSR committee consisting of three (3) members.

Terms of Reference:

- formulate and recommend to the Board, a Corporate Social Responsibility Policy as per the contents provided under Companies (Corporate Social Responsibility) Rules, 2014 (as amended from time to time) which shall indicate the activities to be undertaken by the company as specified in Schedule VII (as amended from time to time);
- recommend the amount of expenditure to be incurred on the activities; and
- monitor the Corporate Social Responsibility Policy of the company from time to time.

Meeting and Attendance of each Member at Meetings:

The committee met Four (4) times during the financial year ended 31st March, 2020 viz. 29th May, 2019; 28th September, 2019; 26th December, 2019 and 7th March, 2020. The attendance record of the members at the meeting was as follows:

Name	Category	Position	Meetings	
			Held	Attended
Mr. Dipakkumar G. Patel	Chairman & Whole-time Director	Chairman	4	4
Mr. Shekhar G. Patel	Managing Director	Member	4	4
Dr. Tarang M. Desai	Independent and Non-Executive Director	Member	4	4



7. SUBSIDIARY COMPANIES:

As on 31st March, 2020, the Company has Two (2) Subsidiary Companies viz. Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited) and Gatil Properties Private Limited out of which none is listed on any stock exchanges. Both the Subsidiaries are covered under the criteria of material non-listed Indian Subsidiary Company as defined under Regulation 16(1)(c) of SEBI LODR. Accordingly, Mr. Ashish H. Modi, Independent Director of the Company is on the Board of Directors of Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited) and Dr. Tarang M. Desai, Independent Director of the Company is on the Board of Gatil Properties Private Limited. The Company has formulated policy for determining 'material' subsidiaries which has been disclosed on the website of the Company. The web link of the policy is <http://www.ganeshhousing.com/wp-content/pdf/policy-on-material-subsidiaries.pdf>.

Further, the financial statements of said Unlisted Subsidiary Companies were reviewed by the Audit Committee of the Company. The Company has neither disposed of any shares nor sold, disposed and lease any assets of material subsidiary. The Minutes of the Meetings of Board of Directors of Subsidiary Companies have been regularly placed before the Board of the Company. A statement of all the significant transactions and arrangements, if any, entered into by the unlisted subsidiary companies were periodically brought to the attention of Board of Directors of the Company.

Further, the Company is in compliance with Regulation 24A of the SEBI LODR. The Company's unlisted material subsidiaries viz. Madhukamal Infrastructures Private Limited (Formerly known as Essem Infra Private Limited) and Gatil Properties Private Limited undergo Secretarial Audit. Copy of Secretarial Audit Reports of these subsidiaries is available on the website of the Company. The Secretarial Audit report of these subsidiaries does not contain any qualification, reservation or adverse remark or disclaimer.

8. RELATED PARTY TRANSACTIONS

During the year under review, none of the transactions with related parties required approval of Board or members within the ambit of Section 188(1) of the Companies Act, 2013. All the related party transactions entered were in the ordinary course of business and are bench mark for arm's length which was approved by Audit Committee. The disclosure on material transactions are based on threshold of 10% of consolidated turnover for the financial year and considering the continuous nature of transactions for which approval of Board has already been obtained in any of the previous financial year(s) and disclosed in AOC-2 of respective financial

year(s) and/or wholly-owned subsidiary are exempt for the purpose of sub-section (1) of Section 188 of the Act, hence disclosure under AOC-2 is not applicable.

The details of related party transactions in terms of sub-regulation (8) of Regulation 23 of SEBI LODR as required by the Indian Accounting Standards (IND AS-24) has been made in the notes to the Standalone and Consolidated Financial Statements. Further, during the year under review there was one materially significant transaction (based on cumulative holding), for which approval of members has been received by way of Special Resolution passed at the 27th Annual General Meeting of the members of the Company held on 29th September, 2018.

The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web link of the policy is <http://www.ganeshhousing.com/wp-content/pdf/policy-on-related-party-transaction.pdf>.

9. WEBSITE

The Company ensures dissemination of applicable information under Regulation 46(2) of the SEBI LODR on the Company's website viz. www.ganeshhousing.com. A separate section on 'Investors' on the website contains details relating to the financial results declared by the Company, annual reports, code and policies adopted under SEBI LODR, presentations made by the Company to investors, shareholding patterns and such other material information which is relevant to shareholders.

10. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company as per the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

The Board of Directors of the company at their duly convened meeting held on 28th March, 2019 approved the revision in the Code of Conduct for prevention of Insider Trading pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2018, w.e.f. 1st April, 2019.

11. CREDIT RATINGS AND ANY REVISION THERETO:

The Company has not issued any debt instruments and does not have any fixed deposit programme or any scheme or proposal involving mobilization of funds in India or abroad during the financial year ended 31st March, 2020. During the year under review the rating given by Brickwork Ratings India Pvt. Ltd. for long-term borrowings of the Company was revised thrice to BWR BBB- (Stable), BWR BB+ (Negative) and BWR BB- (Negative).

12. GENERAL BODY MEETINGS:

Details of last three Annual General Meetings are as follows:

Year	Date	Time	Venue
2016-2017	27 th September, 2017	3.00 p.m.	Ganesh Corporate House, 100 feet, Hebatpur-Thaltej Road, Nr. Sola Bridge, Off. S. G. Highway, Ahmedabad 380 054
2017-2018	29 th September, 2018	3.00 p.m.	Ganesh Corporate House, 100 feet, Hebatpur-Thaltej Road, Nr. Sola Bridge, Off. S. G. Highway, Ahmedabad 380 054
2018-2019	14 th September, 2019	3.00 p.m.	Ganesh Corporate House, 100 feet, Hebatpur-Thaltej Road, Nr. Sola Bridge, Off. S. G. Highway, Ahmedabad 380 054

Special Resolutions

Nine (9) Special Resolutions were put through in the last three years' Annual General Meetings.

No Extra Ordinary General Meeting was held during the year 2019-2020.

Postal Ballots

No Special Resolution was passed during the year 2019-2020 by the way of postal ballot. Further, no special resolution is proposed to be passed.

safeguards against victimization of director(s) / Employee(s) who avail of the mechanism and also provide for direct access to the Chairman of the Audit Committee in exceptional cases. The details of establishment of such mechanism have been disclosed in the Board's Report. Further, the Policy on Vigil Mechanism is available on the website of the Company on the web-link <http://www.ganeshhousing.com/wp-content/pdf/vigil-mechanism.pdf>. It is affirmed that no personnel has been denied access to Audit Committee during the financial year 2019-20.

13. DISCLOSURE

(a) Material Related Party Transaction:

During the year 2019-2020, there was no materially significant related party transaction that may have potential conflict with the interests of the Company at large. Attention of members is drawn to the disclosure of transactions with the related parties set out in Notes to Accounts - Note No. 43, forming part of the Annual Report.

(b) Disclosure of Compliance with Corporate Governance requirements under Regulations 17 to 27 and Regulation 46(2)(b) to (i)

All complied except Regulation 21 and Regulation 25(6) which are not applicable to the Company.

(c) Compliances

There were neither any instances of non-compliance by the Company nor there were any penalties or strictures imposed on the Company by the Stock Exchange/(s) or SEBI or any statutory authority, on any matter related to Capital Markets, during the last three years.

(d) Whistle Blower

The Company has established a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethic policy. The said mechanism also provides for adequate

(e) Risk Management

Business risk evaluation and management is an ongoing process within the Company. During the year under review, the Management reviewed the risk management and minimization procedure adopted by the Company covering the business operations of the Company.

(f) Proceeds from public issues, rights issues, preferential issues etc.

During the year under review, the Company has not raised any proceeds from public issue, right issue, preferential issues, etc.

The Company has not raised funds through preferential allotment or qualified institutional placement, hence the details as specified under Regulation 32(7A) of SEBI LODR is not mentioned under this report.

(g) CEO/ CFO Certification

In terms of Regulation 17(8) read with part B of Schedule II of SEBI LODR, the Certification by CEO and CFO has been obtained and the said certification has been placed before the Board Members of the Company for perusal.

(h) Accounting treatment

In the preparation of the financial statements, the Company has followed the Accounting Standards

referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

(i) Secretarial Compliance Report

SEBI vide its Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 read with Regulation 24(A) of the Listing Regulations, directed listed entities to conduct Annual Secretarial compliance audit from a Practicing Company Secretary of all applicable SEBI Regulations and circulars/guidelines issued thereunder. The said Secretarial Compliance report is in addition to the Secretarial Audit Report by Practicing Company Secretaries under Form MR – 3 and is required to be submitted to Stock Exchanges within 60 days of the end of the financial year.

Accordingly, the Company has engaged the services of Mr. Anand Lavingia (CP No. 11410), Practicing Company Secretary and Secretarial Auditor of the Company for providing this certification. The Company is publishing the said Annual Secretarial Compliance Report, on voluntary basis and the same has been annexed as Annexure D2 to the Board's Report forming part of this Annual Report.

(j) Total fees paid to Statutory Auditors of the Company

Total fees of ₹ 2,02,000/- (Rupees Two Lakhs Two Thousand only) plus GST for financial year 2019-2020, for all services, was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part.

(k) Disclosure relating to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an effective mechanism for dealing with complaints relating to sexual harassment at workplace. The details relating to the number of complaints received and disposed of during the financial year 2019-2020 are prescribed under Board's Report forming part of this Annual Report.

(l) Details of Compliance with mandatory requirements and adoption of non-mandatory requirements

The Company has complied with the applicable mandatory requirements as specified under Regulation

15 of SEBI LODR. The Company has adopted following non-mandatory requirements as prescribed under Regulation 27(1) read with Part E of Schedule II of the SEBI LODR.

The Board: Since the company does not have a non-executive chairman it does not maintain such office.

Shareholders Rights: The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website viz. www.ganeshhousing.com. Hence, these are not individually sent to the Shareholders.

Modified Opinion(s) in audit report: There is no modified opinion given in the Auditors' Report on Financial Statements.

Reporting of Internal Auditor: The internal auditor directly reports to audit committee.

14. MEANS OF COMMUNICATION

Intimation to Stock Exchange(s) - Your Company believes that all the stakeholders should have access to up-to date information about the Company. All information, which could have a material bearing on the share prices, is released at the earliest to the BSE Limited and National Stock Exchange of (India) Ltd. in accordance with the requirements of SEBI LODR through BSE Corporate Compliance & Listing Centre (the "Listing Centre") and NSE Electronic Application Processing System (NEAPS) respectively.

Newspapers-The financial results and other communications of the Company were normally published in 'Financial Express (English)' and 'Financial Express (Gujarati)'.

Website - The financial results were also displayed on the Company's website viz. www.ganeshhousing.com. The Company also keeps on updating its website with other relevant information, as per statutory requirements.

The company updates official news releases and any presentations made to the institutional investors or analysts, if any, by intimating Stock Exchanges and also publishing the same on its official website viz. www.ganeshhousing.com.

SEBI Complaints Redress System (SCORES) - The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are: centralised database of all complaints, online upload of Action Taken Reports (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

Designated Exclusive email-ID: The Company has exclusively designated email-id viz. investors@ganeshhousing.com for investor servicing.

15. GENERAL SHAREHOLDERS INFORMATION

A. Date, time and venue of 29th Annual General Meeting of

Ganesh Housing Corporation Limited [CIN: L45200GJ1991PLC015817]

On Wednesday, 30th September, 2020 at 3.00 p.m.

This meeting will be conducted through Video Conferencing/ Other Audio Visual Means as directed by Ministry of Corporate Affairs. Hence venue of the meeting is not mentioned.

B. Financial Year

The year under review is for Twelve (12) months from 1st April, 2019 to 31st March, 2020

C. Financial Calendar:

(Tentative and subject to change for the financial year 2020-2021)

Quarter ending	Release of Results
30 th June, 2020	Second week of August, 2020
30 th September, 2020	Second week of November, 2020
31 st December, 2020	Second week of February, 2021
31 st March, 2021	End of May, 2021
Annual General Meeting for the year ending 31 st March, 2021	End of September, 2021

D. Date of Book Closure:

23rd September, 2020 (Wednesday) to 29th September, 2020 (Tuesday) (Both the days inclusive)

E. Dividend Payment Date:

During the year under review, Board has not recommended any dividend.

F. Details of Stock Exchanges where listed:

BSE Limited	National Stock Exchange of India Ltd.
Phiroze Jeejeebhoy Towers	Exchange Plaza, Plot No. C/1, G Block,
Dalal Street, Mumbai – 400 001	Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
Scrip Code - 526367	Company Symbol - GANESHHOUC
Scrip ID – GANESHOUUC	
Scrip forms part of Group/ Index	
B / S&P BSE SmallCap	
ISIN Equity shares NSDL/CDSL - INE 460 C 01014	

Listing fees for the financial year 2020-2021 have been paid to the aforesaid Stock Exchanges.

The Company has also paid Annual Custodial Fees for financial year 2020-2021 to Central Depository Services (India) Limited (CDSL) and National Securities Depository Limited (NSDL).

G. Market Price Data:

The Monthly high/low and the volume of the Company's shares traded on stock exchanges and the Monthly high /low of the said exchanges are as follows:

Month	Company			BSE	
	High (in ₹)	Low (in ₹)	Volume (Nos.)	Sensex (High)	Sensex (Low)
April 2019	72.25	58.00	323515	39,487.45	38,460.25
May 2019	65.00	49.20	220027	40,124.96	36,956.10
June 2019	58.60	43.10	53324	40,312.07	38,870.96
July 2019	50.70	29.00	112283	40,032.41	37,128.26
August 2019	42.85	28.10	158139	37,807.55	36,102.35
September 2019	47.00	32.45	153635	39,441.12	35,987.80
October 2019	41.00	27.30	123490	40,392.22	37,415.83
November 2019	39.90	28.60	93571	41,163.79	40,014.23
December 2019	34.00	28.00	67300	41,809.96	40,135.37
January 2020	51.00	31.45	187898	42,273.87	40,476.55
February 2020	39.50	28.50	58782	41,709.30	38,219.97
March 2020	29.70	17.50	38492	39,083.17	25,638.90

Month	Company			NSE	
	High (in ₹)	Low (in ₹)	Volume (Nos.)	Nifty 50 (High)	Nifty 50 (Low)
April 2019	72.60	57.15	1757710	11,856.15	11,549.1
May 2019	63.20	50.50	814255	12,041.15	11,108.3
June 2019	59.05	43.05	417801	12,103.05	11,625.1
July 2019	49.65	29.00	837606	11,981.75	10,999.4
August 2019	42.95	28.00	724519	11,181.45	10,637.15
September 2019	47.00	32.10	865673	11,694.85	10,670.25
October 2019	40.00	31.50	545853	11,945	11090.15
November 2019	39.60	29.10	724315	12,158.8	11,802.65
December 2019	33.90	28.10	528270	12,293.9	11,832.3
January 2020	49.85	31.5	1346618	12,430.5	11,929.6
February 2020	38.95	28.35	285095	12,246.7	11,175.05
March 2020	29.65	17.35	1169936	11,433	7,511.1

H. Registrar and Transfer Agents:

M/s. MCS Share Transfer Agent Limited, 101 Shatdal Complex, Opp. Bata Show Room, Ashram Road, Ahmedabad – 380 009, Tel. Nos. 079 - 26580461, 26580462, 26580463. E-mail: mcsstaahmd@gmail.com.

I. Share Transfer System

In terms of Regulation 40(1) of SEBI LODR, as amended, securities can be transferred only in dematerialization form w.e.f. 1st April, 2019, except in case of request received for transmission or transposition of securities. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Transfer of shares in electronic form is effected by the depositories with no involvement of the Company.

J. Distribution of shareholding (As on 31st March, 2020)

(a) On the basis of Nominal value of each Share held

Range of No. of Equity Shares	No. of Shareholders	Percentage to total Shareholders	No. of shares held	Percentage to total shares held
Up to 500	17797	84.30	2288641	4.65
501-1000	1596	7.56	1274960	2.59
1001-2000	813	3.85	1227962	2.50
2001-3000	257	1.22	647270	1.32
3001-4000	114	0.54	409718	0.83
4001-5000	133	0.63	626167	1.27
5001-10000	206	0.98	1501781	3.05
10001 – 50000	132	0.62	2778497	5.64
50001 – 100000	21	0.10	1507312	3.06
100001 – Above	42	0.29	36964782	75.09
TOTAL	21111	100.00	49227090	100.00

(b) On the basis of Category

Category	No. of shares held	Percentage to total shares held
Indian Promoters	26762084	54.36
MF/UTI	50	0.00
FIs/Banks	3200	0.01
FIs	655517	1.33
Corporate Bodies	5184576	10.53
HUF	295298	0.60
NRIS	2056715	4.18
Indian Public	14099833	28.64
IEPF	169817	0.34
TOTAL	49227090	100.00

K. Dematerialization of Shares and Liquidity (as on 31st March, 2020)

Electronic /Physical	No. of Shares	Percentage
NSDL	39903165	81.06
CDSL	8995625	18.27
Physical	328300	0.67
Total	49227090	100.00

48898790 equity shares were held in the dematerialized form as on 31st March, 2020, constituting 99.33% of the total paid up share capital. The shares are actively traded on BSE Limited and National Stock Exchange of India Ltd. For those shareholders who hold the shares in physical form may contact Depository Participant.

L. Outstanding GDRs/ ADRs/Warrants or any Convertible instruments conversion date and likely impact on equity

The Company has not issued any GDRs/ ADRs/ Warrants or any Convertible instruments till date. Hence, there are no outstanding GDRs/ ADRs/ Warrants or any Convertible instruments.

M. Plant Locations

The Company is engaged in Construction of Residential and Commercial Complexes. The Company does not have any plant or factory.

N. Address for Correspondence

All enquiries, clarifications and Correspondence should be addressed to the Compliance Officer at the following address:

Ms. Priti Kapadia, Company Secretary

Ganesh Housing Corporation Limited

Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road, Near Sola Bridge, Off. S. G. Highway, Ahmedabad - 380 054 Tel. No. +91 - 79 - 6160 8888, Fax No. +91 - 79 - 6160 8899, E-mail: investors@ganeshhousing.com

O. Compliance Certificate of the Auditors

A Certificate from the Practicing Company Secretary, Ahmedabad as stipulated under Regulation 34 read with Schedule V of the SEBI LODR, is attached to this Report as *Annexure-II*.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(refer Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
GANESH HOUSING CORPORATION LIMITED
Ganesh Corporate House,
100 Feet Hebatpur – Thaltej Road,
Near Sola Bridge, Off. S.G. Highway,
Ahmedabad – 380 054.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Ganesh Housing Corporation Limited (CIN: L45200GJ1991PLC015817) and having registered office at Ganesh Corporate House, 100 Feet Hebatpur – Thaltej Road, Near Sola Bridge, Off. S.G. Highway, Ahmedabad – 380 054 (hereinafter referred to as “the Company”), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub Clause (10)(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Directors	Director Identification Number	Date of Appointment in the Company*
1.	Mr. Dipakkumar Govindbhai Patel	00004766	June 13, 1991
2.	Mr. Shekhar Govindbhai Patel	00005091	July 1, 2009
3.	Ms. Aneri Dipakkumar Patel	06587573	April 17, 2015
4.	Mr. Tarang Madhukar Desai	00005100	October 1, 2002
5.	Mr. Bharat Jayantilal Patel	00944269	July 5, 1993
6.	Mr. Ashish Harishkumar Modi	02506019	January 28, 2009

* As per website of Ministry of Corporate Affairs.

It shall be noted that ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification.

This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad
Date: 25/07/2020

Signature:
Anand Sureshbhai Lavingia
Practicing Company Secretary
ACS No.: 26458 C P No.:11410
UDIN: A026458B000483442

CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE

(Refer Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
GANESH HOUSING CORPORATION LIMITED

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

We have examined all the relevant records of Ganesh Housing Corporation Limited for the purpose of certifying compliance of the conditions of the Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI (LODR) Regulations, 2015), for the financial year ended March 31, 2020. We have obtained the record available on the website of the stock exchanges and all such other information and explanations which to the best of our knowledge and belief were necessary for the purposes of certification.

In our opinion and to the best of our information and according to the explanations and information furnished to us and available on the website of the stock exchanges, we certify that the Company has complied with all the mandatory requirements of Corporate Governance as stipulated in Regulations 17 to 27, Regulation 46 and Parts A, B, C and D of Schedule II except Regulation 21 and Regulations 25(6) which were not applicable to the Company.

As regards Discretionary Requirements specified in Part E of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has complied with items C and E.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the corporate governance.

This certificate is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Ahmedabad

Date: 25/07/2020

Signature:

Anand Sureshbhai Lavingia

Practicing Company Secretary

ACS No.: 26458 C P No.:11410

UDIN: A026458B000483442

SECRETARIAL AUDIT REPORT

FORM NO. MR-3

For the financial year ended March 31, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members of
GANESH HOUSING CORPORATION LIMITED
Ganesh Corporate House,
100 Feet Hebatpur – Thaltej Road,
Near Sola Bridge, Off. S.G. Highway,
Ahmedabad – 380 054.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **GANESH HOUSING CORPORATION LIMITED** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that, in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2020 according to the provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under as applicable;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and circulars/ guidelines/Amendments issued there under;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines/Amendments issued there under;
 - c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and circulars/ guidelines/ Amendments issued there under;
 - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars/ guidelines/Amendments issued there under; and
 - e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and circulars/ guidelines/Amendments issued there under.
- vi. Revised Secretarial Standards issued by the Institute of Company Secretaries of India.



During the period under review, the Company has complied with the provisions of the Act, Rules made there under, Regulations, Guidelines etc. mentioned above.

Further company being engaged in the business of Construction, there are few specific applicable acts/rules to the Company, which requires approvals or compliances under the respective acts/rules, as list out in the **Annexure A**. We have relied on the representation made by the Company and its officers for system and mechanism framed by the Company for compliances of the said specific acts/rules.

During the Period under review, provisions of the following Acts, Rules, Regulations, Standards were not applicable to the Company,

- i. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; - the Company is not registered as Registrar to an Issue & Share Transfer Agent. However, the Company has appointed MCS Share Transfer Agent Limited as Registrar & Share Transfer Agent as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- ii. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- iii. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- iv. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- v. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings;

I further report that –

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director. The changes in the composition of the Board of Directors / re-appointments of Executive Directors and Independent Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

I further report that –

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that –

Since the company has not commenced any new projects during the audit period, it does not require obtaining an approval under Real Estate (Regulations and Development) Act, 2016.

Signature:

Name of Practicing Company Secretary: Anand Lavingia

ACS No.: 26458 C P No.:11410

UDIN: A026458B000483442

Place: Ahmedabad

Date: 25/07/2020

Note: This Report is to be read with **Annexure A** and my letter of even date which is annexed as **Annexure B** and both Annexure form integral part of this report.

