



**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF UNITECH REALTY BUILDERS PRIVATE LIMITED
Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of UNITECH REALTY BUILDERS PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.



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

Opinion

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 Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us



- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Abhishek Raja & Associates
Chartered Accountants
Firm's Registration No. 021630N



()
Partner
Membership No.
LAVNISH KUMAR
M. No. 425844
Place of Signature: Gurgaon
Date: 21st May, 2015

Annexure to the Independent Auditors' Report to the members of Unitech Realty Builders Private Limited on the financial statements for the year ended 31st March 2015 referred to in Paragraph 1 of 'Report on Other Legal and Regulatory Requirements' of our report

- (i) The provisions relating to fixed assets are not applicable to the company.
- (ii) a) The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable.
 b) The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
 c) The company is maintaining proper records of inventory. No discrepancy has been noticed on verification between the physical stocks and the book records.
- (iii) As per information and explanation provided to us, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and sale of goods and services. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control system of the company. The provisions relating to the purchase of fixed assets are not applicable to the company.
- (v) The company has not accepted any deposits from the public within the meaning of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
- (vi) As per the information and explanations given to us, the Central Government has not prescribed the maintenance of cost record for any of the Company's products under Section 148(1) of the Companies Act.
- (vii) a) According to the information and explanations given to us and the records of the company examined by us, in our opinion, the company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax and other material statutory dues applicable to it. The provisions relating to provident fund, employees' state insurance, sales-tax, wealth-tax, service tax, duty of customs, duty of excise, value added tax and cess are not applicable to the company.



No undisputed amounts were outstanding in respect of statutory dues as at March 31st, 2015 for period of more than six months from the date they became payable.

b) According to the information and explanation given to us, there are no dues pending on account of any dispute.

c) According to the information and explanations given to us, there is no amount which is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under and has not been transferred to such fund within time.

(viii) The Company has no accumulated losses as at the end of the financial year. It has incurred cash loss of Rs. 39,744 during the financial year covered by our audit. The company had cash losses of Rs. 48,985 in the immediately preceding financial year.

(ix) According to the information and explanations given to us, the company has not raised any loan from Financial Institutions, banks or debenture holders.

(x) According to the information and explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.

(xi) According to the information and explanations given