ANNEXURE A**List of major Specific Acts/Rules applicable to the Company**

1. The Gujarat Town Planning and Urban Development Act, 1976
2. The Special Economic Zones Act, 2005
3. The Gujarat Special Economic Zone Act, 2004
4. The Environment (Protection) Act, 1986
5. The Gujarat Land Revenue Code, 1879
6. The Gujarat Tenancy & Agricultural Lands Act, 1948
7. The Registration Act, 1908
8. The Indian Stamp Act, 1899
9. The Transfer of Property Act, 1882
10. The Gujarat Stamp Act, 1958
11. The Gujarat Ownership Flats Act, 1973
12. The Indian Contract Act, 1872
13. The Contract Labour (Regulation and Abolition) Act, 1970
14. The Gujarat Shops and Establishments Act, 1948
15. The Building and other construction worker (Regulation of Employment and Conditions of Services) Act, 1996
16. Gujarat Real Estate (Regulation and Development) General Rules, 2017

ANNEXURE B

To,
The Members of
GANESH HOUSING CORPORATION LIMITED
Ganesh Corporate House,
100 Feet Hebatpur – Thaltej Road,
Near Sola Bridge, Off. S.G. Highway,
Ahmedabad – 380 054.

My report of even date is to be read along with this letter

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis, on the records and documents provided by the Management of the Company, to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices followed by me provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to verification of procedures on test basis.
5. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Signature:

Name of Practicing Company
Secretary: Anand Lavingia

Place: Ahmedabad
Date: 25/07/2020

ACS No.: 26458 C P No.: 11410
UDIN: A026458B000483442

ANNUAL SECRETARIAL COMPLIANCE REPORT

SECRETARIAL COMPLIANCE REPORT OF GANESH HOUSING CORPORATION LIMITED for the year ended on March 31, 2020

I, Anand Sureshbhai Lavingia, Practicing Company Secretary, has examined:

- (a) all the documents and records made available to us and explanation provided by Ganesh Housing Corporation Limited ("the Company" or "the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity and
- (d) all other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on March 31, 2020 ("Review Period") in respect of compliance with the provisions of;

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");
- (c) The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include;
 - i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - iv. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - v. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - vi. and circulars/ guidelines/Amendments issued thereunder, and based on the above examination, I hereby report that, during the Review Period;
- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder to the extent applicable and in the manner prescribed, except in respect of matters specified below;

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Nil	Nil	Nil

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	Nil	Nil	Nil	Nil

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Nil	Nil	Nil	Nil

I further report that, during the review period, following regulations issued by the Securities and Exchange Board of India were not applicable to the Company, since there were no such instances occurred during the review period that requires the compliance under the said regulations;

- (a) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (b) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- (c) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 and
- (f) and circulars/ guidelines/Amendments issued thereunder.

Signature:

Name of Practicing Company Secretary: Anand Lavingia

ACS No.: 26458 C P No.:11410

UDIN: A026458B000483442

Place: Ahmedabad

Date: 25/07/2020

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

1. A Brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR Policy and Projects or programmes:

Longevity and success for a company comes from living in harmony with the context, which is the community and society. The main objective of CSR policy encompasses the ideas of corporate governance, sustainable wealth creation, corporate philanthropy and advocacy for the goals of the community. The projects undertaken are within the broad framework of Schedule VII of the Companies Act, 2013, as amended from time to time. Our CSR initiatives focus on education, environment protection, sports, healthcare, sanitation etc. The Company has also undertaken CSR projects as provided under the said Schedule.

The Company has framed its CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is placed on the Company's website at the web link: <http://www.ganeshhousing.com/wp-content/pdf/corporate-social-responsibility-policy.pdf>.

2. The Composition of CSR Committee: Mr. Dipakkumar G. Patel, Chairman; Mr. Shekhar G. Patel, Member and Dr. Tarang M. Desai, Member
3. Average net profit of the Company for last three financial years: ₹ 48,18,11,526/-
4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): ₹ 96,36,231/-
5. Details of CSR spent for the financial year:
 - a) Total amount to be spent for the financial year: ₹ 96,36,231/-
 - b) Amount of CSR spent for the financial year: ₹ 72,99,778/-
 - c) Amount of CSR spent in local area: ₹ 72,99,778/-
 - d) Amount unspent, if any: ₹ 23,36,453/-
 - e) Manner in which the amount spent during the financial year is detailed below:

(₹ in Lakhs)							
1	2	3	4	5	6	7	8
Sr. No.	CSR Project or activity identified	Sector in which the Project is covered	Projects or Programmes (1) Local area or other (2) Specify the State and District where Projects or Programmes were undertaken	Amount Outlay (budget) Project or Programmes wise	Amount Spent on the Projects or Programmes Sub-heads: (1) Direct Expenditure (2) Overheads	Cumulative expenditure up to the reporting period	Amount Spent: Direct or through implementation agency
1.	Plantation and maintenance of saplings and other activities for protection of environment	ensuring environmental sustainability & ecological balance	Gujarat, Ahmedabad	15.20	10.62	10.62	Direct
2.	Promotion of Education including Special Education and Other Initiatives	promoting education	Gujarat, Ahmedabad	50.16	4.88	4.88	Direct and Implementation agency
3.	Promotion of Nationally recognized sports	Promotion of Nationally recognized sports	Gujarat, Ahmedabad	15.00	6.49	6.49	Direct
4.	Promotion of health care and sanitation	Promotion of health care and sanitation	Gujarat, Ahmedabad	16.00	51.00	51.00	Implementation agency
TOTAL				96.36	72.99	72.99	

*Implementation agency: GCP foundation, etc.

6. In case the Company has failed to spend two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report:

The growth of the Company is closely correlated to the overall growth in the country's real estate sector. The real estate sector, as a whole, is passing through challenging times and therefore the company is also facing the subsequent impact of slowdown in the economy. In this challenging phase, the cash flows of the company have been adversely impacted due to lack of adequate demand. It is submitted that the company is undertaking several steps to successfully face these challenging times and thereby ensure that, in the near future, the Company plans to increase its contributions to CSR activities as the Company is committed ameliorate the working and living conditions of society at large. In spite of sharp fall in the liquidity position, the Company has spent around 75% of its total commitments towards CSR contribution during the year under review.

The Company believes in creating positive impact over the Society to the extent feasible. The Company is strongly committed towards Corporate Social Responsibility (CSR) and has been making contributions to various socially useful projects in accordance with CSR Policy. The Company is endeavored to ensure full utilization of the allocated CSR budget. The amount which remained unspent was due to liquidity crunch. The Company has changed lives of many people across the nation with its various social initiatives since many years. It is the Company's continuous endeavor to increase its CSR budget and spend over the coming years, supplemented by its continued focus towards sustainable development.

7. The CSR Committee of the Company hereby confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and Policy of the Company.

For Ganesh Housing Corporation Limited

Shekhar G. Patel

Managing Director
(DIN: 00005091)

Date: 25/07/2020

Place: Ahmedabad

For Ganesh Housing Corporation Limited

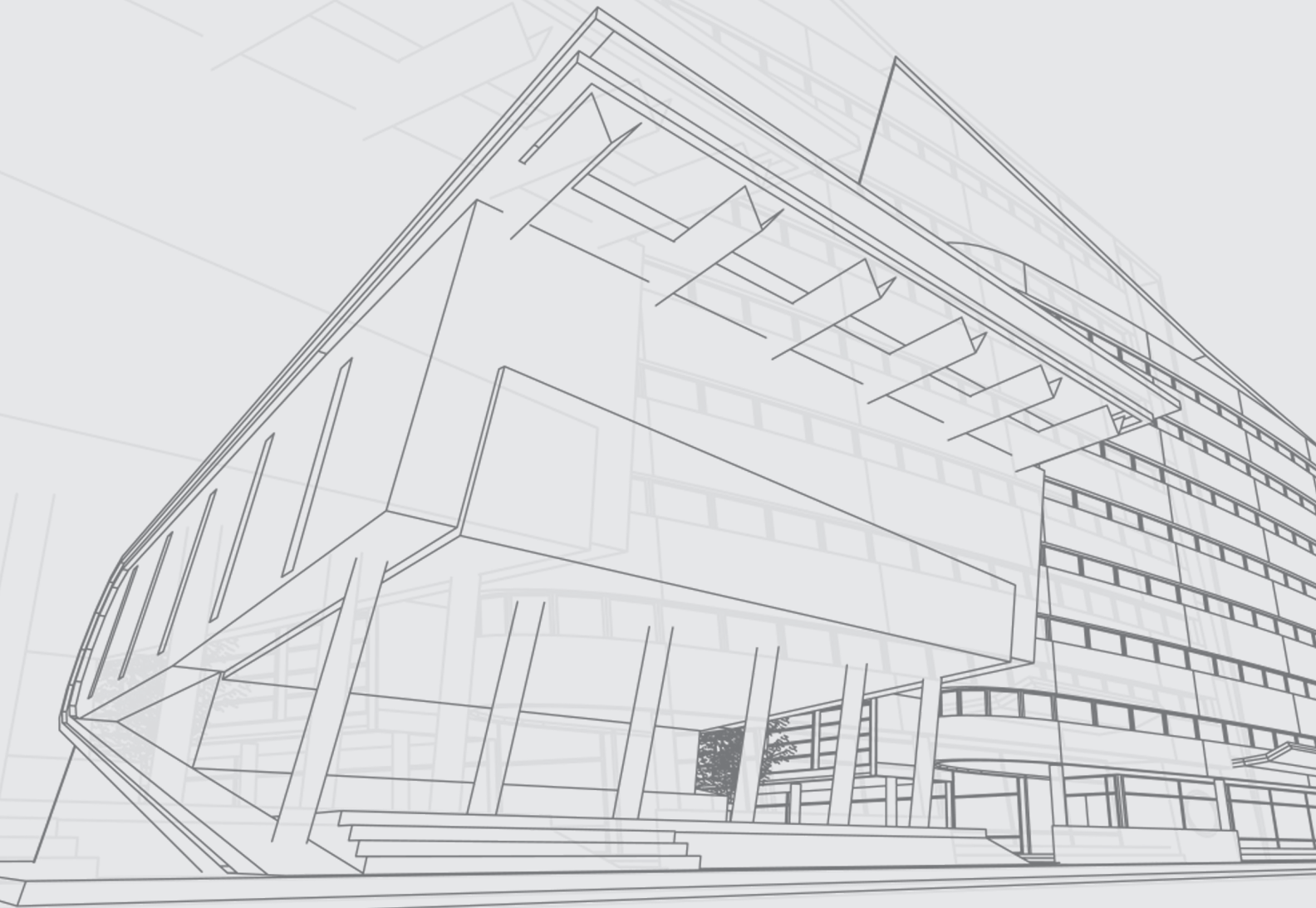
Dipakkumar G. Patel

Chairman of the Committee
(DIN: 00004766)

Date: 25/07/2020

Place: Ahmedabad

Standalone **Financial Statements**



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF:

GANESH HOUSING CORPORATION LIMITED,

OPINION

We have audited the accompanying standalone financial statements of GANESH HOUSING CORPORATION LIMITED ("the company"), which comprise the Balance Sheet as at 31st March, 2020, 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 "Standalone financial statement").

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

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial

Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER

We draw attention to Note no. 49 to the standalone financial Statement which describe the uncertainties and the management's assessment of the financial impact due to lock-down and other restrictions and conditions related to COVID-19 pandemic situation for which a definitive assessment of the impact in subsequent period is highly dependent on future economic development and circumstances as they evolve.

Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters ("KAM") are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

The key audit matters	How our audit addressed the key audit matter
<p>Investment in subsidiaries - refer note 3 to the standalone financial statements</p> <p>Assessment of impairment of investment in subsidiaries:</p> <p>The carrying amount of the investments in subsidiaries held at cost less impairment represents 19.06% of the Company's total assets respectively.</p> <p>The Company has investments in subsidiaries. These investments are carried at cost less any diminution in value of such investments. The investments are analyzed for impairment at each reporting date by comparing the carrying value of investments in the Company's books with the net assets of the relevant subsidiaries' balance sheet. Further, the Company assesses the projected cash flows of the real estate projects in these underlying entities. This involve significant estimates and judgment, due to the inherent uncertainty involved in forecasting future cash flows. There is significant judgment in estimating the timing of the cash flows and the relevant discount rate.</p> <p>Considering the impairment assessment involves significant assumptions and judgement, this is considered as a key audit matter</p>	<p>Our audit procedures to assess recoverability included the following:</p> <ul style="list-style-type: none"> Comparing the carrying amount of investments in the Company's books, with the net asset balance in the relevant audited / unaudited balance sheet of subsidiaries. This is to identify if their net assets (being an approximation of their minimum recoverable amount) were in excess of their carrying amount; For the investments where the carrying amount exceeded the Company's share in net asset value, we compared the carrying amount of the investment with the projected cash flows and profitability. This is based on approved business plans of the subsidiaries; and Considering the adequacy of disclosures in respect of the investment in subsidiaries.



The key audit matters	How our audit addressed the key audit matter
<p>Advance paid for purchase of Investments - refer note 5 to the standalone financial statements</p> <p>Assessment of advance paid for purchase of Investments represents a significant portion of the Company's total assets.</p> <p>The carrying value of advance for purchase of Investments are tested for executing agreement by the Company by comparing the valuation of investments in the same area for which advances have been given. Considering the quantum of the amount of carrying value of advances to total assets of the Company and significant estimates and judgements involved in assessing execute of agreement of advances for purchase of investments, this has been considered as a key audit matter</p>	<p>Advance paid for purchase of Investments - refer note 5 to the standalone financial statements</p> <p>Our audit procedures to assess the recoverability of advance paid for purchase of Investments included the following:</p> <ul style="list-style-type: none"> • Enquiry with the Company's personnel on the process of providing advance for purchase of Investments and test of key controls over such advances paid during earlier year; • Enquiry with the Company's personnel also covered obtaining reasons on the long-standing advance for purchase of Investments and understanding Company's plan for conversion of the advance for purchase of Investments to Investments; • For our samples, verified the underlying agreements or Memorandum of understanding in possession of the Company, based on which advance for purchase of Investments were given, to assess the Company's rights over the investments in subject;
<p>Inventories - refer note 8 to the standalone financial statements</p> <p>Assessment of net realisable value (NRV) of inventories:</p> <p>Inventories on construction of residential units comprising ongoing and completed projects, initiated but unlaunched projects and land stock, represents a significant portion of the Company's total assets.</p> <p>The Company recognises profit on the sale of each unit residential unit with reference to the overall profit margin depending upon the total cost incurred on the project. A project comprises multiple units, the construction of which is carried out over a number of year. The recognition of profit for sale of a unit, is therefore dependent on the estimate of future selling prices and construction costs. Further, estimation uncertainty and exposure to cyclicalities exists within long-term projects.</p> <p>Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.</p> <p>Considering the significance of the amount of carrying value of inventories and the involvement of significant estimation and judgement in assessment of NRV, this is considered as a key audit matter.</p>	<p>Inventories - refer note 8 to the standalone financial statements</p> <p>Our audit procedures to assess the net realisable value (NRV) of inventories included the following:</p> <ul style="list-style-type: none"> • Enquiry with the Company's personnel to understand the basis of computation and justification for the estimated recoverable amounts of the unsold units ("the NRV assessment"); • Assessing the Company's valuation methodology for the key estimates, data inputs and assumptions adopted in the valuation. This involved comparing expected average selling prices with published data such as recently transacted prices for similar properties located in nearby vicinity of each project and the sales budget maintained by the Company; • While analyzing the expected average selling price, we have performed a sensitivity analysis on the selling price and compared this to the budgeted cost; • For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation; and • Verifying the NRV assessment and comparing the estimated construction costs to complete each development with the Company's updated budgets;

The key audit matters	How our audit addressed the key audit matter
<p>Land advances - refer note 12 to the standalone financial statements</p> <p>Assessment of recoverability of land advances Land advance represents a significant portion of the Company's total assets.</p> <p>Land advance represents the amount paid towards procurement of land parcels to be used in the future for construction of commercial and residential projects. These advances are carried at cost less impairment losses. These land advances will be converted into land parcels as per the terms of the underlying contracts under which these land advances have been given.</p> <p>The carrying value of advances are tested for recoverability by the Company by comparing the valuation of land parcels in the same area for which land advances have been given.</p> <p>Considering the quantum of the amount of carrying value of land advances to total assets of the Company and significant estimates and judgements involved in assessing recoverability of land advances, this has been considered as a key audit matter</p>	<p>Our audit procedures to assess the recoverability of land advances included the following:</p> <ul style="list-style-type: none"> • Enquiry with the Company's personnel on the process of providing land advances and test of key controls over such land advances paid during the year; • Enquiry with the Company's personnel also covered obtaining reasons on the long-standing land advances and understanding Company's plan for conversion of the land advances to land stock; • For our samples, verified the underlying agreements or Memorandum of understanding in possession of the Company, based on which land advances were given, to assess the Company's rights over the land parcels in subject; • For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation.; and • For our samples, verified the published guidelines values for the area in which these land parcels are situated
<p>Business Advances to Subsidiaries & group companies (refer to note 12 and 44 to the standalone financial statements)</p> <p>Recoverability of business advances to subsidiaries and group companies:</p> <p>The carrying amount of the business advances & other advances to subsidiaries, group companies & others represents 46.87% of the Company's total assets respectively.</p> <p>The Company has extended business advances to subsidiaries & group companies that are assessed for recoverability at each period end.</p> <p>The company has given total loans & advances of ₹ 505.21 crores. Out of this ₹ 265.88 crores are business advances to subsidiaries companies. ₹ 162.89 crores are given to related parties as purchase of land on behalf of the company. ₹ 76.45 crores are given to others as business advances for purchase of land on behalf of the company and other miscellaneous advances at 31 March 2020.</p> <p>Due to the nature of the business in the real estate industry, the Company is exposed to heightened risk in respect of the recoverability of the business advances granted to the aforementioned related parties.</p> <p>There is also judgment involved as to the recoverability of the working capital and project specific business advances, which rely on a number of property developments being completed over the time period specified in agreements.</p>	<p>Recoverability of business advances to subsidiaries and group companies:</p> <p>Our audit procedures included:</p> <ul style="list-style-type: none"> • We reviewed the controls in place for issuing new business advances and evidenced the Board/ CFO approval obtained. We obtained management's assessment of the recoverability of the business advances, which includes cash flow projections over the duration of the business advances. These projections are based on underlying property development appraisals; • We tested cash receipts received in relation to these business advances during the year through to bank statement; and • We have obtained independent confirmations to ensure completeness and existence of business advances held by related parties as on 31 March 2020.



The key audit matters	How our audit addressed the key audit matter
<p>Evaluation of uncertain tax positions</p> <p>The Company is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements.</p> <p>Refer Note 45 to the financial statements.</p>	<p>Our audit procedures include the following substantive procedures:</p> <ul style="list-style-type: none"> • Obtained understanding of key uncertain tax positions; and • We along with our internal tax experts – <ul style="list-style-type: none"> ➤ Read and analysed select key correspondences, external legal opinions / consultations by management for key uncertain tax positions; ➤ Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and ➤ Assessed management's estimate of the possible outcome of the disputed cases.

OTHER INFORMATION

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships

and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

On account of the COVID-19 related lockdown restriction, Management was not able to perform the year end physical verification of Inventories. Consequently, we have performed alternative audit performance to audit existence of inventory as per guidance provided in SA 501 "Audit Evidence- Specific consideration to Selected items" which includes cyclical counts performed by the management during the year, roll forward procedures and their supporting documents relating to purchases, production and sales and have obtained sufficient audit evidence to issued our unmodified opinion on these standalone financial results.

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 standalone 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, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure – B.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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 as at 31st March, 2020 on its financial position in its standalone financial statements as referred to in Note No. 45 [A to E] to the standalone 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 has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31st March, 2020.

For **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN: 142830W

PURNESH MEHTA

Proprietor

Membership No.: 032812

UDIN: 20032812AAAABN3617

Place: Ahmedabad

Date: 30/06/2020

ANNEXURE-A TO THE INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF:

GANESH HOUSING CORPORATION 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 standalone financial statements of the company for the year ended 31st March, 2020:

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the assets have not been physically verified by the management during the year but there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The company is accounting various construction projects being built by it, as inventory. There is a continuous monitoring of the construction projects. Hence, the question of physical verification of the project does not arise. In case of Inventory of Raw materials, it has been physically verified during the year by the management. The inventory shown in the accounts is in the nature of various construction projects. 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 any company, Limited Liability Partnership, Firm and other party covered in the Register maintained under section 189 of the Companies Act, 2013. However, by way of abundant caution we are giving opinion of business advances given by the company. The company has granted unsecured business advances to five companies covered in the Register maintained under section 189 of the Companies Act, 2013.
 - (a) The business advances granted to the companies listed in the Register maintained under Section 189 of the Companies Act, 2013 are not prima facie prejudicial to the interest of the company, even though they are interest free and unsecured, as the advances are given to a group companies.
- (b) The business advances granted to the companies listed in the Register maintained under Section 189 of the Companies Act, 2013 are Interest free & repayable on demand. Hence, the question of payment of interest and regular repayment of principal amount does not arise.
- (c) There is no overdue amount in respect of the business advances granted to the companies listed in the Register maintained under Section 189 of the Companies Act, 2013, as the business advances are repayable on demand.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 with respect to the loans, guaranties, securities and investments made.
- (v) The company has not accepted any public deposit within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Therefore, the provisions of clause 3(v) of the Order are not applicable to the Company.
- (vi) We have broadly reviewed the cost records maintained by the company pursuant to the rules made by the Central Government of India under sub-section (1) of section 148 of the Companies Act, 2013 and are of the opinion that prima facie the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) (a) According to the information and explanations given to us and based on our examination of 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 31st March, 2020 for a period of more than six months from the date

of becoming payable except Dividend Distribution Tax for F.Y. 2017-2018 of ₹ 18213793/- & for F.Y. 2018-2019 of ₹ 5059387/-.

- (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, Value Added Tax and Cess, which have not been deposited on account of any dispute other than the following:

Name of Statute	A.Y.	Demand Raised Amt. ₹	Demand Paid Amt. ₹	With whom dispute is pending
Income Tax	2015-2016	15455229/-	0	CIT-(A), Ahmedabad
Income Tax	2017-2018	8332370/-	0	CIT-(A), Ahmedabad

- (viii) In our opinion and according to the information and explanations given to us by the management and based on our examination of the records of the company, the company has not defaulted in repayment of loans or borrowing to bank or financial institutions, based on the revised repayment schedules, for some of such loans which has been drawn after taking effects of the moratorium granted by the banks and availed by the company, in view of the Covid-19 pandemic. The Company has not taken any loan from the government and has not issued any Debentures during the year.
- (ix) According to the information and explanations given to us and based on our examination of the records of the company, the company has not raised moneys by way of initial public offer or further public offer including debt instruments. The company has utilized the monies raised by way of term Loans broadly for the purposes for which they were raised.
- (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 and based on our examination of the records of the Company, The Company has paid / provided for managerial remuneration in accordance with the requisite approval mandated by the provisions of Section 197 read with Schedule V to the Companies Act, 2013.
- (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 during the year there were transactions with related parties. All transaction with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given 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 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 and based on our examination of the records of the company, 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.

For **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN: 142830W

PURNESH MEHTA

Proprietor

Membership No.: 032812

UDIN: 20032812AAAABN3617

Place: Ahmedabad

Date: 30/06/2020

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF:

GANESH HOUSING CORPORATION 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 Ganesh Housing Corporation Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone 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 standalone 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, 2020, 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: 30/06/2020

For **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN: 142830W

PURNESH MEHTA

Proprietor

Membership No.: 032812

UDIN: 20032812AAAABN3617

STANDALONE BALANCE SHEET

AS AT 31 MARCH 2020

[AMT. ₹]

Particulars	Notes	As at the End of Current Reporting Period 31/03/2020	As at the End of Previous Reporting Period 31/03/2019
ASSETS			
Non-current assets			
Property Plant and Equipment	1	2058052520	2076113887
Capital Work-In-Progress		22947629	983621
Other Intangible assets	2	1018667	253686
Financial Assets			
Investments	3	2054347367	2054347367
Loans	4	0	15000000
Other Financial Assets	5	206994998	207897122
Deferred Tax Assets (Net)	6	188340389	2184322
Current Tax Assets (Net)	7	2732958	0
		4534434528	4356780005
Current assets			
Inventories	8	68193526	66399471
Financial Assets			
Trade Receivables	9	829009401	1244536340
Cash and Cash Equivalents	10	42068928	34401102
Bank balances other than above	11	79834907	213901946
Loans	12	5052134424	5776408251
Other Current Assets	13	173601444	302367010
		6244842630	7638014120
TOTAL ASSETS		10779277158	11994794125
Equity			
Equity Share capital	14	492270900	492270900
Other Equity	15	6518617498	7181126915
		7010888398	7673397815
Non-current Liabilities			
Financial Liabilities			
Borrowings	16	1485146981	2535765624
Other non-current liabilities	17	116519740	146553220
		1601666721	2682318844
Current Liabilities			
Financial Liabilities			
Borrowings	18	468128445	262159888
Trade payables	19		
- Total outstanding dues of micro enterprises and small enterprises		10337761	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises		173995779	177469328
Other current financial liabilities	20	1295188417	1016442563
Other current liabilities	21	219071637	157305465
Current Tax Liabilities (Net)	22	0	25700222
		2166722039	1639077466
TOTAL EQUITY AND LIABILITIES		10779277158	11994794125
Significant Accounting Policies & Notes Forming Part of Accounts	1 to 49		

As per our Report of even date
For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta

Proprietor
Membership No. 032812
UDIN:- 20032812AAAABN3617

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel

Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah

Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel

Managing Director
[DIN: 00005091]

Priti Kapadia

Company Secretary

STANDALONE STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED ON 31ST MARCH 2020

[AMT. ₹]

Particulars	Notes	For the Current Reporting Period 2019-2020	For the Previous Reporting Period 2018-2019
I Income:-			
Revenue from Operations	23	17145156	948336533
Other Income	24	21222688	51997232
Total Income		38367844	1000333765
II Expenses :-			
Project Expenses	25	7568534	17874139
Changes in Inventories	26	(1849349)	(5112210)
Employee Benefits Expenses	27	157413142	151969581
Finance Cost	28	474336667	526684408
Other Expenses	29	91651613	101083717
Depreciation and Amortisation Expenses		20742775	22611140
Total Expenses		749863382	815110775
III Profit / (Loss) before Tax		(711495538)	185222990
IV Less: Tax Expenses:			
Current Tax		(107497014)	(70000000)
Deferred Tax		186156067	(3373007)
		78659053	(73373007)
V Profit / (Loss) For the Period		(632836485)	111849983
VI Other Comprehensive Income		0	0
Total of Other Comprehensive Income		0	0
VII Total Comprehensive Income for the Period		(632836485)	111849983
VIII Earning Per Share [In ₹]	34		
(Face Value Of ₹10 Per Share)			
- Basic		(12.86)	2.27
- Diluted		(12.86)	2.27
IX Significant Accounting Policies & NOTES FORMING PART OF ACCOUNTS	1 to 49		

As per our Report of even date
For **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN: 142830W

Purnesh Mehta

Proprietor

Membership No. 032812

UDIN:- 20032812AAAABN3617

Place: Ahmedabad

Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel

Chairman & Whole-time Director

[DIN: 00004766]

Rajendra Shah

Chief Financial Officer

Shekhar G. Patel

Managing Director

[DIN: 00005091]

Priti Kapadia

Company Secretary

Place: Ahmedabad

Date: 30/06/2020

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR 2019-2020

[AMT. ₹]

Particulars	2019-2020	2018-2019
A Cash Flow From Operating Activities:		
Profit/ (Loss) Before Tax	(711495538)	185222990
Provision For Taxation	(107497014)	(70000000)
Net Profit/ (Loss) After Tax	(818992552)	115222990
Add/Less Adjustments For		
Depreciation	20742775	22611140
Interest Expenses	474336667	526684408
Employees Stock option scheme	0	(1962335)
Interest Income	(21222688)	(51997232)
	473856754	495335981
Operating Profit Before Working Capital Changes	(345135798)	610558971
Add/Less Adjustments For		
Inventories	(1794055)	(5075648)
Trade & Other Receivables	415526939	(30501948)
Other Current Assets	126934732	264583521
Trade Payables	6864212	(32790029)
Other Current Liabilities	349763681	31561858
	897295509	227777754
Taxes Paid (Net)	(64985357)	(279019337)
Net Cash Generated From Operations	832310152	(51241583)
B Cash Flow From Investing Activities :		
Purchase of Fixed Assets	(6600155)	(18914620)
Capital Work In Progress	(21964008)	(983621)
Sale of Fixed Assets	3153766	3242981
Movement In Investments	0	(24607708)
Movement In Loans & Advances	739273827	756419286
Interest Received	21222688	51997232
Net Cash Used In Investing Activities	735086118	767153550
C Cash Flow From Financing Activities :		
Changes in Share Capital	0	0
Changes in Security Premium	0	0
Changes in Borrowings	(844650086)	(724294265)
Finance Cost Paid	(474336667)	(526684408)
Dividend Paid (Including Dividend Distribution Tax)	(29672932)	(106822555)
Net Cash Used In Financing Activities	(1348659685)	(1357801228)
Net Increase In Cash And Cash Equivalents	(126399213)	(31330290)

STANDALONE CASH FLOW STATEMENT

FOR THE YEAR 2019-2020

[AMT. ₹]

Particulars	2019-2020	2018-2019
Opening Balance of Cash And Cash Equivalents	248303048	279633338
Closing Balance of Cash And Cash Equivalents*	121903835	248303048
Components of Cash and Cash Equivalents		
Cash on hand	628061	1318222
Balances with Banks*	41440867	33082880
Other Balances other than above	79834907	213901946
Total	121903835	248303048

* Include towards Unclaimed Dividend of ₹ 4330578/- (Pre. Yr. ₹ 4388946/-)

Significant Accounting Policies

30

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 **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta
Proprietor
Membership No. 032812
UDIN:- 20032812AAAABN3617

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel
Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah
Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel
Managing Director
[DIN: 00005091]

Priti Kapadia
Company Secretary

STANDALONE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED ON 31ST MARCH 2020

A. EQUITY SHARE CAPITAL

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Balance at the beginning of the year	492270900	492270900
Changes in Equity Share capital During the year	0	0
Balance at the end of the reporting period	492270900	492270900

B. OTHER EQUITY

[AMT. ₹]

PARTICULARS	Share applica tion money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Employee Stock Option Outstanding	Total
			Capital Reserve	Securities Premium Reserve	General Reserves	Retained Earnings/ profit & loss		
Balance as at 01/04/2018	0	0	0	2329457081	587585910	4259056496	1962335	7178061822
Total Comprehensive Income for the year	0	0	0	0	0	111849983	0	111849983
Dividends	0	0	0	0	0	(88608762)	0	(88608762)
Tax on Dividends	0	0	0	0	0	(18213793)	0	(18213793)
Employee Stock Options (Net)	0	0	0	0	0	0	(1962335)	(1962335)
Transfer to Share Capital on Issue of Bonus Shares	0	0	0	0	0	0	0	0
Transfer from Debenture Redemption Reserve to General Reserve	0	0	0	0	0	0	0	0
Addition during the year	0	0	0	0	0	0	0	0
Balance as at 01/04/2019	0	0	0	2329457081	587585910	4264083924	0	7181126915
Total Comprehensive Income for the year	0	0	0	0	0	(632836485)	0	(632836485)
Dividends	0	0	0	0	0	(24613545)	0	(24613545)
Tax on Dividends	0	0	0	0	0	(5059387)	0	(5059387)
Employee Stock Options (Net)	0	0	0	0	0	0	0	0
Transfer from Debenture Redemption Reserve to General Reserve	0	0	0	0	0	0	0	0
Addition during the year	0	0	0	0	0	0	0	0
Balance as at 31/03/2020	0	0	0	2329457081	587585910	3601574507	0	6518617498

NOTES TO STANDALONE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

NOTE-1 PROPERTY, PLANT & EQUIPMENT

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK	
	AS AT 01-04-2019	ADDITION DURING YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	DEPRECIATION / AMORTISATION DURING THE YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	AS AT 31-03-2019
TANGIBLE ASSETS:								
LAND	1927532433	0	0	1927532433	0	0	1927532433	1927532433
OFFICE PREMISES	135510637	0	3181594	132329043	5739842	172353	34099859	106978267
PLANT & MACHINERY	2620939	0	0	2620939	202590	0	1683648	1139881
FURNITURE & FIXTURES	28663771	275612	0	28939383	2782053	0	21249164	10196660
VEHICLES	67810952	0	590987	67219965	7527787	454479	50324383	24559877
OFFICE EQUIPMENTS	20461262	1148950	0	21610212	2051868	0	17652624	4860506
COMPUTER	3400333	3877327	135000	7142660	1905350	126983	4332437	846263
TOTAL	2186000327	5301889	3907581	2187394635	20209490	753815	129342115	2076113887
PREVIOUS YEAR	2170898457	18900619	3798749	2186000327	21938168	555768	109886440	2076113887

NOTE-2 OTHER INTANGIBLE ASSETS

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK	
	AS AT 01-04-2019	ADDITION DURING YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	DEPRECIATION / AMORTISATION DURING THE YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	AS AT 31-03-2019
INTANGIBLE ASSETS:								
SOFTWARE	2025475	1298266	1961534	1362207	533285	1961534	343540	253686
TOTAL	2025475	1298266	1961534	1362207	533285	1961534	343540	253686
PREVIOUS YEAR	3790295	14001	1778821	2025475	672972	1778821	1771789	253686

NOTE-3 INVESTMENTS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
A. Investments in Equity Instruments:-		
Unquoted & Fully paid up:-		
Non Current Investments in Equity Shares of Subsidiary Companies:		
89,54,726 (Previous year 89,54,726) Equity Shares of ₹ 10/- each in Gatil Properties Pvt Ltd.	1906957410	1906957410
15,000 (Previous year 15,000) Equity Shares of ₹10/- each in Madhukamal Infrastructure Private Limited [Formerly known as Essem Infra Pvt. Ltd.]	147389957	147389957
TOTAL	2054347367	2054347367

NOTE-4 LOANS [NON CURRENT] [UNSECURED, CONSIDERED DOUBTFUL]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
NON CURRENT LOANS & ADVANCES:-		
Business Advances to Others [Refer Note No. 44(A) for details]	0	15000000
TOTAL	0	15000000

NOTE-5 OTHER FINANCIAL ASSETS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance paid for purchase of Investments to related party	199930737	199930737
Service Tax recoverable from members	854988	935118
Electricity, AUDA, Legal charges receivable for projects	6209273	7031267
TOTAL	206994998	207897122

NOTE-6 DEFERRED TAX ASSETS (NET)

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Deferred Tax Assets:-		
Timing Difference :-		
Related to Fixed Assets	527069	849752
Related to Income Tax Act, 1961	194446711	8420794
Total-A	194973780	9270546
Deferred Tax Liabilities:-		
Timing Difference :-		
Related to Income Tax Act, 1961	6633391	7086224
Total-B	6633391	7086224
Net Deferred Tax Assets = Total A-B	188340389	2184322

NOTE-7 CURRENT TAX ASSETS [NET]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance payment of Income Tax & TDS	2732958	0
Less:-		
Provision for Income Tax	0	0
TOTAL	2732958	0

NOTE-8 INVENTORIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
INVENTORIES (As taken, valued & certified by Management)		
Raw-materials	40914	96208
Work-In-Process & Finished Goods (Construction Projects)	68152612	66303263
TOTAL	68193526	66399471

NOTE-9 TRADE RECEIVABLES**[UNSECURED, CONSIDERED GOOD]**

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
- Considered Good - Secured	0	0
- Considered Good - Unsecured	829009401	1244536340
TOTAL	829009401	1244536340

NOTE-10 CASH & CASH EQUIVALENTS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	628061	1318222
Balances with Banks :		
In other accounts	41440867	33082880
TOTAL	42068928	34401102

NOTE-11 OTHER BANK BALANCES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with Banks & NBFCs' :		
- In FD Accounts > 12 months	75504329	209513000
- In unpaid dividend account	4330578	4388946
TOTAL	79834907	213901946

NOTE-12 LOANS [CURRENT]**[UNSECURED, CONSIDERED GOOD]**

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SHORT TERM LOANS & ADVANCES:-		
Business Advances to related parties:-		
- Subsidiary Companies	2658824169	2873367160
- Other Related Parties	0	125001415
[Refer Note No. 44(B) for details]	2658824169	2998368575
Business Advances to Others [Refer Note No. 44(B) for details]	726103322	733019890
Advances for Purchase of land to:		
- Related Party	1628858667	1949607667
- Others	5016000	5106000
	1633874667	1954713667
Advances to Others #	33332266	90306119
# Includes staff loan, prepaid expenses & reimbursement.		
TOTAL	5052134424	5776408251

NOTE-13 OTHER CURRENT ASSETS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance to Suppliers	148703	8148
Registration deposit	1340393	1139283
GST & Service Tax (Input)	15315309	32146388
Interest Income Acrued but not due	48696	256704
Advance payment of Income Tax & TDS	880021523	965130280
Less:-		
Provision for Income Tax	723273180	696313793
	156748343	268816487
TOTAL	173601444	302367010

NOTE-14 EQUITY SHARE CAPITAL :

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
AUTHORISED:-		
5,00,00,000 (Previous year 5,00,00,000) Equity Shares of ₹10/- each	500000000	500000000
	500000000	500000000
ISSUED, SUBSCRIBED AND PAID UP CAPITAL:-		
4,92,27,090 (Previous year 4,92,27,090) Equity shares of ₹10/- each fully paid up	492270900	492270900
TOTAL	492270900	492270900

NOTE :

14.1. The reconciliation of number of shares at the beginning of the year and at the close of the year is set out below:

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Equity shares at the beginning of the year	49027090	49027090
Add: Shares issued during the year	0	0
Equity shares at the end of the year	49027090	49027090

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

[AMT. ₹]

Particulars	As at 31 March 2020		As at 31 March 2019	
	NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
Dipakkumar G. Patel	11758752	23.89	11758752	23.89
Shekhar G. Patel	13306662	27.03	13306662	27.03

14.3. Right, Preferences and Restrictions attached to shares:

The company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held. The dividend 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.

14.4. 16334273 Equity shares of ₹ 10/- each are allotted, in the ratio of 1 equity share to the holder of 2 equity shares, as fully paid up

Bonus Shares by capitalisation of profits in F.Y. 2016-17.

14.5. 224271 Equity shares of ₹ 10/- each fully paid up are allotted during F.Y. 2017-18 on conversion of options under ESOP 2010 Scheme.

NOTE-15 OTHER EQUITY

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
(a) SECURITY PREMIUM		
Balance As Per Last Balance Sheet	2329457081	2329457081
	2329457081	2329457081
(b) GENERAL RESERVE		
Balance As Per Last Balance Sheet	587585910	587585910
	587585910	587585910
(c) Employees' Stock Option outstanding		
Less: Deferred Employees' Compensation	0	1962335
	0	(1962335)
	0	0
(d) PROFIT & LOSS		
Balance As Per Last Balance Sheet	4264083924	4259056496
Add : Transfer from Profit & Loss Statement	(632836485)	111849983
	3631247439	4370906479
Less: Appropriation:-		
Dividend on Equity Shares		
[Dividend per Share ₹ 0.50 on (Pre. Yr. ₹ 1.80)]	24613545	88608762
Tax on dividend	5059387	18213793
	29672932	106822555
	3601574507	4264083924
TOTAL	6518617498	7181126915

NOTE-16 NON CURRENT BORROWINGS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SECURED:-		
A) Term Loans:		
(I) From Banks	287238633	410366479
(II) From Others - [NBFC]	1196442296	2120123337
	1483680929	2530489816
B) Vehicle Loans:-		
(I) From Banks	1466052	5275808
TOTAL	1485146981	2535765624

[Refer note no. 39 for security details]

Maturity Profile of Secured Term Loans issue are as set out below:

(₹ in Lakhs)

Particulars	Current		Non Current	
	2020-21	2021-22	2022-23	2023-24 & Beyond
Term Loans from Banks	236361190	188185737	83852148	16666800
Term Loans from Others	1028202603	746603835	449838461	0

NOTE-17 OTHER NON CURRENT LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
OTHER NON CURRENT LIABILITIES		
OTHER LONG TERM LIABILITIES:-		
Statutory liabilities	116519740	146553220
TOTAL	116519740	146553220

NOTE-18 CURRENT BORROWINGS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SECURED:-		
- From Bank : Cash Credit Facility From Banks [Refer note no. 39 for security details]	98455436	159657041
	98455436	159657041
UNSECURED & REPAYABLE ON DEMAND:-		
Intercompany loan:-		
- From Related Party	24424000	0
- From others	345249009	102502847
	369673009	102502847
TOTAL	468128445	262159888

NOTE-19 TRADE PAYABLES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
- Total outstanding dues of micro enterprises and small enterprises	10337761	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 33 for details]	173995779	177469328
TOTAL	184333540	177469328

NOTE-20 OTHER CURRENT FINANCIAL LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Current maturities of Secured long term debts	1264563793	984019981
Interest Accrued but not Due	1106185	0
Unpaid / Unclaimed Dividends	4337170	4395625
Customer Booking Refundable	25181269	28026957
TOTAL	1295188417	1016442563

NOTE-21 OTHER CURRENT LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Other Payables *	181504390	101229324
Statutory Liabilities	32758939	50553468
Booking advance received from customers	4808308	5522673
TOTAL	219071637	157305465

* Includes Retention money of Suppliers, Unpaid Expenses & credit balance of bank due to reconciliation.

NOTE-22 CURRENT TAX LIABILITIES [NET]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for Income Tax	0	50000000
Less:-		
Advance payment of Income Tax, TDS & WT	0	24299778
	0	25700222
TOTAL	0	25700222

NOTE-23 REVENUE FROM OPERATIONS

[AMT. ₹]

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Sales from construction related activities	(7256512)	73765243
Other Operating Income:-		
Marketing Management Fees	0	180000000
Project Management Services	0	132558720
Stock Transfer to Fixed Assets	0	3181594
Profit on Sale of Investment	0	511934200
Profit on sale of Fixed Assets	1954251	0
Miscellaneous Income	2651836	22164550
Notional Corporate Guarantee Fees Income	10522382	9557215
Sundry Balances written off	9273199	15175011
[Refer Note No. 42 for details]		
TOTAL	17145156	948336533

NOTE-24 OTHER INCOME

[AMT. ₹]

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Interest income :-		
- from Banks	1312253	1545132
- from Others	19910435	50452100
	21222688	51997232
TOTAL	21222688	51997232

NOTE-25 PROJECT EXPENSES

[AMT. ₹]

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
Architect Fee	5310000	360000
Carting Exp	879	77380
Electric Exp.	722599	1060519
Labour Exp.	237814	409104
Land Exp.	0	268390
Machinery Rent	0	149190
Professional Charges	157000	46440
Raw Material Consumptions	50470	539266
Repairs & Maintenance Exp.	35305	410742
Site Exp.	202199	89053
Site Office Exp.	33872	108082
Site Security Exp.	818396	689249
Works Contract Expenses	0	13666724
TOTAL	7568534	17874139

NOTE-26 CHANGES IN INVENTORIES

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
CLOSING STOCK:-		
Stock of WIP & Finished Goods	68152612	66303263
	68152612	66303263
LESS: OPENING STOCK:-		
Stock of WIP & Finished Goods	66303263	61191053
	66303263	61191053
(Increase) / Decrease in stock = TOTAL	(1849349)	(5112210)

NOTE-27 EMPLOYEE BENEFIT EXPENSES

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Salary, Allowances & Bonus Expenses	124871973	117531396
Directors' Remuneration	24000000	24000000
Contribution to Provident Fund & ESIC	1456106	1649829
Contribution to Gratuity Fund	4002885	4002885
Staff Welfare Expenses	3082178	4785471
TOTAL	157413142	151969581

NOTE-28 FINANCE COST

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Bank Charges	62900	41166
Amortisation of finance cost as per EIR method	7602215	15642702
	7665115	15683868
Interest to:-		
- Banks	98352705	137542736
- Others	364374712	368891448
- Late payment of taxes	3082790	3892664
Finance Charges	861345	673692
	466671552	511000540
TOTAL	474336667	526684408

NOTE-29 OTHER EXPENSES

[AMT. ₹]

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
ADMINISTRATIVE & OTHER EXPENSES:-		
Appeal Fees	3500	500
Audit Fees	100000	100000
Miscellaneous Exp.	34345	37815
Computer Consumable	425396	612216
Conveyance Expenses	234963	300317
C.S.R. Expenses	7299778	12074195
Postage & Courier Charges	100112	250609
Depository & Share Transfer Agent Exp.	721874	702320
Donation	120000	301000
Electric Expenses	4926844	4821204
Filing Fees	14400	24600
GST Expenses	2814770	6486716
Insurance Expenses	261382	304788
Internet & Website Expenses	577706	512711
Legal Expenses	873078	2138479
Loss on sale of Fixed assets	8017	11981
Mobile Phone Exp.	582010	741713
Motor-Car Exp.	4640896	4855241
Municipal Tax	3359305	3007882
Office & Office Maintenance Expenses	5204703	3863796
Penalty	75092	406560
Professional Fees	25470254	23517050
Professional Tax	2400	2400
Rent & Maintenance Exp.	498888	1133283
Repair & Maintenance Expenses	3685083	4898092
Security Service Charges	3822702	3691002
Service Tax , SBC & KKC Exp.	1271054	1532637
Site Maintenance Expenses	0	8191002
Sitting Fees - Directors	86100	159000
Stationery, Printing, Typing & Xerox Expenses	717232	1150169
Sundry balances written off	17912340	190845
Telephone Exp.	230077	371999
Travelling Exp.	1134720	4260362
	87209021	90652484
MARKETING EXPENSES:-		
Advertisement Expenses	98908	2704807
Brochure Exp.	0	436600
Brokerage Exp.	130099	1352390
Sales Promotion Exp	1853585	3124936
Sponsorship Charges	2360000	2812500
	4442592	10431233
TOTAL	91651613	101083717

30. SIGNIFICANT ACCOUNTING POLICIES:

1.1. NATURE OF OPERATIONS:

The Company was incorporated in 1991. The company is a public limited company incorporated and domiciled in India has its registered office at Ganesh Corporate House, 100 feet Hebatpur-Thaltej Road, Nr. Sola bridge, Ahmedabad, Gujarat, India. The company has its primary listings on the BSE Limited and National Stock Exchange of India Limited in India. The company's main business is real estate promotion and development in residential and commercial segment and infrastructure projects.

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, 2020 were approved by the Board of Directors on 30/06/2020.

1.3. BASIS OF MEASUREMENT:

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and fair value measurement, wherever applicable 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, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. The Company

has ascertained its operating cycle to be 12 months for the purpose of current – non current classification for all other 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 defined benefit obligation (Note 1.12)
- Estimation of Useful life of Property, plant and equipment and intangibles (Note 1.6/1.7)
- Estimation of taxes (Note 1.10)
- Estimation of cost of project for revenue recognition (Note 1.11)
- Estimation of impairment (Note 1.9, 1.13)
- Estimation of provision and contingent liabilities (Note 1.17)
- Estimation of Share based payments to employees (Note 1.18)

1.6. 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.

- C. The company had elected to consider the carrying value of all its property, plant and equipment appearing in the financial statements prepared in accordance with Accounting Standards notified under section 133 of the Companies Act 2013 read together with the Rules notified there under and used the same as deemed cost on transition to Ind AS.

1.7 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.

1.8. 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.

1.9 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.

I). 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 Profit & Loss, 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) Investment in Subsidiaries
- (c) Loans
- (d) 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 & 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.

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 116.
- (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.

1.10. 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.

1.11. REVENUE RECOGNITION:

- A. The Company derives revenues primarily from sale of properties comprising of both commercial and residential units. The Company recognises revenue when it determines the satisfaction of performance obligations at a point in time and subsequently over time when the Company has enforceable right for payment for performance completed to date. Revenue is recognised upon transfer of control of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products.

In arrangements for sale of units the Company has applied the guidance in IND AS 115, on "Revenue from contracts with customers", by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The full revenue is recognized on sale of property when the firm 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.

- B. Lease of land of SEZ project: Land given on perpetual lease is treated as actual sale of land.

- C. Interest income is recognized on accrual basis using the effective interest rate (EIR) method.

1.12. 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.

The company funds a post-employment benefit obligation by contributing to an insurance policy under which the entity is not obliged to pay any future liability arising, which is directly paid by insurance company and hence treats the same as defined contribution plan as per para 46 of Ind AS 19.

- B. Defined Benefit Plans:-

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

- C. The company has a system of providing accumulating compensating absences non-vesting and hence no provision is made in the books of accounts for the leaves.
- D. In respect of employees' stock options, the excess of fair price on the date of grant over the exercise

price is recognized as deferred compensation cost amortised over the vesting period.

1.13. IMPAIRMENT OF ASSETS:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable value is 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.

1.14. 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.
- B. The Closing stock of WIP has been valued at cost.

1.15. 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.

1.16 LEASES:

Policy applicable before April 01, 2019:-

Finance Lease - Agreements are classified as finance leases, if substantially all the risks and rewards incidental to ownership of the leased asset is transferred to the lessee.

Operating Lease - Agreements which are not classified as finance leases are considered as operating lease.

Operating lease payments/income are recognised as an expense/income in the standalone statement of profit and loss on a straight line basis over the lease term unless there is another systematic basis which is more representative of the time pattern of the lease.

Policy applicable after April 01, 2019:-

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration.

As a Lessee:

Right of use Asset

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Lease Liability:

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

Short-term lease and leases of low-value assets:

The Company has elected not to recognise right-of-use assets and lease liabilities for short- term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Company's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

At present there is no lease contract in the company.



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.

1.18. SHARE BASED PAYMENT:

Under the equity settled share based payment, the fair value on the grant date of the awards given to employees is recognised as 'employee benefit expenses' with a corresponding increase in equity over the vesting period. The fair value of the options at the grant date is calculated by an independent valuer basis Black Scholes

model. When the options are exercised, the Company issues fresh equity shares.

For cash-settled share based payments, the fair value of the amount payable to employees is recognised as 'employee benefit expenses' with a corresponding increase in liabilities, over the period of non market vesting conditions getting fulfilled. The liability is remeasured at each reporting period up to, and including the settlement date, with changes in fair value recognised in employee benefits expenses.

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.

31. CORRESPONDING FIGURES OF THE PREVIOUS YEAR HAVE BEEN REGROUPED TO CONFIRM WITH THIS YEAR'S CLASSIFICATION WHEREVER NECESSARY.

32. PAYMENT TO AUDITORS:

[AMT. ₹]

SR. NO.	PARTICULARS	2019-2020	2018-2019
1	As Auditors	100000	100000
	TOTAL	100000	100000

33. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006*

[AMT. ₹]

SR. NO.	PARTICULARS	2019-2020	2018-2019
A	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
	Principal amount due to micro and small enterprises (Not overdue)	10337761	NIL
	Interest due on above	NIL	NIL
B	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
C	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
D	The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL	NIL
E	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

* This information has been determined to the extent such parties have been identified on the basis intimation received from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development by the management.

34. EARNINGS PER SHARE:

[AMT. ₹]

SR. NO.	PARTICULARS	2019-2020	2018-2019
A	Basic & Diluted EPS (IN ₹) From Continuing Operations attributable to equity share holders		
	- Basic	(12.86)	2.27
	- Diluted	(12.86)	2.27
B	Reconciliation of earnings used in calculation of Basic & Diluted EPS		
	Profit attributable to equity shareholders used in calculation of Basic EPS from continuing operations	(632836485)	111849983
C	Weighted Average number of shares as denominator		
	Weighted average number of shares used in calculation of Basic EPS	49227090	49227090
	Weighted average number of equity shares and potential equity shares used as denominator in calculation of Diluted EPS	49227090	49227090

35. FINANCIAL INSTRUMENT BY CATEGORY:

[AMT. ₹]

PARTICULARS	2019-2020			2018-2019		
	FVTPL	FVTOCI	AMORTISED COST	FVTPL	FVTOCI	AMORTISED COST
Financial Assets						
- Investment	0	0	2054347367	0	0	2054347367
- Loans	0	0	5052134424	0	0	5791408251
- Trade Receivable	0	0	829009401	0	0	1244536340
- Cash & cash equivalents	0	0	42068928	0	0	34401102
- Other bank balances	0	0	79834907	0	0	213901946
- Other financial Assets	0	0	206994998	0	0	207897122
Financial Liabilities						
- Borrowings	0	0	1953275426	0	0	2797925512
- Trade Payables	0	0	184333540	0	0	177469328
- Other financial liabilities	0	0	1295188417	0	0	1016442563

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

36. FAIR VALUE OF FINANCIAL ASSETS & LIABILITIES MEASURED AT AMORTIZED COST:

[AMT. ₹]

Particulars	2019-2020		2018-2019	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets:				
Investment in Subsidiary	2054347367	2054347367	2054347367	2054347367
Loans	5052134424	5052134424	5791408251	5791408251
Trade Receivable	829009401	829009401	1244536340	1244536340
Cash & cash equivalents	42068928	42068928	34401102	34401102
Other bank balances	79834907	79834907	213901946	213901946
- Other financial Assets	206994998	206994998	207897122	207897122
Financial Liabilities:				
Borrowings	1953275426	1953275426	2797925512	2797925512
Trade Payables	184333540	184333540	177469328	177469328
Other financial liabilities	1295188417	1295188417	1016442563	1016442563

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

37. FINANCIAL RISK MANAGEMENT:-

The Company's activities expose it to market risk, liquidity risk and credit risk. In order to minimize any adverse effects on the financial performance of the company, derivative financial instruments, such as foreign exchange forward contracts, foreign currency option contracts are entered to hedge certain foreign currency risk exposures and interest rate swaps to hedge variable interest rate exposures. Derivatives are used exclusively for hedging purposes and not as trading or speculative instruments.

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

Risk	Exposure	Measurement	Management
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
Market Risk - Interest Rates	Variable Rate Borrowings	Sensitivity Analysis	Conversion of loan from higher interest rate to lower interest rate

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.

Financing Arrangements:

[AMT. ₹]

Particulars	2019-2020	2018-2019
Floating Rate:		
Expiring within 1 year	1082475417	1143677022
Expiring beyond 1 year	1759554557	2525819632

Maturities of financial liabilities (except current maturity of long term debts) as on:

[AMT. ₹]

Financial Liabilities	2019-2020			2018-2019		
	<3 month	3 to 12 month	Total	<3 month	3 to 12 month	Total
Non Derivative						
Unclaimed Dividend	0	4337170	4337170	0	4395625	4395625
Customer bookings refundable	0	25181269	25181269	0	28026957	28026957
Trade payable	184333540	0	184333540	177469328	0	177469328

Market Risk Management

Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company manages its cash flow interest rate risk by converting higher rate interest loan to lower rate interest loan.

Interest rate risk exposure

[AMT. ₹]

Particulars	2019-2020	2018-2019
Variable Rate borrowings	2842029974	3669496654
Fixed Rate Borrowings	375809245	112448839

At the end of reporting period the Company had the following variable rate borrowings.

[AMT. ₹]

Particulars	2019-2020			2018-2019		
	Average Interest Rate %	Balance	% of Total Loan	Average Interest Rate %	Balance	% of Total Loan
Cash credit From Bank	13.25%	98455436	3	13.25	159657041	4.00
Term Loan From Bank & NBFC	14.37%	2743574538	85	13.29	3509839613	93.00
Net Exposure		2842029974	88		3669496654	97.00

Sensitivity Analysis

[AMT. ₹]

Particulars	Impact on PBT		Impact on other Components of Equity	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Interest Rate increase by 50 basis points	(16177459)	(19086003)	0	0

Price Risk

The Company's exposure to equity securities price risk does not arise since company has measured investments at amortised cost.

38. CAPITAL MANAGEMENT:

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits to other stakeholders, and
- 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 & Other Bank Balances) divided by Total Equity

[AMT. ₹]

Particulars	2019-2020	2018-2019
Net Debt	3095935384	3533642445
Total Equity	7010888398	7673397815
Debt Equity Ratio	0.44	0.46

Dividends recognized as distributed to owners:

[AMT. ₹]

Particulars	2019-2020	2018-2019
Final Dividend	24613545	88608762
Tax on Dividend	5059387	18213793

39. INFORMATION CONCERNING CLASSIFICATION OF SECURITIES:

Assets Mortgaged as security		[AMT. ₹]	
Particulars	2019-2020	2018-2019	
Current			
Financial Asset:			
- First Charge	0	0	
- Floating Charge	13118057	45209929	
Non-Financial Asset:			
- First Charge	0	0	
- Floating Charge	6334750	6028813	
Non-Current			
First Charge	113723928	113368928	
Total assets mortgaged as security	133176735	164607670	

The details of security offered for the secured loans taken are as follows:

A. Loan from AU Small Finance Bank:

Charge secured by mortgage of immovable property and interest thereon of the group company and personal guarantee of promoter directors of the company.

B. Loan from Tamilnad Mercantile Bank Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and group company and personal guarantee of two promoter directors of the company & corporate guarantee of group company.

C. Loan from Karur Vysya Bank:

Charge secured by mortgage of immovable property and interest thereon of the group company and personal guarantee of promoter directors of the company & corporate guarantee of group company.

D. Loan from Axis Finance Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company & group company of the company and personal guarantee of two promoter directors of the company & corporate guarantee of group company.

E. Loan from IFCI Factors Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the group companies, pledge of shares of promoters, maintenance of F.D. with lien and personal guarantee of promoter directors of the company & corporate guarantee of group companies.

F. Loan from PHL Fininvest Pvt. Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and group company, hypothecation of receivables, outstanding moneys and claims, all rights, titles, interest, claims, benefits, demands and escrow account of two units of project of group company and corporate guarantee of the group company and personal guarantee of two promoter directors of the company.

G. Loan from SREI Equipment Finance Ltd.:

Charge secured by mortgage of immovable property of the promoter directors of the company and hypothecation of equipments of the company & personal guarantee of two promoter directors of the company.

H. Loan from PNB Housing Finance Ltd:

Charge secured by mortgage of immovable property and interest thereon, maintenance of F.D. with lien and hypothecation of receivables, book debts, outstanding moneys and claims, escrow accounts of project, etc of the company and its group company and personal guarantee of two promoter directors of the company & pledge of shares of group company.

I. Loan from Venus India Asset Finance Pvt. Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and personal guarantee of two promoter directors of the company.

J. Loan from Yes Bank Ltd.:

Charge secured by hypothecation of stocks of construction material and advances made for their purchases and equitable mortgage of land owned by company and personal guarantee of two promoter directors of the company.

K. Loans in respect of Vehicles are secured by the hypothecation of the vehicles financed through the loan agreement, viz. Motor Cars.

40. INCOME TAXES:**A. Tax (Credit)/Expense recognised in profit or loss**

[AMT. ₹]

Particulars	2019-2020	2018-2019
Current Tax	107497014	70000000
Deferred Tax	(186156067)	3373007
Total Income Tax Expenses	(78659053)	73373007

B. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate

[AMT. ₹]

Particulars	2019-2020	2018-2019
Profit Before Tax	(711495538)	185222990
Statutory Tax Rate (%)	26.00%	29.12%
Tax at statutory tax rate	(184988840)	53936935
Tax effects of amounts which are not deductible in calculating taxable income due to adjustments as per income tax act	106329787	19427033
Tax effects of difference between current tax rate and deferred tax rate	0	9039
Income Tax Expense	(78659053)	73373007

C. Current Tax Asset / (Liability)

[AMT. ₹]

Particulars	2019-2020	2018-2019
Income Tax asset at the beginning of the reporting period	0	0
Income Tax liability at the beginning of the reporting period	25700222	243889875
Increase in liability as per income tax adjustment	488247	64567530
Income Tax paid	26188469	308457405
Income Tax Refund	0	0
Current income tax payable for the year	(78659053)	(73373007)
Income Tax Asset at the end of the period	2732958	0
Income Tax Liability at the end of the period	0	25700222

D. Deferred Tax Assets/ (Liabilities)

[AMT. ₹]

Particulars	2019-2020	2018-2019
The balances comprises temporary differences attributable to :	5557329	5557329
Deferred Tax Assets		
Difference of WDV of fixed assets	(322683)	568520
Disallowances under the Income Tax Act, 1961	186025917	(6217361)
Deferred Tax Liabilities		
Disallowances under the Income Tax Act, 1961	(452833)	(2275834)
Difference of WDV of fixed assets	0	0
Net Deferred Tax Asset/(liability)	188340389	2184322

MOVEMENT IN DEFERRED TAX

[AMT. ₹]

For the year ended on March 31, 2019

Particulars	As at April 1, 2018	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2019
Deferred tax assets/(liabilities)				
Related to Fixed Assets	281232	568520		849752
Related to Income Tax Act, 1961	14638155	(6217361)		8420794
Related to Income Tax Act, 1961	(9362058)	2275834		(7086224)
TOTAL	5557329	(3373007)	0	2184322

For the year ended on March 31, 2020

Particulars	As at March 31, 2019	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2020
Deferred tax assets/(liabilities)				
Related to Fixed Assets	849752	(322683)		527069
Related to Income Tax Act, 1961	8420794	186025917		194446711
Related to Income Tax Act, 1961	(7086224)	452833		(6633391)
TOTAL	2184322	186156067	0	188340389

41. SEGMENT REPORTING:
Factors used to identify the entity's reportable segments, including the basis of organization:

For management purposes, the Company has only one reportable segment namely, Development of real estate property. The Managing Director of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

1. Information about Products and Services:

[AMT. ₹]

Product/Service	Revenue from the product	
	2019-2020	2018-2019
Real Estate Promotion & Development	17145156	948336533

2. Information about Geographical Areas:

[AMT. ₹]

Particulars	Within India	
	2019-2020	2018-2019
Revenues	17145156	948336533
Non Current Assets	4534434528	4356780005

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.

42. REVENUE FROM CONTRACTS WITH CUSTOMERS:
Disaggregated Revenue Information:

[AMT. ₹]

Particulars	Revenue from the product	
	2019-2020	2018-2019
Types of Product/Service		
Real Estate Promotion & Development	17145156	948336533
Geographical Disaggregation:		
Revenues within India	17145156	948336533
Timing of revenue recognition wise		
- At a point in time	17145156	948336533
- Over the period of time	0	0

Contract balances:

The following table provides information about receivables, contracts assets and contract liabilities from contracts with customers:

Particulars	[AMT. ₹]	
	2019-2020	2018-2019
Contract assets		
Trade Receivables	829009401	1244536340
Contract liabilities		
Booking advance received from customers	4808308	5522673
Customer Booking Refundable	25181269	28026957

Revenue recognised in relation to contract liabilities

[AMT. ₹]

Particulars	Contract liabilities	
	2019-2020	2018-2019
Revenue recognised that was included in the contract liability balance at the beginning of the period	714365	1674202

43. RELATED PARTY TRANSACTIONS:**Subsidiaries**

Gatil Properties Private Limited

Madhukamal Infrastructure Private Limited (Formerly Known as Essem Infra Private Limited)

Other Related Parties

Starnet Software (I) Limited

Madhuj Realty Private Limited

Madhumati Realty Private Limited

Sujan Developers Private Limited

Shaily Infrastructure Private Limited

Matang Properties Private Ltd.

Mahavir (Thaltej) Complex Pvt Ltd

Rohini Realty Private Limited

Ashish Modi - A.Mody Construction Co.

Anmol Patel

Ganesh Infrastructure (I) Private Limited

Medhbhuti Complex Private Limited

Ganeshsagar Infrastructure Private Limited

Maheshwari (Thaltej) Complex Private Limited

Martand Estate Private Ltd.

Maple Brandmark Pvt. Ltd.

Monsoon India Infrastructure Direct II Ltd.

Tarang Desai

Aneri Patel

Bharat Patel

Key Managerial Personnel

Shri Shekhar G. Patel

Shri Dipakkumar G. Patel

Key Managerial Personnel Compensation

[AMT. ₹]

Particulars	2019-2020	2018-2019
Short term employee benefits	24000000	24000000

(Related parties as identified by the company and relied upon by the auditors)

Nature of transactions with related parties and aggregate amount of such transactions for each class of related party balance outstanding as on 31/03/2020:-

PARTICULARS	2019-2020			2018-2019		
	SUBSIDIARY	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON	SUBSIDIARY	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON
BUSINESS ADVANCES:-						
SHAILY INFRASTRUCTURE PVT LTD.					119557803	
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)	2658824169			2872587160		
GATIL PROPERTIES PVT LTD.				780000		
MAHESHWARI (THALTEJ) COMPLEX PVT LTD					3933612	
MAHAVIR (THALTEJ) COMPLEX PVT LTD					1510000	
ADVANCES FOR PURCHASE OF LAND:-						
STARNET SOFTWARE (INDIA) LTD		1628858667			1949607667	
SHORT TERM UNSECURED LOAN REPAYABLE ON DEMAND:-						
GATIL PROPERTIES PVT LTD.	24424000					
INVESTMENT:-						
GATIL PROPERTIES PVT LTD.	1906957410			1906957410		
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)	147389957			147389957		
ADVANCE PAID FOR PURCHASE OF INVESTMENT:-						
MONSOON INDIA INFRASTRUCTURE DIRECT II LTD.		199930737			199930737	
TRADE RECEIVABLES:-						
STARNET SOFTWARE (INDIA) LTD					104395625	
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)				208800000		
SHAILY INFRASTRUCTURE PVT. LTD.					33573576	
REIMBURSEMENT OF EXPENSES:-						
SHAILY INFRASTRUCTURE PVT LTD					212161	
MADHUJ REALTY PVT LTD					109619	
MADHUMATI REALTY PVT LTD					26140	
MARTAND ESTATE PVT LTD.					4139	
MATANG PROPERTIES PVT LTD.					4139	
MEDHBHUTI COMPLEX PVT LTD					208749	
SUJAN DEVELOPERS PVT LTD -					233330	
MAPLE BRANDMARK PRIVATE LIMITED					18000	
ROHINI REALTY PRIVATE LIMITED		659148				
TRADE PAYABLES:-						
ASHISH MODI - SITING FEES			7470			23850
BHARAT J PATEL - SITING FEES			6480			9000
TARANG M DESAI - SITING FEES			6210			25830
ANERI D PATEL - SITTING FEES			4500			10980
DIPAKKUMAR GOVINDBHAI PATEL			42453475			42453475
SHEKHAR GOVINDBHAI PATEL			42453475			42453475
SHEKHAR GOVINDBHAI PATEL - UNPAID REMUNERATION			655496			655197

[AMT. ₹]

PARTICULARS	2019-2020			2018-2019		
	SUBSIDIARY	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON	SUBSIDIARY	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON
DIPAKKUMAR GOVINDBHAI PATEL - UNPAID REMUNERATION			654904			654605
ANMOL DIPAKKUMAR PATEL		144617			152674	
A. MODY CONSTRUCTION CO.			792			
Remuneration To Directors						
DIPAKKUMAR G. PATEL			12000000			12000000
SHEKHAR G. PATEL			12000000			12000000
INCOME :-						
MADHUKAMAL INFRASTRUCTURE PRIVATE LIMITED (FORMERLY KNOWN AS ESSEM INFRA PRIVATE LIMITED)				180000000		
SHAILY INFRASTRUCTURE PVT. LTD. - INTEREST INCOME					33573576	
EXPENSES :-						
SITTING FEES			86100			159000
DIRECTOR'S FOREIGN TRAVELLING EXP.			529168			983626
WORKS CONTRACT EXPENSES - ASHISH H. MODI - A. MODY CONSTRUCTION CO.			8862			1049365
SALARY TO ANMOL DIPAKKUMAR PATEL		2400000			2400000	
STAFF WELFARE EXP. – DR. TARANG DESAI			700000			

44. DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013.

The details of business advances & loans given for business purposes are as follows:-

[AMT. ₹]

PARTICULARS	BALANCE AS ON 31/03/2020	BALANCE AS ON 31/03/2019
A: Non Current Assets		
Financial Assets – Loan		
Business Advances given to others:		
Noopur Construction	0	7500000
Nisha Construction	0	7500000
TOTAL	0	15000000
B: Current Assets		
Financial Assets – Loan		
Business Advances to Subsidiary Companies:		
Gatil Properties Private Limited	0	780000
Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited)	2658824169	2872587160
TOTAL	2658824169	2873367160
Short Term Business Advances to Other Related Companies:		
Maheshwari (Thaltej) Complex Private Limited	0	3933612
Shaily Infrastructure Private Limited	0	119557803
Mahavir (Thaltej) Complex Private Limited	0	1510000
TOTAL	0	125001415
Short Term Business Advances to Others:		
Mahalaxmi Co-op Housing Society Limited	0	569366
Shangrila Funworld Private Limited	689324878	693764878
Yash Organiser Private Limited	36778444	38685646
TOTAL	726103322	733019890

45. CONTINGENT LIABILITIES:

- A. For the Asst. Year 2015-16 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 21.12.2019 u/s. 143(3) r.w.s. 264 of the I.T. Act, 1961 and has raised the demand of ₹ 1,54,55,229/-. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of Company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- B. For the Asst. Year 2017-18 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 18.12.2019 u/s. 143(3) of the I.T. Act, 1961 and has raised the demand of ₹ 83,32,370/-. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- C. The Company has given security & guarantee for term loan of ₹ 225.00 crores taken by Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited). The trustees for the said term loan are IDBI Trusteeship Services Limited in whose favour the guarantee is given. The outstanding balance of term loan as on 31st March, 2020 is ₹ 209.59 crores.
- D. There are several cases being for at various statutes level pertaining to taxation both direct & indirect, where the company has won the matter at lower level statutes and the concerned department has preferred an appeal.
- E. There are several cases filed by the company and against the company pertains to land disputes which are being fought at various statutes level. The no. of cases keeps on changing.

46. EMPLOYEE BENEFITS: DEFINED CONTRIBUTION PLAN

A. Define Contribution Plans:

Contribution to defined Contribution Plans recognised as expenses for the year are as under: [AMT. ₹]

PARTICULARS	2019-2020	2018-2019
Employer's contribution to Provident Funds	1285171	1350468
Employer's contribution to ESIC	170935	299361

B. Defined Benefit Plan:

The employees' gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The present value of obligation is determined on actuarial valuation, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Gratuity Disclosure Statement as Per Indian Accounting Standard 19 (Ind AS 19) :

PARTICULARS	2019-2020	2018-2019
Type of Benefit	Gratuity	Gratuity
Country	India	India
Reporting Currency	INR	INR
Funding Status	Funded	Funded
Starting Period	01-Apr-19	01-Apr-18
Date of Reporting	31-Mar-20	31-Mar-19
Period of Reporting	12 Months	12 Months
Assumptions (Previous Period)		
Expected Return on Plan Assets	7.76%	7.87%
Rate of Discounting	7.76%	7.87%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.

PARTICULARS	2019-2020	2018-2019
Assumptions (Current Period)		
Expected Return on Plan Assets	6.87%	7.76%
Rate of Discounting	6.87%	7.76%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.
Table showing change in the Present Value of Projected Benefit obligation		
Present Value of Benefit Obligation at the Beginning of the Period	35491717	31538386
Interest Cost	2754157	2482071
Current Service Cost	2786899	2478534
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	-	-
(Benefit Paid from the Fund)	(747086)	(4250310)
The Effect of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	1062106
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	3744569	362893
Actuarial (Gains)/Losses on Obligations - Due to Experience	1403878	1818037
Present Value of Benefit Obligation at the End of the Period	45434134	35491717
Table Showing Change in the Fair Value of Plan Assets		
Fair Value of Plan Assets at the Beginning of the Period	10703197	13214317
Interest Income	830568	1039967
Contributions by the Employer	-	1154756
Expected Contributions by the Employees	-	-
Assets Transferred In/Acquisitions	-	-
(Assets Transferred Out/ Divestments)	-	-
(Benefit Paid from the Fund)	(747086)	(4250310)
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations- paid from the fund)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	(218267)	(455533)
Fair Value of Plan Assets at the End of the Period	10568412	10703197
Amount Recognized in the Balance Sheet		
(Present Value of Benefit Obligation at the end of the Period)	(45434134)	(35491717)
Fair Value of Plan Assets at the end of the Period	10568412	10703197
Funded Status (Surplus/ (Deficit))	(34865722)	(24788520)
Net (Liability)/Asset Recognized in the Balance Sheet	(34865722)	(24788520)
Net Interest Cost for Current Period		
Present Value of Benefit Obligation at the Beginning of the Period	35491717	31538386
(Fair Value of Plan Assets at the Beginning of the Period)	(10703197)	(13214317)
Net Liability/(Asset) at the Beginning	24788520	18324069
Interest Cost	2754157	2482071
(Interest Income)	(830568)	(1039967)
Net Interest Cost for Current Period	1923589	1442104

Expenses Recognized in the Statement of Profit or Loss for Current Period	2019-2020	2018-2019
Current Service Cost	2786899	2478534
Net Interest Cost	1923589	1442104
Past Service Cost	-	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments and Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	4710488	3920638
Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period	2019-2020	2018-2019
Actuarial (Gains)/Losses on obligation for the Period	5148447	3243036
Return on Plan Assets, Excluding Interest Income	218267	455533
Change in Asset Ceiling	-	-
Net (Income)/Expense for the Period Recognized in OCI	5366714	3698569
Balance Sheet Reconciliation	2019-2020	2018-2019
Opening Net Liability	24788520	18324069
Expenses Recognized in Statement of Profit or Loss	4710488	3920638
Expenses Recognized in OCI	5366714	3698569
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	-	(1154756)
Net Liability/(Asset) Recognized in the Balance Sheet	34865722	24788520
Category of Assets	2019-2020	2018-2019
Government of India Assets	-	-
State Government Securities	-	-
Special Deposits Scheme	-	-
Debt Instruments	-	-
Corporate Bonds	-	-
Cash and Cash Equivalents	-	-
Insurance fund	10568412	10703197
Asset-Backed Securities	-	-
Structured Debt	-	-
Other	-	-
Total	10568412	10703197
Other Details	2019-2020	2018-2019
No of Active Members	127	132
Per Month Salary for Active Members	8574552	7864053
Weighted Average Duration of the Projected Benefit Obligation	12	11
Average Expected Future Service	13	13
Projected Benefit Obligation	45434134	35491717
Prescribed Contribution for Next Year (12 Months)	8574552	7864053
Net Interest Cost for Next Year	2019-2020	2018-2019
Present Value of Benefit Obligation at the End of the Period	45434134	35491717
(Fair Value of Plan Assets at the End of the Period)	(10568412)	(10703197)
Net Liability/(Asset) at the End of the Period	34865722	24788520
Interest Cost	3121325	2754157
(Interest Income)	(726050)	(830568)
Net Interest Cost for Next Year	2395275	1923589

Expenses Recognized in the Statement of Profit or Loss for Next Year	2019-2020	2018-2019
Current Service Cost	3273886	2786899
Net Interest Cost	2395275	1923589
(Expected Contributions by the Employees)	-	-
Expenses Recognized	5669161	4710488

Maturity Analysis of the Benefit Payments: From the Fund	2019-2020	2018-2019
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	3346489	2528833
2nd Following Year	3924401	2515121
3rd Following Year	3762821	3455098
4th Following Year	2401185	3316172
5th Following Year	3664744	2075766
Sum of Years 6 To 10	16362351	16042639
Sum of Years 11 and above	83120073	70251332

Maturity Analysis of the Benefit Payments: From the Employer	2019-2020	2018-2019
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	-	-
2nd Following Year	-	-
3rd Following Year	-	-
4th Following Year	-	-
5th Following Year	-	-
Sum of Years 6 To 10	-	-
Sum of Years 11 and above	-	-

Sensitivity Analysis	2019-2020	2018-2019
Projected Benefit Obligation on Current Assumptions	45434134	35491717
Delta Effect of +1% Change in Rate of Discounting	(4166671)	(3055397)
Delta Effect of -1% Change in Rate of Discounting	5029218	3654496
Delta Effect of +1% Change in Rate of Salary Increase	4971369	3645601
Delta Effect of -1% Change in Rate of Salary Increase	(4197852)	(3101816)
Delta Effect of +1% Change in Rate of Employee Turnover	(97926)	212046
Delta Effect of -1% Change in Rate of Employee Turnover	108632	(254215)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

NOTES:

Gratuity is payable as per company's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Value of asset provided by the client is considered as fair value of plan asset for the period of reporting as same is not evaluated by us.

Qualitative Disclosures:

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund.

The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G. Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

47. CORPORATE SOCIAL RESPONSIBILITY:

The Company has spent ₹ 7299778/- during the year (Previous Year: ₹ 12074195/-) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

(a) Gross amount required to be spent by the Company during the year ₹ 9636231/- (Previous Year: ₹ 12128055/-)

(b) Amount spent during the year on:

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
Year ended March 31, 2020			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	7299778	2336453	9636231
Year ended March 31, 2019			
(i) Construction / Acquisition of any Asset	0		
(ii) On purposes other than (i) above	12074195	53860	12128055

48. STANDARD ISSUED BUT NOT YET EFFECTIVE

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 01, 2020.

- 49.** World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020. Consequent to this, Government of India declared lockdown on March 23, 2020 and the Company suspended the operations in all ongoing projects in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of interruption in Project execution, supply chain disruption, unavailability of personnel etc. during the lock-down period.

The Company has made detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, investment properties, intangible assets, right of use assets, investments, inventory, advances, trade receivable, Deferred taxes, other financial and non financial assets etc. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic which may be different from that estimated as at the date of approval of these standalone financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it resumes its activities. Work has already restarted. Since it is only about ten weeks into the pandemic, the Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

A. Going Concern Basis:

Since 11th March 2020, as a consequences of COVID-19 out spread the operation of the company have been partially and adversely affected.

The future plans of the company to start a real estate project got delayed due to lockdown.

However, the management has disclosed that the operations were disrupted for a maximum period of 10 weeks and the company has inherent strength to recover losses caused by such disruption.

Hence, the going concern basis of the Company is not affected by the COVID-19.

B. Events occurring after balance sheet:

From March 11, 2020 the spread of COVID-19 has severely impacted many companies. The operations of our company has also been / are likely to be affected.

However, the company has determined that these events are non adjusting subsequent events. Accordingly, the financial position and results of operations as of and for the year ended 31st March 2020 have been not adjusted to reflect their impact.

C. Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property plant & equipment, Intangible assets, Revenue, Foreign Currency Transaction. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these standalone financial statements has used internal and external sources of information on the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the company financial statements may differ from that estimated as at the date of approval of these standalone financial statements.

D. Cash Flow:

Based on the Company's liquidity position at March 31, 2020 and review of cash flow projections (after applying sensitivity analysis) over the next twelve months, the management believes the Company will have sufficient liquidity to operation its businesses in the ordinary course.

E. Impairment:

Management has performed an impairment assessment of Property, Plant and Equipment and has concluded that no significant adjustments are required to the carrying values of such assets, beyond the impairment charge recorded in these standalone financial results.

F. Inventories:

Since March 2020 the spread of COVID-19 has severely impacted demand for the products of the company. Your company has carefully evaluated the closing balance of inventory as per AS-2. Your company is of the opinion that the cost price is still lower than the market price and hence the inventory has been valued at cost.

G. Trade Receivables:

Since March 2020 the spread of COVID-19 has severely impacted the liquidity position and profitability of the company. A few of the debtors have not been able to pay their dues as per the schedule. However, the company has detailed discussion with the customers and is of the opinion that while payments may get delayed there are no chances of bad debts.

H. Fair Value of Investments:

The company has invested ₹ 205.43 crores in two subsidiary Companies towards their equity. The said shares are not listed. It is possible that due to COVID-19 the operations of those Companies might get impacted and the value of investments may decline. However, Central Government, Banks and State Government are taking various steps and therefore the effect of COVID-19 on these companies is not certain as on today.

Hence, no changes in the fair value of the Company's investments are reflected in the standalone financial statements as at 31st March 2020.

I. Staff Benefits:

Since March 2020 the spread of COVID-19 has severely impacted the profitability and liquidity of the company. Hence the company has announced a scheme of reduction in salaries for a period of 02 months. The scheme envisages no cut in salary for employees drawing a gross salary up to a certain limit. Subsequently there is a pay cut for employees drawing a higher salary. The pay cut increases as the salary level increase.

J. Deferred Tax:

Deferred Tax Assets are recognised for unused tax losses with an assumption that tax profit shall be available against which the said losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised. Since this involves estimating future taxable profit it is at best an estimate.

K. Impact of COVID-19:

Management believes that it has taken into account all the known impacts arising from COVID-19 pandemic in the preparation of the standalone financial results. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. Management will continue to monitor any material changes to future economic conditions and the impact thereof on the Company, if any. The eventual outcome of the impact of the COVID-19 pandemic on the Company's business may be different from that estimated as on the date of approval of these standalone financial results.

As per our Report of even date
For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta
Proprietor
Membership No. 032812
UDIN:- 20032812AAAABN3617

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel
Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah
Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel
Managing Director
[DIN: 00005091]

Priti Kapadia
Company Secretary

Consolidated Financial Statements



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF:

GANESH HOUSING CORPORATION LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the accompanying consolidated financial statements of GANESH HOUSING CORPORATION LIMITED ("the company"), and its subsidiaries (together referred to as 'the Group') which comprise the Consolidated Balance Sheet as at 31st March, 2020, the Consolidated Statement of Profit and Loss (including other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated financial statement").

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

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our

responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER

We draw attention to Note no. 48 to the consolidated financial Statement which describe the uncertainties and the management's assessment of the financial impact due to lock-down and other restrictions and conditions related to COVID-19 pandemic situation for which a definitive assessment of the impact in subsequent period is highly dependent on future economic development and circumstances as they evolve.

Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matters to be communicated in our report.

The key audit matters	How our audit addressed the key audit matter
<p>Revenue recognition - refer note 22 to the consolidated financial statements</p> <p>Measurement of revenue recorded from sale of residential units</p> <p>Revenues from sale of residential units represents the largest portion of the total revenues of the Group.</p> <p>Revenue is recognised upon transfer of control of residential units to customers for an amount which reflects the consideration the Group expects to receive in exchange for those units. The point of revenue recognition is normally on handover of the unit to the customer on completion of the project, post which the contract becomes non-cancellable by the parties. The Group records revenue at a point in time upon transfer of control of residential units to the customers.</p>	<p>Our audit procedures on revenue recognition included the following:</p> <ul style="list-style-type: none"> Evaluation of the Group accounting policies for revenue recognition on sale of residential units are in line with the applicable accounting standards and their application to customer contracts including consistent application; Evaluation of the design and implementation and testing the operating effectiveness of key controls around approvals of contracts, milestone billing, handover letters and controls over collection from customers;

**The key audit matters**

Considering the volume of the Group projects, spread across different regions within the city and the competitive business environment, there is a risk of revenue being overstated (for example, through premature revenue recognition i.e. recording revenue prior to handover of unit to the customers) or understated (for example, through improperly shifting revenues to a later period) in order to present consistent financial results. Since revenue recognition has direct impact on the Holding Company's profitability, there is a possibility of the Group being biased, hence this is considered as a key audit matter.

How our audit addressed the key audit matter

- For samples selected, verifying the underlying documents – handover letter, sale agreement signed by the customer and the collections;
- Cut-off procedures for recording of revenue in the relevant reporting period;
- Site visits during the year for selected projects to understand the scope, nature, status and progress of the projects; and
- Considered the adequacy of the disclosures in note 22 to the consolidated financial statements in respect of recognising revenue for residential units.

Advance paid for purchase of Investments - refer note 4 to the consolidated financial statements

Assessment of advance paid for purchase of Investments represents a significant portion of the Group total assets.

The carrying value of advance for purchase of Investments are tested for executing agreement by the Company by comparing the valuation of investments in the same area for which advances have been given. Considering the quantum of the amount of carrying value of advances to total assets of the Group and significant estimates and judgements involved in assessing execute of agreement of advances for purchase of investments, this has been considered as a key audit matter

Our audit procedures to assess the recoverability of advance paid for purchase of Investments included the following:

- Enquiry with the Group personnel on the process of providing advance for purchase of Investments and test of key controls over such advances paid during earlier year;
- Enquiry with the Group personnel also covered obtaining reasons on the long-standing advance for purchase of Investments and understanding Group plan for conversion of the advance for purchase of Investments to Investments;
- For our samples, verified the underlying agreements or Memorandum of understanding in possession of the Group, based on which advance for purchase of Investments were given, to assess the Company's rights over the investments in subject;

Inventories - refer note 7 to the consolidated financial statements**Assessment of net realisable value (NRV) of inventories:**

Inventories on construction of residential units comprising ongoing and completed projects, initiated but unlaunched projects and land stock, represents a significant portion of the Group total assets.

The Group recognises profit on the sale of each commercial & residential unit with reference to the overall profit margin depending upon the total cost incurred on the project. A project comprises multiple units, the construction of which is carried out over a number of year. The recognition of profit for sale of a unit, is therefore dependent on the estimate of future selling prices and construction costs. Further, estimation uncertainty and exposure to cyclicalities exists within long- term projects.

Forecasts of future sales are dependent on market conditions, which can be difficult to predict and be influenced by political and economic factors.

Considering the significance of the amount of carrying value of inventories and the involvement of significant estimation and judgement in assessment of NRV, this is considered as a key audit matter.

Our audit procedures to assess the net realisable value (NRV) of inventories included the following:

- Enquiry with the Group personnel to understand the basis of computation and justification for the estimated recoverable amounts of the unsold units ("the NRV assessment");
- Assessing the Group valuation methodology for the key estimates, data inputs and assumptions adopted in the valuation. This involved comparing expected average selling prices with published data such as recently transacted prices for similar properties located in nearby vicinity of each project and the sales budget maintained by the Company;
- While analyzing the expected average selling price, we have performed a sensitivity analysis on the selling price and compared this to the budgeted cost;
- For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation; and
- Verifying the NRV assessment and comparing the estimated construction costs to complete each development with the Group updated budgets;

The key audit matters	How our audit addressed the key audit matter
<p>Land advances - refer note 11 to the consolidated financial statements</p> <p>Assessment of recoverability of land advances Land advance represents a significant portion of the Group total assets.</p> <p>Land advance represents the amount paid towards procurement of land parcels to be used in the future for construction of commercial and residential projects. These advances are carried at cost less impairment losses. These land advances will be converted into land parcels as per the terms of the underlying contracts under which these land advances have been given.</p> <p>The carrying value of advances are tested for recoverability by the Group by comparing the valuation of land parcels in the same area for which land advances have been given.</p> <p>Considering the quantum of the amount of carrying value of land advances to total assets of the Company and significant estimates and judgements involved in assessing recoverability of land advances, this has been considered as a key audit matter</p>	<p>Our audit procedures to assess the recoverability of land advances included the following:</p> <ul style="list-style-type: none"> • Enquiry with the Group personnel on the process of providing land advances and test of key controls over such land advances paid during the year; • Enquiry with the Group personnel also covered obtaining reasons on the long-standing land advances and understanding Group plan for conversion of the land advances to land stock; • For our samples, verified the underlying agreements or Memorandum of understanding in possession of the Group, based on which land advances were given, to assess the Group rights over the land parcels in subject; • For our samples, obtained the fair valuation reports of such land parcels for assessing the valuation methodology, key estimates and assumptions adopted in the valuation.; and • For our samples, verified the published guidelines values for the area in which these land parcels are situated
<p>Business Advances to group companies & Other Advances (refer to note 11 and 42 to the consolidated financial statements)</p> <p>The carrying amount of the advances represents 27.78% of the Group total assets respectively.</p> <p>The Group has extended other advances to enterprises that are assessed for recoverability at each period end.</p> <p>The Group has given total advances of ₹ 381.02 crores. Out of this ₹ 163.29 crores are given to related parties as purchase of land on behalf of the Group. ₹ 0.50 crores are given to others as business advances for purchase of land on behalf of the Group and other miscellaneous advances at 31 March 2020.</p> <p>Due to the nature of the business in the real estate industry, the Group is exposed to heightened risk in respect of the recoverability of the business advances granted to the aforementioned related parties.</p> <p>There is also judgment involved as to the recoverability of the working capital and project specific business advances, which rely on a number of property developments being completed over the time period specified in agreements.</p>	<p>Recoverability of business advances to group companies:</p> <p>Our audit procedures included:</p> <ul style="list-style-type: none"> • We reviewed the controls in place for issuing new business advances and evidenced the Board/ CFO approval obtained. We obtained management's assessment of the recoverability of the business advances, which includes cash flow projections over the duration of the business advances. These projections are based on underlying property development appraisals; • We tested cash receipts received in relation to these business advances during the year through to bank statement; and • We have obtained independent confirmations to ensure completeness and existence of business advances held by related parties as on 31 March 2020.

**The key audit matters****Evaluation of uncertain tax positions**

The Company is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements.

Refer Note 44 to the financial statements.

How our audit addressed the key audit matter

Our audit procedures include the following substantive procedures:

- Obtained understanding of key uncertain tax positions; and
- We along with our internal tax experts –
 - Read and analysed select key correspondences, external legal opinions / consultations by management for key uncertain tax positions;
 - Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and
 - Assessed management's estimate of the possible outcome of the disputed cases.

OTHER INFORMATION

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the consolidated financial statements and our auditors' report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other consolidated comprehensive income, consolidated cash flows and consolidated changes in equity of the Group 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. The management and Board of Directors of the companies included in the Group are responsible for

maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Board of Directors is also responsible for overseeing the Group financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company and its subsidiary companies which are companies incorporated in India, has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements.

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

We communicate with those charged with governance of the Holding Company and its subsidiaries included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

On account of the COVID-19 related lockdown restriction, Management was not able to perform the year end physical verification of Inventories. Consequently, we have performed alternative audit performance to audit existence of inventory as per guidance provided in SA 501 "Audit Evidence- Specific consideration to Selected items" which includes cyclical counts performed by the management during the year, roll forward procedures and their supporting documents relating to purchases, production and sales and have obtained sufficient audit evidence to issued our unmodified opinion on these consolidated financial results.

Report on other legal and regulatory requirements

1. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and beliefs were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
 - b. In our opinion proper books of accounts as required by Law relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examinations of those books;



- c. The Consolidated Balance Sheet, Consolidated Statement of Profit and Loss including Consolidated Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d. In our opinion, the aforesaid consolidated 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, 2020, taken on record by the Board of Directors of the companies and its subsidiary companies incorporated in India, none of the directors of the Group is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and its subsidiary companies and the operating effectiveness of such controls, refer to our separate report in Annexure–A.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2020 on the consolidated financial position of the Group. Refer Note No 44 [A to E] to the consolidated financial statements.
 - ii. The Company and its subsidiary companies did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its subsidiary companies during the year ended 31st March, 2020.

For **PURNESH R. MEHTA & CO.**

Chartered Accountants

FRN: 142830W

PURNESH MEHTA

Proprietor

Membership No.: 032812

UDIN: 20032812AAAABO6410

Place: Ahmedabad

Date: 30/06/2020

ANNEXURE - A TO THE INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF:

GANESH HOUSING CORPORATION 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 Ganesh Housing Corporation Limited ("the Company") and its subsidiaries which are companies incorporated in India (together referred to as 'the Group') as of March 31, 2020 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The respective Board of Directors of the Group are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Group 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 Group 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 Group internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

The Group 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. The Group 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 Group; (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 Group are being made only in accordance with authorisations of management and directors of the Group; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Group 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 Group have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Group 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: 30/06/2020

For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

PURNESH MEHTA
Proprietor
Membership No.: 032812
UDIN: 20032812AAAABO6410

CONSOLIDATED BALANCE SHEET

AS AT 31ST MARCH 2020

[AMT. ₹]

Particulars	Notes	As at the end of Current Reporting Period 31-03-2020	As at the end of Previous Reporting Period 31-03-2019
ASSETS			
Non-current assets			
Property Plant and Equipment	1	2058052520	2076137698
Capital Work-In-Progress		22947629	983621
Goodwill		171730019	171730019
Other Intangible assets	2	1018667	253686
Financial Assets			
Loans	3	0	15000000
Other Financial Assets	4	206994998	231475375
Deferred Tax Assets (Net)	5	769158323	505764152
Current Tax Assets (Net)	6	14310920	0
		3244213076	3001344551
Current assets			
Inventories	7	5375916329	8153471698
Financial Assets			
Trade Receivables	8	843015770	1063790867
Cash and Cash Equivalents	9	47645644	99619998
Bank balances other than above	10	119630085	331900396
Loans	11	3810230600	4328404410
Other Current Assets	12	276105475	483246230
		10472543903	14460433599
		13716756979	17461778150
TOTAL ASSETS			
Equity			
Equity Share capital	13	492270900	492270900
Other Equity	14	5749956053	6980111451
		6242226953	7472382351
Non-controlling Interest			
		930962124	926743104
Total Equity		7173189077	8399125455
Non-current Liabilities			
Financial Liabilities			
Borrowings	15	3351130805	4725704362
Other non-current liabilities	16	116519740	146553220
		3467650545	4872257582
Current Liabilities			
Financial Liabilities			
Borrowings	17	485801503	304256946
Trade payables	18		
- Total outstanding dues of micro enterprises and small enterprises		31839102	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises		313900545	375243660
Other current financial liabilities	19	1555218729	1675589350
Other current liabilities	20	689157478	1827945842
Current Tax Liabilities (Net)	21	0	7359315
		3075917357	4190395113
		13716756979	17461778150
TOTAL EQUITY AND LIABILITIES			
Significant Accounting Policies & Notes Forming Part of Accounts	1 to 48		

As per our Report of even date
For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta

Proprietor
Membership No. 032812
UDIN:- 20032812AAAABO6410

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel

Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah

Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel

Managing Director
[DIN: 00005091]

Priti Kapadia

Company Secretary

CONSOLIDATED STATEMENT OF PROFIT & LOSS

FOR THE YEAR ENDED ON 31ST MARCH 2020

[AMT. ₹]

Particulars	Notes	For the Current Reporting Period 2019 -2020	For the Previous Reporting Period 2018 -2019
I Income:-			
Revenue from Operations	22	2750218886	2610968684
Other Income	23	23092206	61088224
Total Income		2773311092	2672056908
II Expenses :-			
Project Expenses	24	162277183	699970335
Changes in Inventories	25	2763468821	872975109
Employee Benefits Expenses	26	158202970	153347424
Finance Cost	27	798839511	917463322
Other Expenses	28	193391544	175900161
Depreciation And Amortisation Expenses		20742775	22621194
Total Expenses		4096922804	2842277545
III Profit /(Loss) Before Tax		(1323611712)	(170220637)
IV Less: Tax Expenses:			
Current Tax		(136045905)	(69993830)
Deferred Tax		263394171	505681386
		127348266	435687556
V Profit/ (Loss) for the period		(1196263446)	265466919
VI Other Comprehensive Income		0	0
Total of other Comprehensive Income		0	0
VII Total Comprehensive Income for the Period		(1196263446)	265466919
Total Comprehensive Income Attributable to			
Owners of the Company		(1200482466)	265584392
Non-Controlling Interests		4219020	(117473)
		(1196263446)	265466919
VIII Earning per Share [In ₹]	31		
(Face Value of ₹10 Per Share)			
- Basic		(24.39)	5.40
- Diluted		(24.39)	5.40
IX Significant Accounting Policies & Notes Forming Part Of Accounts	1 to 48		

As per our Report of even date
For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta

Proprietor
Membership No. 032812
UDIN:- 20032812AAAABO6410

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel

Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah

Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel

Managing Director
[DIN: 00005091]

Priti Kapadia

Company Secretary

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR 2019-2020

[AMT. ₹]

Particulars	2019-2020	2018-2019
A Cash Flow From Operating Activities:		
Profit/(Loss) Before Tax	(1323611712)	(170220637)
Provision For Taxation	(136045905)	(69993830)
	(136045905)	(69993830)
Net Profit/(Loss) After Tax	(1459657617)	(240214467)
Add/Less Adjustments For		
Depreciation & Amortisation	20742775	22621194
Finance Cost	798839511	917463322
Employees Stock option scheme	0	(1962335)
Interest Income	(23092206)	(61088224)
Adjustments relating to IND AS-115	0	(1105500470)
	796490080	(228466513)
Operating Profit Before Working Capital Changes	(663167537)	(468680980)
Add/Less Adjustments For		
Inventories	2777555369	(3048991443)
Trade & Other Receivables	220775097	3193057546
Other Current Assets	217310212	379142786
Trade Payables	(29504013)	191378814
Other Current Liabilities	(1231566423)	1355771791
	1954570242	2070359494
Taxes Paid (Net)	(64985357)	(309645851)
Net Cash Generated From Operations	1889584885	1760713643
B Cash Flow From Investing Activities :		
Purchase of Fixed Assets	(6600155)	(18914620)
Capital Work In Progress	(21964008)	(983621)
Sale of Fixed Assets	3177577	3242981
Movement In Investments	0	100100
Movement In Loans & Advances	533173810	796508866
Interest Received	23092206	61088224
Net Cash Used In Investing Activities	530879430	841041930

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR 2019-2020

[AMT. ₹]

Particulars	2019-2020	2018-2019
C Cash Flow From Financing Activities :		
Changes in Share Capital	0	0
Changes in Security Premium	0	0
Changes in Borrowings	(1193029000)	(1119967761)
Finance Cost Paid	(798839511)	(917463322)
Changes due to Non Controlling Interest	0	(117473)
Changes due to Subsidiary	0	(17543870)
Dividend Paid (Including Dividend Distribution Tax)	(29672932)	(106822555)
Net Cash Used In Financing Activities	(2021541443)	(2161914981)
Net Increase In Cash And Cash Equivalents	(264244665)	(28840388)
Opening Balance of Cash And Cash Equivalents	431520394	460360782
Closing Balance of Cash And Cash Equivalents*	167275729	431520394
Components of Cash and Cash Equivalents		
Cash on hand	881408	1554798
Balances with Banks*	46764236	98065200
Other Balances other than above	119630085	331900396
Total	167275729	431520394

* Include towards Unclaimed Dividend of ₹ 4330578/- (Pre. Yr. ₹ 4388946/-)

Significant Accounting Policies

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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 **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta
Proprietor
Membership No. 032812
UDIN:- 20032812AAAABO6410

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel
Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah
Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel
Managing Director
[DIN: 00005091]

Priti Kapadia
Company Secretary

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED ON 31ST MARCH 2020

A. EQUITY SHARE CAPITAL

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Balance at the beginning of the year	492270900	492270900
Changes in Equity Share capital During the year	0	0
Balance at the end of the reporting period	492270900	492270900

B. OTHER EQUITY

[AMT. ₹]

PARTICULARS	Share applica tion money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debenture Redemption Reserve	Employee Stock Option Outstanding	Total
			Capital Reserve	Securities Premium Reserve	General Reserves	Retained Earnings/ profit & loss			
Balance as at 01/04/2018	0	0	169675529	2329457081	587585910	4977950208	333000000	1962335	8399631063
Total Comprehensive Income for the year	0	0	0	0	0	265584392	0	0	265584392
Dividends	0	0	0	0	0	(88608762)	0	0	(88608762)
Tax on Dividends	0	0	0	0	0	(18213793)	0	0	(18213793)
Adjustment Due to Subsidiary	0	0	0	0	0	(470818644)	0	0	(470818644)
Adjustments relating to IND AS-115	0	0	0	0	0	(1105500470)	0	0	(1105500470)
Employee Stock Options (Net)	0	0	0	0	0	0	0	(1962335)	(1962335)
Transfer to Share Capital on Issue of Bonus Shares	0	0	0	0	0	0	0	0	0
Transfer from Debenture Redemption Reserve to General Reserve	0	0	0	0	193000000	0	(193000000)	0	0
Addition during the year	0	0	0	0	0	0	0	0	0
Balance as at 01/04/2019	0	0	169675529	2329457081	780585910	3560392931	140000000	0	6980111451
Total Comprehensive Income for the year	0	0	0	0	0	(1200482466)	0	0	(1200482466)
Dividends	0	0	0	0	0	(24613545)	0	0	(24613545)
Tax on Dividends	0	0	0	0	0	(5059387)	0	0	(5059387)
Employee Stock Options (Net)	0	0	0	0	0	0	0	0	0
Transfer from Debenture Redemption Reserve to General Reserve	0	0	0	0	140000000	0	(140000000)	0	0
Addition during the year	0	0	0	0	0	0	0	0	0
Balance as at 31/03/2020	0	0	169675529	2329457081	920585910	2330237533	0	0	5749956053

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

NOTE-1 PROPERTY, PLANT & EQUIPMENT

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK		
	AS AT 01-04-2019	ADDITION DURING YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	DEPRECIATION / AMORTISATION DURING THE YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	AS AT 31-03-2020	AS AT 31-03-2019
	[AMT. ₹]								
TANGIBLE ASSETS:									
LAND	1927532433	0	0	1927532433	0	0	0	1927532433	1927532433
OFFICE PREMISES	135510637	0	3181594	132329043	5739842	172353	34099859	98229184	106978267
PLANT & MACHINERY	2684569	0	63630	2620939	202590	43635	1683648	937291	1159876
FURNITURE & FIXTURES	28663771	275612	0	28939383	2782053	0	21249164	7690219	10196660
VEHICLES	67810952	0	590987	67219965	7527787	454479	50324383	16895582	24559877
OFFICE EQUIPMENTS	20492312	1148950	31050	21610212	2051868	27234	17652624	3957588	4864322
COMPUTER	3400333	3877327	135000	7142660	1905350	126983	4332437	2810223	846263
TOTAL	2186095007	5301889	4002261	2187394635	20209490	824684	129342115	2058052520	2076137698
PREVIOUS YEAR	2170993137	18900619	3798749	2186095007	21948222	555768	109957309	2076137698	

NOTE-2 OTHER INTANGIBLE ASSETS

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION / AMORTISATION			NET BLOCK		
	AS AT 01-04-2019	ADDITION DURING YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	DEPRECIATION / AMORTISATION DURING THE YEAR	DEDUCTIONS DURING YEAR	AS AT 31-03-2020	AS AT 31-03-2020	AS AT 31-03-2019
	[AMT. ₹]								
INTANGIBLE ASSETS:									
SOFTWARE	2025475	1298266	1961534	1362207	533285	1961534	343540	1018667	253686
TOTAL	2025475	1298266	1961534	1362207	533285	1961534	343540	1018667	253686
PREVIOUS YEAR	3790295	14001	1778821	2025475	672972	1778821	1771789	253686	

NOTE-3 LOANS [NON CURRENT] [UNSECURED, CONSIDERED DOUBTFUL]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
NON CURRENT LOANS & ADVANCES:-		
Business Advances to Others [Refer Note No. 41(A) for details]	0	15000000
TOTAL	0	15000000

NOTE-4 OTHER FINANCIAL ASSETS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance paid for purchase of Investments	199930737	199930737
Service Tax recoverable from members	854988	935118
Electricity, AUDA, Legal charges receivable for projects	6209273	30609520
TOTAL	206994998	231475375

NOTE-5 DEFERRED TAX ASSETS (NET)

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Deferred Tax Assets:-		
Timing Difference :-		
Related to Fixed Assets	527069	857180
Related to Income Tax Act, 1961	775264645	511993196
Total-A	775791714	512850376
Deferred Tax Liabilities:-		
Timing Difference :-		
Related to Income Tax Act, 1961	6633391	7086224
Total-B	6633391	7086224
Net Deferred Tax Assets = Total A-B	769158323	505764152

NOTE-6 CURRENT TAX ASSETS [NET]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance payment of Income Tax & TDS	18110920	0
Less:-		
Provision for Income Tax	3800000	0
TOTAL	14310920	0

NOTE-7 INVENTORIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
INVENTORIES (As taken, valued & certified by Management)		
Raw-materials	8926612	23013160
Work-In-Process & Finished Goods (Construction Projects)	5366989717	8130458538
TOTAL	5375916329	8153471698

NOTE-8 TRADE RECEIVABLES
[UNSECURED, CONSIDERED GOOD]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
- Considered Good - Secured	0	0
- Considered Good - Unsecured	843015770	1063790867
TOTAL	843015770	1063790867

NOTE-9 CASH & CASH EQUIVALENTS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Cash on hand	881408	1554798
Balances with Banks :		
In other accounts	46764236	98065200
TOTAL	47645644	99619998

NOTE-10 OTHER BANK BALANCES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Balances with Banks & NBFCs' :		
- In FD Accounts > 12 months	115299507	327511450
- In unpaid dividend account	4330578	4388946
TOTAL	119630085	331900396

NOTE-11 LOANS [CURRENT]
[UNSECURED, CONSIDERED GOOD]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SHORT TERM LOANS & ADVANCES:-		
Business Advances to related parties:-		
- Other Related Parties	0	125001415
[Refer Note No. 41 (B) for details]	0	125001415
Business Advances to Others [Refer Note No. 41 (B) for details]	2136258345	2149174806
Advances for Purchase of land to:		
- Related Party	1632996834	1953745834
- Others	5016000	5106000
	1638012834	1958851834
Advances to Others #	1633874667	1954713667
# Includes staff loan, prepaid expenses & reimbursement.	35959421	95376355
TOTAL	3810230600	4328404410

NOTE-12 OTHER CURRENT ASSETS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Advance to Suppliers	829059	1470976
Registration deposit	1489393	1393283
GST & Service Tax (Input)	32458099	120344619
Interest Income Acrued but not due	48696	383792
Advance payment of Income Tax & TDS	1149553408	1345967353
Less:-		
Provision for Income Tax	908273180	986313793
	241280228	359653560
TOTAL	276105475	483246230

NOTE-13 EQUITY SHARE CAPITAL :

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
AUTHORISED:-		
5,00,00,000 (Previous year 5,00,00,000) Equity Shares of ₹10/- each	500000000	500000000
	500000000	500000000
ISSUED, SUBSCRIBED AND PAID UP CAPITAL:-		
4,92,27,090 (Previous year 4,92,27,090) Equity shares of ₹10/- each fully paid up	492270900	492270900
TOTAL	492270900	492270900

NOTE :
13.1. The reconciliation of number of shares at the beginning of the year and at the end of the year is set out below:

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Equity shares at the beginning of the year	49027090	49027090
Add: Shares issued during the year	0	0
Equity shares at the end of the year	49027090	49027090

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

[AMT. ₹]

Particulars	As at 31 March 2020		As at 31 March 2019	
	NO. OF SHARES	% OF HOLDING	NO. OF SHARES	% OF HOLDING
Dipakkumar G. Patel	11758752	23.89	11758752	23.89
Shekhar G. Patel	13306662	27.03	13306662	27.03

13.3. Right, Preferences and Restrictions attached to shares:

The company has one class of equity shares having a par value of ₹ 10/- each. Each shareholder is eligible for one vote per share held. The dividend 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.

13.4. 16334273 Equity shares of ₹ 10/- each are allotted, in the ratio of 1 equity share to the holder of 2 equity shares, as fully paid up

Bonus Shares by capitalisation of profits in F.Y. 2016-17.

13.5. 224271 Equity shares of ₹ 10/- each fully paid up are allotted during F.Y. 2017-18 on conversion of options under ESOP 2010 Scheme.
NOTE-14 OTHER EQUITY

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
(a) SECURITY PREMIUM		
Balance As Per Last Balance Sheet	2329457081	2329457081
	2329457081	2329457081
(b) GENERAL RESERVE		
Balance As Per Last Balance Sheet	780585910	587585910
Add : Transfer from Debenture Redemption Reserve	140000000	193000000
	920585910	780585910

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
(c) DEBENTURES REDEMPTION RESERVE		
Balance As Per Last Balance Sheet	140000000	333000000
Less : Transfer to General Reserve	(140000000)	(193000000)
	0	140000000
(d) Employees' Stock Option outstanding		
Less: Deferred Employees' Compensation	0	1962335
	0	(1962335)
(e) CAPITAL RESERVE		
Balance As Per Last Balance Sheet	169675529	169675529
	169675529	169675529
(f) PROFIT & LOSS		
Balance As Per Last Balance Sheet	3560392931	4977950208
Add : Adjustment Due to Subsidiary	0	(470818644)
Less : Adjustments relating to IND AS-115	0	(1105500470)
Add : Transfer from Profit & Loss Statement	(1200482466)	265584392
	2359910465	3667215486
Less: Appropriation:-		
Dividend on Equity Shares	24613545	88608762
[Dividend per Share ₹ 0.50 on (Pre. Yr. ₹ 1.80)]		
Tax on dividend	5059387	18213793
	29672932	106822555
	2330237533	3560392931
TOTAL	5749956053	6980111451

NOTE-15 NON CURRENT BORROWINGS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SECURED:-		
A) Term Loans:		
(I) From Banks	287238633	410366479
(II) From Others - [NBFC]	3062426120	4310062075
	3349664753	4720428554
B) Vehicle Loans:-		
(I) From Banks	1466052	5275808
TOTAL	3351130805	4725704362

[Refer note no. 36 for security details]

Maturity Profile of Secured Term Loans are as set out below:

[AMT. ₹]

Particulars	Current		Non Current	
	2020-21	2021-22	2022-23	2023-24 & Beyond
Term Loans from Banks	236361190	188185737	83852148	16666800
Term Loans from Others	1258149258	1337587659	1099838461	625000000

NOTE-16 OTHER NON CURRENT LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
OTHER NON CURRENT LIABILITIES		
OTHER LONG TERM LIABILITIES:-		
Statutory liabilities	116519740	146553220
TOTAL	116519740	146553220

NOTE-17 CURRENT BORROWINGS

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
SECURED:-		
- From Bank : Cash Credit Facility From Banks [Refer note no. 36 for security details]	98455436	159657041
	98455436	159657041
UNSECURED & REPAYABLE ON DEMAND:-		
Intercompany loan:-		
- From Related Party	293058	293058
- From others	387053009	144306847
	387346067	144599905
TOTAL	485801503	304256946

Note:- All unsecured loans are repayable on demand. As they are repayable on demand, they are shown as current borrowing.

NOTE-18 TRADE PAYABLES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
- Total outstanding dues of micro enterprises and small enterprises	31839102	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises [Refer Note No. 30 for details]	313900545	375243660
TOTAL	345739647	375243660

NOTE-19 OTHER CURRENT FINANCIAL LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Current maturities of Secured long term debts	1494510448	1600726837
Interest Accrued but not Due	1106185	0
Unpaid / Unclaimed Dividends	4337170	4395625
Customer Booking Refundable	55264926	70466888
TOTAL	1555218729	1675589350

NOTE-20 OTHER CURRENT LIABILITIES

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Other Payables *	404867478	212029678
Statutory Liabilities	53158922	81026515
Booking advance received from customers	231131078	1534889649
TOTAL	689157478	1827945842

* Includes Retention money of Suppliers, Unpaid Expenses & credit balance of bank due to reconciliation.

NOTE-21 CURRENT TAX LIABILITIES [NET]

[AMT. ₹]

Particulars	As at 31 March 2020	As at 31 March 2019
Provision for Income Tax	0	50000000
Less:-		
Advance payment of Income Tax, TDS & WT	0	42640685
	0	7359315
TOTAL	0	7359315

NOTE-22 REVENUE FROM OPERATIONS

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Sales from construction related activities	2701078209	1891228110
Other Operating Income:-		
Project Management Services	0	132558720
Stock Transfer to Fixed Assets	0	3181594
Profit on Sale of Investment	0	535092588
Profit on sale of Fixed Assets	1979863	0
Miscellaneous Income	27248839	23289565
Notional Corporate Guarantee Fees Income	10522382	9557215
Sundry Balances written off	9389593	16060892
[Refer Note No. 39 for details]		
TOTAL	2750218886	2610968684

NOTE-23 OTHER INCOME

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Interest income :-		
- from Banks	3105816	10281780
- from Others	19986390	50806444
TOTAL	23092206	61088224

NOTE-24 PROJECT EXPENSES

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Architect Fee	5310000	360000
Carting Exp	879	77380
Electric Exp.	722599	1060519
Labour Exp.	237814	409104
Land Exp.	0	268390
Machinery Rent	0	149190
Professional Charges	157000	46440
Raw Material Consumptions	50470	539266
Repairs & Maintenance Exp.	35305	410742
Site Exp.	202199	89053
Site Office Exp.	33872	108082
Site Security Exp.	818396	689249
Works Contract Expenses	0	13666724
Residential & Commercial center Project construction Expenses	138051698	643389536
Township Project Construction Expenses	16656951	38124588
Corporate park Project Construction Expenses	0	582072
TOTAL	162277183	699970335

NOTE-25 CHANGES IN INVENTORIES

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
CLOSING STOCK:-		
Stock of WIP & Finished Goods	5366989717	8130458538
	5366989717	8130458538
LESS: OPENING STOCK:-		
Stock of WIP & Finished Goods	8130458538	5071200461
Add: Adjustments relating to IND AS-115	0	3932233186
	8130458538	9003433647
(Increase) / Decrease in stock = TOTAL	2763468821	872975109

NOTE-26 EMPLOYEE BENEFIT EXPENSES

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Salary, Allowances & Bonus Expenses	125661801	118909239
Directors' Remuneration	24000000	24000000
Contribution to Provident Fund & ESIC	1456106	1649829
Contribution to Gratuity Fund	4002885	4002885
Staff Welfare Expenses	3082178	4785471
TOTAL	158202970	153347424

NOTE-27 FINANCE COST

Particulars	[AMT. ₹]	
	Year ended 31 March 2020	Year ended 31 March 2019
Bank Charges	85557	57619
Bank Guarantee Commission Exp.	296958	0
Loan Processing Charges	0	8500000
Amortisation of finance cost as per EIR method	7602215	15642702
	7984730	24200321
Interest to:-		
- Banks	98352705	137542736
- Others	686194933	748362210
- Late payment of taxes	5445798	6684363
Finance Charges	861345	673692
	790854781	893263001
TOTAL	798839511	917463322

NOTE-28 OTHER EXPENSES

[AMT. ₹]

Particulars	Year ended 31 March 2020	Year ended 31 March 2019
ADMINISTRATIVE & OTHER EXPENSES:-		
Appeal Fees	4500	500
Audit Fees	201000	201000
Miscellaneous Exp.	34345	37815
Computer Consumable	425396	612216
Conveyance Expenses	234963	300317
C.S.R. Expenses	7355778	18074195
Postage & Courier Charges	100112	331214
Depository & Share Transfer Agent Exp.	721874	702320
Donation	120000	301000
Electric Expenses	4965244	4858604
Filing Fees	31500	49182
GST Expenses	78179079	26645575
Insurance Expenses	563630	500487
Internet & Website Expenses	660902	562113
Legal Expenses	956926	2138479
Loss on sale of Fixed assets	8017	11981
Mobile Phone Exp.	582010	741713
Motor-Car Exp.	4640896	4855241
Municipal Tax	3359305	3007882
Office & Office Maintenance Expenses	5530786	4066395
Penalty	142992	502000
Professional Fees	30019647	27503200
Professional Tax	4800	4800
Rent & Maintenance Exp.	498888	1133283
Repair & Maintenance Expenses	3685083	5776942
Security Service Charges	3822702	3691002
Service Tax , SBC & KKC Exp.	1271054	1957932
Site Maintenance Expenses	159533	9839517
Sitting Fees - Directors	86100	159000
Stationery,Printing, Typing & Xerox Expenses	751608	1376656
Sundry balances written off	22921261	205234
Telephone Exp.	230077	371999
Travelling Exp.	1152831	4282050
	173422839	124801844
MARKETING EXPENSES:-		
Advertisement Expenses	11340301	27515839
Brochure Exp.	0	1031600
Brokerage Exp.	3573208	14358831
Sales Promotion Exp	2695196	5379547
Sponsorship Charges	2360000	2812500
	19968705	51098317
TOTAL	193391544	175900161

29. SIGNIFICANT ACCOUNTING POLICIES ON CONSOLIDATED ACCOUNTS:

COMPANY OVERVIEW

1.1. NATURE OF OPERATION:-

The parent company is engaged in the business of construction of Residential, commercial and infrastructure projects.

1.2. BASIS OF PREPARATION:-

Statement of Compliance

The consolidated financial statements relate to Ganesh Housing Corporation limited, and its subsidiaries namely Gatil Properties Private Limited & Madhukamal Infrastructure Private Limited (formerly known as Essem Infra Private Limited). 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.

These consolidated financial statements have been prepared on going concern and accrual basis.

These consolidated financial statements of the group for the year ended March 31, 2020 were approved by the Board of Directors on 30/06/2020.

1.3. PRINCIPLES OF CONSOLIDATION:-

The Consolidated Financial Statements have been prepared on the following basis:

Subsidiaries are all entities (including special purpose entities) that are controlled by the Company. Control exists when the Company is exposed to, or has rights, to variable returns from its involvement with the entity, and has the ability to affect those returns through power over the entity. The net assets and results of acquired businesses are included in the consolidated financial statements from their respective dates of acquisition, being the date on which the Group obtains control. The results of disposed businesses are included in the consolidated financial statements up to their date of disposal, being the date control ceases.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances.

The excess of cost to the Group of its investment in subsidiaries, on the acquisition dates over and above the Group's share of equity in the subsidiaries, is recognised as 'Goodwill on Consolidation' being an asset in the consolidated financial statements. The said Goodwill is not amortised, however, it is tested for impairment at each Balance Sheet date and the impairment loss, if any, is provided for. On the other hand, where the share of equity in subsidiaries as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus' in the consolidated financial statements.

Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated Balance Sheet separately within equity. Non-controlling interests in the net assets of consolidated subsidiaries consists of:

- The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- The non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

List of the Domestic Subsidiaries considered for consolidation.

Sr. No.	Name of Company	Nature of Relationship	Country of Incorporation	Extent of Holding/Voting Power (%) as on March 31, 2020.
1.	Gatil Properties Private Limited	Subsidiary	India	69.10%
2.	Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited)	Subsidiary	India	100%

During the F.Y. 2018-2019 under review, one subsidiary viz. Maheshwari (Thaltej) Complex Private Limited ceased to be subsidiary of the Company w.e.f. 29th June, 2018. The consolidated statement of profit & loss of F.Y. 2018-19 includes profit or loss of ceased subsidiary up to the date of cessation.

1.4. SIGNIFICANT ACCOUNTING POLICIES:

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.

30. DETAILS OF DUES TO MICRO AND SMALL ENTERPRISES AS DEFINED UNDER THE MICRO, SMALL AND MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006*

		[AMT. ₹]	
SR. NO.	PARTICULARS	2019-2020	2018-2019
A	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:		
	Principal amount due to micro and small enterprises (Not overdue)	31839102	NIL
	Interest due on above	NIL	NIL
B	The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
C	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL
D	The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL	NIL
E	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	NIL	NIL

* This information has been determined to the extent such parties have been identified on the basis intimation received from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development by the management.

31. EARNINGS PER SHARE:

		[AMT. ₹]	
SR. NO.	PARTICULARS	2019-2020	2018-2019
A	Basic & Diluted EPS (IN ₹) From Continuing Operations attributable to equity share holders		
	- Basic	(24.39)	5.40
	- Diluted	(24.39)	5.40
B	Reconciliation of earnings used in calculation of Basic & Diluted EPS		
	Profit attributable to equity shareholders used in calculation of Basic EPS from continuing operations	(1200482466)	265584392
C	Weighted Average number of shares as denominator		
	Weighted average number of shares used in calculation of Basic EPS	49227090	49227090
	Weighted average number of equity shares and potential equity shares used as denominator in calculation of Diluted EPS	49227090	49227090

32. FINANCIAL INSTRUMENT BY CATEGORY:

[AMT. ₹]

PARTICULARS	2019-2020			2018-2019		
	FVTPL	FVTOCI	AMORTISED COST	FVTPL	FVTOCI	AMORTISED COST
Financial Assets						
- Investment	0	0	0	0	0	0
- Loans	0	0	3810230600	0	0	4343404410
- Trade Receivable	0	0	843015770	0	0	1063790867
- Cash & cash equivalents	0	0	47645644	0	0	99619998
- Other bank balances	0	0	119630085	0	0	331900396
- Other financial Assets	0	0	206994998	0	0	231475375
Financial Liabilities						
- Borrowings	0	0	3836932308	0	0	5029961308
- Trade Payables	0	0	345739647	0	0	375243660
- Other financial liabilities	0	0	1555218729	0	0	1675589350

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

33. FAIR VALUE OF FINANCIAL ASSETS & LIABILITIES MEASURED AT AMORTIZED COST:

[AMT. ₹]

Particulars	2019-2020		2018-2019	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets:				
Investment	0	0	0	0
Loans	3810230600	3810230600	4343404410	4343404410
Trade Receivable	843015770	843015770	1063790867	1063790867
Cash & cash equivalents	47645644	47645644	99619998	99619998
Other bank balances	119630085	119630085	331900396	331900396
- Other financial Assets	206994998	206994998	231475375	231475375
Financial Liabilities:				
Borrowings	3836932308	3836932308	5029961308	5029961308
Trade Payables	345739647	345739647	375243660	375243660
Other financial liabilities	1555218729	1555218729	1675589350	1675589350

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

34. FINANCIAL RISK MANAGEMENT:-

The Company's activities expose it to market risk, 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

Risk	Exposure	Measurement	Management
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
Market Risk - Interest Rates	Variable Rate Borrowings	Sensitivity Analysis	Conversion of loan from higher interest rate to lower interest rate

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.

Financing Arrangements:

[AMT. ₹]

Particulars	2019-2020	2018-2019
Floating Rate:		
Expiring within 1 year	1699182273	1760383878
Expiring beyond 1 year	3238778180	4715758370

Maturities of financial liabilities (except current maturity of long term debts) as on 31.03.2020:

[AMT. ₹]

Financial Liabilities	2019-2020			2018-2019		
	<3 month	3 to 12 month	Total	<3 month	3 to 12 month	Total
Non Derivative						
Unclaimed Dividend	0	4337170	4337170	0	4395625	4395625
Customer bookings refundable	0	55264926	55264926	0	70466888	70466888
Trade payable	345739647	0	345739647	375243660	0	375243660

Market Risk Management

Cash flow and fair value interest rate risk

The Company's main interest rate risk arises from long-term borrowings with variable rates, which expose the Company to cash flow interest rate risk.

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company manages its cash flow interest rate risk by converting higher rate interest loan to lower rate interest loan.

Interest rate risk exposure

[AMT. ₹]

Particulars	2019-2020	2018-2019
Variable Rate borrowings	4937960453	6476142248
Fixed Rate Borrowings	393482303	154545897

At the end of reporting period the Company had the following variable rate borrowings.

[AMT. ₹]

Particulars	2019-2020			2018-2019		
	Average Interest Rate %	Balance	%of Total Loan	Average Interest Rate %	Balance	% of Total Loan
Cash credit From Bank	13.25%	98455436	1.85	12.75%	159657041	2.41
Term Loan From NBFCs & Banks	15.13%	4839505017	90.77	13.11%	5759778351	86.87
Debentures	0	0	0.00	12.50%	556706856	8.40
Net Exposure		4937960453	92.62		6476142248	97.67

Sensitivity Analysis

[AMT. ₹]

Particulars	Impact on PBT		Impact on other Components of Equity	
	31.03.2020	31.03.2019	31.03.2020	31.03.2019
Interest Rate increase by 50 basis points	(26022113)	(33973311)	0	0

Price Risk

The Company's exposure to equity securities price risk does not arise since company has measured investments at amortised cost.

35. CAPITAL MANAGEMENT:

The Company's objectives when managing capital are to

- safeguard their ability to continue as a going concern, so that they can continue to provide returns to shareholders and benefits to other stakeholders, and
- 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 & Other Bank Balances) divided by Total 'equity' [AMT. ₹]

Particulars	2019-2020	2018-2019
Net Debt	5164167027	6199167751
Total Equity	6242226953	7472382351
Debt Equity Ratio	0.84	0.83

Dividends recognized as distributed to owners:

[AMT. ₹]

Particulars	2019-2020	2018-2019
Final Dividend	24613545	88608762
Tax on Dividend	5059387	18213793

36. INFORMATION CONCERNING CLASSIFICATION OF SECURITIES:

Assets Mortgaged as security

[AMT. ₹]

Particulars	2019-2020	2018-2019
Current:		
Financial Asset:		
- First Charge	0	0
- Floating Charge	27124426	73264456
Non-Financial Asset:		
- First Charge	0	0
- Floating Charge	3714069106	6492670498
Non-Current:		
First Charge	217844830	217489830
Total assets mortgaged as security	3959038362	6783424784

The details of security offered for the secured loans taken are as follows:

A. Loan from AU Small Finance Bank:

Charge secured by mortgage of immovable property and interest thereon of the group company and personal guarantee of promoter directors of the company.

B. Loan from Tamilnad Mercantile Bank Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and group company and personal guarantee of two promoter directors of the company & corporate guarantee of group company.

C. Loan from Karur Vysya Bank:

Charge secured by mortgage of immovable property and interest thereon of the group company and personal guarantee of promoter directors of the company & corporate guarantee of group company.

D. Loan from Axis Finance Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company & group company of the company and personal guarantee of two promoter directors of the company & corporate guarantee of group company.

E. Loan from IFCI Factors Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the group company, pledge of shares of promoters, maintenance of F.D. with lien and personal guarantee of promoter directors of the company & corporate guarantee of group companies.

F. Loan from PHL Fininvest Pvt. Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and group company, hypothecation of receivables, outstanding moneys and claims, all rights, titles, interest, claims, benefits, demands and escrow account of two units of project of group company and corporate guarantee of the group company and personal guarantee of two promoter directors of the company.

G. Loan from SREI Equipment Finance Ltd.:

Charge secured by mortgage of immovable property of the promoter directors of the company and hypothecation of equipments of the company & personal guarantee of two promoter directors of the company.

H. Loan from PNB Housing Finance Ltd:

Charge secured by mortgage of immovable property and interest thereon, maintenance of F.D. with lien and hypothecation of receivables, book debts, outstanding moneys and claims, escrow accounts of project, etc of the company and its group company and personal guarantee of two promoter directors of the company & pledge of shares of group company.

I. Loan from Venus India Asset Finance Pvt. Ltd.:

Charge secured by mortgage of immovable property and interest thereon of the company and personal guarantee of two promoter directors of the company.

J. Loan from Yes Bank Ltd.:

Charge secured by hypothecation of stocks of construction material and advances made for their purchases and equitable mortgage of land owned by company and personal guarantee of two promoter directors of the company.

K. Piramal Capital & Housing Finance Limited:

Charge secured by mortgage of immovable property and interest thereon, maintenance of F.D. with lien and hypothecation of receivables, book debts, outstanding moneys and claims, escrow accounts of projects, etc of the subsidiary company and company, pledge of shares of promoter of the subsidiary company, personal guarantee of promoter directors of the subsidiary company and corporate guarantee / security of company. The trustee for the said Loan is IDBI Trusteeship Services Limited in whose name the necessary charge is created.

L. Loans in respect of Vehicles are secured by the hypothecation of the vehicles financed through the loan agreement. viz. Motor Cars.

37. INCOME TAXES:

A. Tax (Credit)/Expense recognised in profit or loss

[AMT. ₹]

Particulars	2019-2020	2018-2019
Current Tax	136045905	69993830
Deferred Tax	(263394171)	(505681386)
Total Income Tax Expenses	(127348266)	(435687556)

B. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate

[AMT. ₹]

Particulars	2019-2020	2018-2019
Profit Before Tax	(1323611712)	(170220637)
Statutory Tax Rate (%)	26.00%	29.12%
Tax at statutory tax rate	(344139045)	(49568249)
Tax effects of amounts which are not deductible in calculating taxable income due to adjustments as per income tax act, Tax effects of change in deferred tax rate & Tax effects of difference between current tax rate and deferred tax rate	216790779	(386119307)
Income Tax Expense	(127348266)	(435687556)

C. Current Tax Asset / (Liability)

[AMT. ₹]

Particulars	2019-2020	2018-2019
Income Tax asset at the beginning of the reporting period	0	0
Income Tax liability at the beginning of the reporting period	7359315	302866306
Increase in liability as per income tax adjustment	251328	78772079
Income Tax paid	7610643	381638385
Income Tax Refund	0	0
Current income tax payable for the year	127348266	435687556
Income Tax Asset at the end of the period	14310920	0
Income Tax Liability at the end of the period	0	7359315

D. Deferred Tax Assets/ (Liabilities)

[AMT. ₹]

Particulars	2019-2020	2018-2019
The balances comprises temporary differences attributable to :	505764152	7797764
Deferred Tax Assets		
Disallowances under the Income Tax Act, 1961	263271449	495121647
Related to Fixed Assets	(330111)	568907
Deferred Tax Liabilities		
Disallowances under the Income Tax Act, 1961	(452833)	(2275834)
Related to Fixed Assets	0	0
Net Deferred Tax Asset/(liability)	769158323	505764152

MOVEMENT IN DEFERRED TAX

[AMT. ₹]

For the year ended on March 31, 2019

Particulars	As at April 1, 2018	Credit/ (charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2019
Deferred tax assets/(liabilities)				
Disallowances under the Income Tax Act, 1961	7509491	497397481		504906972
Related to Fixed Assets	288273	568907		857180
TOTAL	7797764	497966388	0	505764152

For the year ended on March 31, 2020

Particulars	As at March 31, 2019	Credit/(charge) in the Statement of Profit and Loss	Credit/(charge) in Other Comprehensive Income	As at March 31, 2020
Deferred tax assets/(liabilities)				
Disallowances under the Income Tax Act, 1961	504906972	263724282		768631254
Related to Fixed Assets	857180	(330111)		527069
TOTAL	505764152	263394171	0	769158323

38. SEGMENT INFORMATION:**Factors used to identify the entity's reportable segments, including the basis of organization:**

For management purposes, the Company has only one reportable segment namely, Development of real estate property. The Managing Director of the Company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators.

1. Information about Products and Services:

[AMT. ₹]

Product/Service	Revenue from the product	
	2019-2020	2018-2019
Real Estate Promotion & Development	2750218886	2610968684

2. Information about Geographical Areas:

[AMT. ₹]

Particulars	Within India	
	2019-2020	2018-2019
Revenues	2750218886	2610968684
Non Current Assets	3244213076	3001344551

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.

39. REVENUE FROM CONTRACTS WITH CUSTOMERS:**Disaggregated Revenue Information:**

[AMT. ₹]

Particulars	Revenue from the product	
	2019-2020	2018-2019
Types of Product/Service		
Real Estate Promotion & Development	2750218886	2610968684
Geographical Disaggregation:		
Revenues within India	2750218886	2610968684
Timing of revenue recognition wise		
- At a point in time	2750218886	2610968684
- Over the period of time	0	0

Contract balances:

The following table provides information about receivables, contracts assets and contract liabilities from contracts with customers:

Particulars	[AMT. ₹]	
	2019-2020	2018-2019
Contract assets		
Trade Receivables	843015770	1063790867
Contract liabilities		
Booking advance received from customers	231131078	1534889649
Customer Booking Refundable	55264926	70466888

Revenue recognised in relation to contract liabilities

[AMT. ₹]

Particulars	Contract liabilities	
	2019-2020	2018-2019
Revenue recognised that was included in the contract liability balance at the beginning of the period	1303758571	118769511

40. RELATED PARTY TRANSACTIONS:
Other Related Parties

Starnet Software (I) Limited	Madhumati Realty Pvt Ltd
Ganesh Infrastructure (I) Private Limited	Ganeshsagar Infrastructure Pvt Ltd
Maple Brandmark Pvt. Ltd.	Madhuj Realty Pvt Ltd
A.Mody Construction Co.	Sujan Developers Pvt Ltd
Monsoon India Infrastructure Direct II Ltd.	Shaily Infrastructure Pvt Ltd.
Yash Organiser Pvt. Ltd.	Medhbhuti Complex Pvt Ltd
Mukur Real Estate Pvt. Ltd.	Tarang Realty Private Limited
Mahavir (Thaltej) Complex Pvt Ltd	Homelab Designs Private limited
Martand Estate Pvt Ltd.	Ashish Modi - A. Mody Construction Co.
Matang Properties Pvt Ltd.	Bharat Patel
Tarang Desai	Rohini Realty Private Limited
Maheshwari (Thaltej) Complex Private Limited	

Key Managerial Personnel

Shri Shekhar G. Patel	Shri Dipakkumar G. Patel
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Relative of Key Management Personnel

Smt Sapnaben D. Patel	Smt Archanaben S. Patel
Late Smt. Lalitaben G. Patel	Mr. Anmol D. Patel
Ms. Aneri D. Patel	

Key Managerial Personnel Compensation

[AMT. ₹]

Particulars	2019-2020	2018-2019
Short term employee benefits	24000000	24000000

(Related parties as identified by the company and relied upon by the auditors)

Nature of transactions with related parties and aggregate amount of such transactions for each class of related party balance outstanding as on 31/03/2020:-

[AMT. ₹]

PARTICULARS	2019-2020		2018-2019	
	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON
BUSINESS ADVANCES:-				
Shaily Infrastructure Pvt. Ltd.			119557803	
Maheshwari (Thaltej) Complex Pvt. Ltd.			3933612	
Mahavir (Thaltej) Complex Pvt. Ltd.			1510000	
Short Term Loan Taken				
Mukur Real Estate Pvt. Ltd.	293058		293058	
Advances For Purchase Of Land				
Dipakkumar G. Patel		1797863		1501670
Shekhar G. Patel		296192		
Lalitaben G. Patel			592385	
Archnaben S. Patel	2044112		2044112	
Starnet Software (India) Ltd.	1628858667		1949607667	

[AMT. ₹]

PARTICULARS	2019-2020		2018-2019	
	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON	OTHER RELATED PARTIES	KEY MANAGERIAL PERSON
Advance Paid For Purchase Of Investments :				
Monsoon India Infrastructure Direct II Ltd.	199930737		199930737	
Trade Receivables				
Sarnet Software (India) Ltd.			104395625	
Shaily Infrastructure Pvt. Ltd.			33573576	
Reimbursement Of Expenses				
Shaily Infrastructure Pvt Ltd			212161	
Madhuj Realty Pvt Ltd			109619	
Madhumati Realty Pvt Ltd			26140	
Martand Estate Pvt Ltd.			4139	
Matang Properties Pvt Ltd.			4139	
Medhbhuti Complex Pvt Ltd			208749	
Sujan Developers Pvt. Ltd.			233330	
Maple Brandmark Pvt. Ltd.			18000	
Rohini Realty Private Limited	659148			
Trade Payables				
Ashish Modi – Siting Fees		7470		23850
Bharat J Patel – Siting Fees		6480		9000
Tarang M Desai – Siting Fees		6210		25830
Aneri D Patel – Siting Fees		4500		10980
Shekhar G. Patel		42453475		42453475
Dipakkumar G. Patel		42453475		42453475
Shekhar G. Patel – Unpaid Remuneration		655496		655197
Dipakkumar G. Patel - Unpaid Remuneration		654904		654605
Anmol Dipakkumar Patel Unpaid Salary	144617		152674	
A.Mody Construction Co. – For Labour & Work Contract Exp.		109426		707190
Homelab Designs Private Limited	171336			
Advance From Customers				
Tarang M Desai	326200		326200	
Remuneration To Directors				
Dipakkumar G. Patel		12000000		12000000
Shekhar G. Patel		12000000		12000000
Income				
Shaily Infrastructure Pvt. Ltd. - Interest Income			33573576	
Expenses				
Salary To Anmol D. Patel	2400000		2400000	
Sitting Fee		86100		159000
Director's Travelling Exp.		529168		983626
Purchase of Land – Shekhar G. Patel		10000000		
Staff Welfare Exp. – Dr. Tarang Desai		700000		
Site Maintenance Exp. - Homelab Designs Private Limited	7513146			
Labour & Work Contract Exp. To A. Mody Construction Co.		45935		5347561

41. DISCLOSURE AS PER REGULATION 34(3) READ WITH PARA A OF SCHEDULE V OF THE SEBI (LISTING OBLIGATION AND DISCLOSURES REQUIREMENTS) REGULATION, 2015 AND SECTION 186(4) OF COMPANIES ACT, 2013

The details of business advances & loans given for business purposes are as follows:-

[AMT. ₹]

A: Non Current Financial Assets – Loan	BALANCE AS ON 31/03/2020	BALANCE AS ON 31/03/2019
Business Advances given to others:		
Noopur Construction	0	7500000
Nisha Construction	0	7500000
TOTAL	0	15000000
B: Current Financial Assets – Loan		
Business Advances to Other Related Companies:		
Maheshwari (Thaltej) Complex Private Limited	0	3933612
Shaily Infrastructure Private Limited	0	119557803
Mahavir (Thaltej) Complex Private Limited	0	1510000
TOTAL	0	125001415
Business Advances given to others:		
Shangrila Funworld Pvt Ltd	689324878	693764878
Yash Organiser Private Limited	36778444	38685646
Mahalaxmi Co. Op. Housing Society Limited	0	569366
Prerna Arcade Pvt.Ltd	42537970	42537970
Rajnikant Kanubhai Patel	37500000	37500000
Redrose Tradelink P. Ltd	26075273	26075273
Rich Arcade P. Ltd	64312695	64312695
Royal Arcade Pvt.Ltd	23098150	23098150
Samirbhai C. Patel	87262	87262
Sandip Kanubhai Patel	32750000	32750000
Vaghela Priyanka Rajendrasinh	5230000	5230000
Madhughosh Ventures LLP	95456640	95456640
Ganesh Plantations Limited	1083047445	1084047445
The Maple Trade Centre co.op.Hou. Ser.Soc. Ltd.	3712	3712
The Maple Tree Shop co.op.Hou. Ser.Soc. Ltd.	2657	2550
Gavendu Land Developers Private Limited	53219	53219
J.P. Fincorp Services Private Limited	0	5000000
TOTAL	2136258345	2149174806

42. ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 FOR CONSOLIDATED FINANCIAL STATEMENTS:

GANESH HOUSING CORPORATION LIMITED					
ADDITIONAL INFORMATION AS REQUIRED UNDER SCHEDULE III TO THE COMPANIES ACT, 2013 OF COMPANY CONSOLIDATED AS SUBSIDIARY					
SR. NO.	NAME OF THE COMPANY	NET ASSETS i.e. TOTAL ASSETS MINUS TOTAL LIABILITIES		SHARE IN PROFIT OR LOSS	
		AS % OF CONSOLIDATED NET ASSETS	[AMT. RS.]	AS % OF CONSOLIDATED PROFIT / LOSS	[AMT. RS.]
A	Parent – Indian				
	Ganesh Housing Corporation Limited	112.31	7010888398	52.72	(632836485)
B	Subsidiaries – Indian				
1	Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited)	(15.51)	(967904370)	48.07	(577080747)
2	Gatil Properties Private Limited	48.27	3012822397	(1.14)	13653786
C	Non Controlling Interests in all Subsidiaries – Indian				
1	Gatil Properties Private Limited	14.91	930962124	(0.35)	4219020

43. As per the first provision to sub-section 3 of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014 statement in form AOC – I regarding details of subsidiaries companies are given below:

GANESH HOUSING CORPORATION LIMITED			
SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY AS PER COMPANIES ACT, 2013			
[AMT. ₹]			
Sr. No.	Name of the Subsidiary Company	Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited)	Gatil Properties Private Limited
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	01/04/2019 to 31/03/2020	01/04/2019 to 31/03/2020
2	Reporting Currency	INR	INR
3	Exchange Rate	1	1
4	Paid up Capital	150000	129590830
5	Reserves	(968054370)	2883231567
6	Total Assets	4461367760	3045360920
7	Total Liabilities	5429272130	32538523
8	Investments	NIL	NIL
9	Turnover / Total Income	2697010766	37932482
10	Profit / (Loss) Before Taxation	(631443275)	19327101
11	Provision for Taxation (Net)	54362528	(5673315)
12	Profit / (Loss) After Taxation	(577080747)	13653786
13	Proposed dividend	NIL	NIL
14	Percentage of Shareholding	100.00	69.10

1. Name of subsidiaries which are yet to commence operations: None
2. Name of subsidiaries which have been liquidated or sold during the year:-

During the F.Y. 2018-2019 under review, one subsidiary viz. Maheshwari (Thaltej) Complex Private Limited ceased to be subsidiary of the Company w.e.f. 29th June, 2018. The consolidated statement of profit & loss of F.Y. 2018-19 includes profit or loss of ceased subsidiary up to the date of cessation.

44. CONTINGENT LIABILITIES:

- A. For the Asst. Year 2015-16 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 21.12.2019 u/s. 143(3) r.w.s. 264 of the I.T. Act, 1961 and has raised the demand of ₹ 1,54,55,229/-. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of Company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- B. For the Asst. Year 2017-18 the assessee was under scrutiny assessment under the Income-tax Act 1961 and the A.O. has passed the order dated 18.12.2019 u/s. 143(3) of the I.T. Act, 1961 and has raised the demand of ₹ 83,32,370/-. The Company has filed an appeal before CIT(A) for the addition made in the assessment order. The addition made is a covered matter and covered by the decision in the case of company itself of the Hon'ble ITAT in favour of the company. The Company has filed stay application before the Assessing Officer and the stay application is pending for disposal and the appeal filed by the Company before the CIT(A) is also pending for disposal.
- C. The Company has given security & guarantee for term loan of ₹ 225.00 crores taken by Madhukamal Infrastructure Private Limited (Formerly known as Essem Infra Private Limited). The trustees for the said term loan are IDBI Trusteeship Services Limited in whose favour the guarantee is given. The outstanding balance of term loan as on 31st March, 2020 is ₹ 209.59 crores.
- D. There are several cases being for at various statutes level pertaining to taxation both direct & indirect, where the company has won the matter at lower level statutes and the concerned department has preferred an appeal.
- E. There are several cases filed by the company and against the company pertains to land disputes which are being fought at various statutes level. The no. of cases keeps on changing.

45. EMPLOYEE BENEFITS: DEFINED CONTRIBUTION PLAN

A. Defined Contribution Plans:

Contribution to defined Contribution Plans recognised as expenses for the year are as under:

[AMT. ₹]

PARTICULARS	2019-2020	2018-2019
Employer's contribution to Provident Funds	1285171	1350468
Employer's contribution to ESIC	170935	299361

B. Defined Benefit Plan:

The employees' gratuity fund scheme managed by a Trust (Life Insurance Corporation of India) is a defined benefit plan. The present value of obligation is determined on actuarial valuation, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Gratuity Disclosure Statement as Per Indian Accounting Standard 19 (Ind AS 19):

PARTICULARS	2019-2020	2018-2019
Type of Benefit	Gratuity	Gratuity
Country	India	India
Reporting Currency	INR	INR
Funding Status	Funded	Funded
Starting Period	01-Apr-19	01-Apr-18
Date of Reporting	31-Mar-20	31-Mar-19
Period of Reporting	12 Months	12 Months
Assumptions (Previous Period)		
Expected Return on Plan Assets	7.76%	7.87%
Rate of Discounting	7.76%	7.87%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.
Assumptions (Current Period)		
Expected Return on Plan Assets	6.87%	7.76%
Rate of Discounting	6.87%	7.76%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	5.00%	5.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult
Mortality Rate After Employment	N.A.	N.A.

Table showing change in the Present Value of Projected Benefit obligation	2019-2020	2018-2019
Present Value of Benefit Obligation at the Beginning of the Period	35491717	31538386
Interest Cost	2754157	2482071
Current Service Cost	2786899	2478534
Past Service Cost	-	-
Liability Transferred In/ Acquisitions	-	-
(Liability Transferred Out/ Divestments)	-	-
(Gains)/ Losses on Curtailment	-	-
(Liabilities Extinguished on Settlement)	-	-
(Benefit Paid Directly by the Employer)	-	-
(Benefit Paid from the Fund)	(747086)	(4250310)
The Effect of Changes in Foreign Exchange Rates	-	-
Actuarial (Gains)/Losses on Obligations - Due to Change in Demographic Assumptions	-	1062106
Actuarial (Gains)/Losses on Obligations - Due to Change in Financial Assumptions	3744569	362893
Actuarial (Gains)/Losses on Obligations - Due to Experience	1403878	1818037
Present Value of Benefit Obligation at the End of the Period	45434134	35491717

Table Showing Change in the Fair Value of Plan Assets	2019-2020	2018-2019
Fair Value of Plan Assets at the Beginning of the Period	10703197	13214317
Interest Income	830568	1039967
Contributions by the Employer	-	1154756
Expected Contributions by the Employees	-	-
Assets Transferred In/Acquisitions	-	-
(Assets Transferred Out/ Divestments)	-	-
(Benefit Paid from the Fund)	(747086)	(4250310)
(Assets Distributed on Settlements)	-	-
(Expenses and Tax for managing the Benefit Obligations- paid from the fund)	-	-
Effects of Asset Ceiling	-	-
The Effect of Changes in Foreign Exchange Rates	-	-
Return on Plan Assets, Excluding Interest Income	(218267)	(455533)
Fair Value of Plan Assets at the End of the Period	10568412	10703197
Amount Recognized in the Balance Sheet	2019-2020	2018-2019
(Present Value of Benefit Obligation at the end of the Period)	(45434134)	(35491717)
Fair Value of Plan Assets at the end of the Period	10568412	10703197
Funded Status (Surplus/ (Deficit))	(34865722)	(24788520)
Net (Liability)/Asset Recognized in the Balance Sheet	(34865722)	(24788520)
Net Interest Cost for Current Period	2019-2020	2018-2019
Present Value of Benefit Obligation at the Beginning of the Period	35491717	31538386
(Fair Value of Plan Assets at the Beginning of the Period)	(10703197)	(13214317)
Net Liability/(Asset) at the Beginning	24788520	18324069
Interest Cost	2754157	2482071
(Interest Income)	(830568)	(1039967)
Net Interest Cost for Current Period	1923589	1442104
Expenses Recognized in the Statement of Profit or Loss for Current Period	2019-2020	2018-2019
Current Service Cost	2786899	2478534
Net Interest Cost	1923589	1442104
Past Service Cost	-	-
(Expected Contributions by the Employees)	-	-
(Gains)/Losses on Curtailments and Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	4710488	3920638
Expenses Recognized in the Other Comprehensive Income (OCI) for Current Period	2019-2020	2018-2019
Actuarial (Gains)/Losses on obligation for the Period	5148447	3243036
Return on Plan Assets, Excluding Interest Income	218267	455533
Change in Asset Ceiling	-	-
Net (Income)/Expense for the Period Recognized in OCI	5366714	3698569
Balance Sheet Reconciliation	2019-2020	2018-2019
Opening Net Liability	24788520	18324069
Expenses Recognized in Statement of Profit or Loss	4710488	3920638
Expenses Recognized in OCI	5366714	3698569
Net Liability/(Asset) Transfer In	-	-
Net (Liability)/Asset Transfer Out	-	-
(Benefit Paid Directly by the Employer)	-	-
(Employer's Contribution)	-	(1154756)
Net Liability/(Asset) Recognized in the Balance Sheet	34865722	24788520

Category of Assets	2019-2020	2018-2019
Government of India Assets	-	-
State Government Securities	-	-
Special Deposits Scheme	-	-
Debt Instruments	-	-
Corporate Bonds	-	-
Cash and Cash Equivalents	-	-
Insurance fund	10568412	10703197
Asset-Backed Securities	-	-
Structured Debt	-	-
Other	-	-
Total	10568412	10703197

Other Details	2019-2020	2018-2019
No of Active Members	127	132
Per Month Salary for Active Members	8574552	7864053
Weighted Average Duration of the Projected Benefit Obligation	12	11
Average Expected Future Service	13	13
Projected Benefit Obligation	45434134	35491717
Prescribed Contribution for Next Year (12 Months)	8574552	7864053

Net Interest Cost for Next Year	2019-2020	2018-2019
Present Value of Benefit Obligation at the End of the Period	45434134	35491717
(Fair Value of Plan Assets at the End of the Period)	(10568412)	(10703197)
Net Liability/(Asset) at the End of the Period	34865722	24788520
Interest Cost	3121325	2754157
(Interest Income)	(726050)	(830568)
Net Interest Cost for Next Year	2395275	1923589

Expenses Recognized in the Statement of Profit or Loss for Next Year	2019-2020	2018-2019
Current Service Cost	3273886	2786899
Net Interest Cost	2395275	1923589
(Expected Contributions by the Employees)	-	-
Expenses Recognized	5669161	4710488

Maturity Analysis of the Benefit Payments: From the Fund	2019-2020	2018-2019
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	3346489	2528833
2nd Following Year	3924401	2515121
3rd Following Year	3762821	3455098
4th Following Year	2401185	3316172
5th Following Year	3664744	2075766
Sum of Years 6 To 10	16362351	16042639
Sum of Years 11 and above	83120073	70251332

Maturity Analysis of the Benefit Payments: From the Employer	2019-2020	2018-2019
Projected Benefits Payable in Future Years From the Date of Reporting		
1st Following Year	-	-
2nd Following Year	-	-
3rd Following Year	-	-
4th Following Year	-	-
5th Following Year	-	-
Sum of Years 6 To 10	-	-
Sum of Years 11 and above	-	-

Sensitivity Analysis	2019-2020	2018-2019
Projected Benefit Obligation on Current Assumptions	45434134	35491717
Delta Effect of +1% Change in Rate of Discounting	(4166671)	(3055397)
Delta Effect of -1% Change in Rate of Discounting	5029218	3654496
Delta Effect of +1% Change in Rate of Salary Increase	4971369	3645601
Delta Effect of -1% Change in Rate of Salary Increase	(4197852)	(3101816)
Delta Effect of +1% Change in Rate of Employee Turnover	(97926)	212046
Delta Effect of -1% Change in Rate of Employee Turnover	108632	(254215)

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

NOTES:

Gratuity is payable as per company's scheme as detailed in the report.

Actuarial gains/losses are recognized in the period of occurrence under Other Comprehensive Income (OCI). All above reported figures of OCI are gross of taxation.

Salary escalation & attrition rate are considered as advised by the company; they appear to be in line with the industry practice considering promotion and demand & supply of the employees.

Maturity Analysis of Benefit Payments is undiscounted cashflows considering future salary, attrition & death in respective year for members as mentioned above.

Average Expected Future Service represents Estimated Term of Post - Employment Benefit Obligation.

Value of asset provided by the client is considered as fair value of plan asset for the period of reporting as same is not evaluated by us.

Qualitative Disclosures:

Para 139 (a) Characteristics of defined benefit plan

The Company has a defined benefit gratuity plan in India (funded). The company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund.

The fund is managed by a trust which is governed by the Board of Trustees. The Board of Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy.

Para 139 (b) Risks associated with defined benefit plan

Gratuity is a defined benefit plan and company is exposed to the Following Risks:

Interest rate risk: A fall in the discount rate which is linked to the G. Sec. Rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.

Salary Risk: The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Investment Risk: The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Asset Liability Matching Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

Para 139 (c) Characteristics of defined benefit plans

During the year, there were no plan amendments, curtailments and settlements.

Para 147 (a)

A separate trust fund is created to manage the Gratuity plan and the contributions towards the trust fund is done as guided by rule 103 of Income Tax Rules, 1962.

46. CORPORATE SOCIAL RESPONSIBILITY:

The Company has spent ₹ 7299778/- during the year (Previous Year: ₹ 12074195/-) as per the provisions of Section 135 of the Companies Act, 2013 towards Corporate Social Responsibility (CSR) activities grouped under 'Other Expenses'.

(a) Gross amount required to be spent by the Company during the year ₹ 9692231/- (Previous Year: ₹18128055/-)

(b) Amount spent during the year on:

Particulars	Amount Spent in Cash	Amount yet to be paid in Cash	Total Amount
Year ended March 31, 2020			
(i) Construction / Acquisition of any Asset	0	0	0
(ii) On purposes other than (i) above	7355778	2336453	9692231
Year ended March 31, 2019			
(i) Construction / Acquisition of any Asset	0		
(ii) On purposes other than (i) above	18074195	53860	18128055

47. STANDARD ISSUED BUT NOT YET EFFECTIVE

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 01, 2020.

48. World Health Organisation (WHO) declared outbreak of Coronavirus Disease (COVID-19) a global pandemic on March 11, 2020.

Consequent to this, Government of India declared lockdown on March 23, 2020 and the Company suspended the operations in all ongoing projects in compliance with the lockdown instructions issued by the Central and State Governments. COVID-19 has impacted the normal business operations of the Company by way of interruption in Project execution, supply chain disruption, unavailability of personnel etc. during the lock-down period.

The Company has made detailed assessment of its liquidity position for the next year and the recoverability and carrying value of its assets comprising property, plant and equipment, investment properties, intangible assets, right of use assets, investments, inventory,



advances, trade receivable. Deferred taxes, other financial and non financial assets etc. Based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The situation is changing rapidly giving rise to inherent uncertainty around the extent and timing of the potential future impact of the COVID-19 pandemic which may be different from that estimated as at the date of approval of these consolidated financial statements.

The Central and State Governments have initiated steps to lift the lockdown and the Company will adhere to the same as it resumes its activities. Work has already restarted. Since it is only about ten weeks into the pandemic, the Company will continue to closely observe the evolving scenario and take into account any future developments arising out of the same.

A. Going Concern Basis:

Since 11th March 2020, as a consequences of COVID-19 out spread the operation of the company have been partially and adversely affected.

The future plans of the company to start a real estate project got delayed due to lockdown.

However, the management has disclosed that the operations were disrupted for a maximum period of 10 weeks and the company has inherent strength to recover losses caused by such disruption.

Hence, the going concern basis of the Company is not affected by the COVID-19.

B. Events occurring after balance sheet:

From March 11, 2020 the spread of COVID-19 has severely impacted many companies. The operations of our company has also been / are likely to be affected.

However, the company has determined that these events are non adjusting subsequent events. Accordingly, the financial position and results of operations as of and for the year ended 31st March 2020 have been not adjusted to reflect their impact.

C. Estimation of uncertainties relating to the global health pandemic from COVID-19 (COVID-19):

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of property plant & equipment, Intangible assets, Revenue, Foreign Currency Transaction. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as at the date of approval of these consolidated financial statements has used internal and external sources of information on the expected future performance of the Company. The Company has performed sensitivity analysis on the assumptions used and based on current estimates expects the carrying amount of these assets will be recovered. The impact of COVID-19 on the company financial statements may differ from that estimated as at the date of approval of these consolidated financial statements.

D. Cash Flow:

Based on the Company's liquidity position at March 31, 2020 and review of cash flow projections (after applying sensitivity analysis) over the next twelve months, the management believes the Company will have sufficient liquidity to operation its businesses in the ordinary course.

E. Impairment:

Management has performed an impairment assessment of Property, Plant and Equipment and has concluded that no significant adjustments are required to the carrying values of such assets, beyond the impairment charge recorded in these consolidated financial results.

F. Inventories:

Since March 2020 the spread of COVID-19 has severely impacted demand for the products of the company. Your company has carefully evaluated the closing balance of inventory as per AS-2. Your company is of the opinion that the cost price is still lower than the market price and hence the inventory has been valued at cost.

G. Trade Receivables:

Since March 2020 the spread of COVID-19 has severely impacted the liquidity position and profitability of the company. A few of the debtors have not been able to pay their dues as per the schedule. However, the company has detailed discussion with the customers and is of the opinion that while payments may get delayed there are no chances of bad debts.

H. Fair Value of Investments:

The company has invested ₹ 205.43 crores in two subsidiary Companies towards their equity. The said shares are not listed. It is possible that due to COVID-19 the operations of those Companies might get impacted and the value of investments may decline.

However, Central Government, Banks and State Government are taking various steps and therefore the effect of COVID-19 on these companies is not certain as on today.

Hence, no changes in the fair value of the Company's investments are reflected in the consolidated financial statements as at 31st March 2020.

I. Staff Benefits:

Since March 2020 the spread of COVID-19 has severely impacted the profitability and liquidity of the company. Hence the company has announced a scheme of reduction in salaries for a period of 02 months. The scheme envisages no cut in salary for employees drawing a gross salary up to a certain limit. Subsequently there is a pay cut for employees drawing a higher salary. The pay cut increases as the salary level increase.

J. Deferred Tax:

Deferred Tax Assets are recognised for unused tax losses with an assumption that tax profit shall be available against which the said losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised. Since this involves estimating future taxable profit it is at best an estimate.

K. Impact of COVID-19:

Management believes that it has taken into account all the known impacts arising from COVID-19 pandemic in the preparation of the consolidated financial results. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. Management will continue to monitor any material changes to future economic conditions and the impact thereof on the Company, if any. The eventual outcome of the impact of the COVID-19 pandemic on the Company's business may be different from that estimated as on the date of approval of these consolidated financial results.

As per our Report of even date
For **PURNESH R. MEHTA & CO.**
Chartered Accountants
FRN: 142830W

Purnesh Mehta
Proprietor
Membership No. 032812
UDIN:- 20032812AAAAA06410

Place: Ahmedabad
Date: 30/06/2020

On behalf of the Board of Directors

Dipakkumar G. Patel
Chairman & Whole-time Director
[DIN: 00004766]

Rajendra Shah
Chief Financial Officer

Place: Ahmedabad
Date: 30/06/2020

Shekhar G. Patel
Managing Director
[DIN: 00005091]

Priti Kapadia
Company Secretary



Ganesh Corporate House

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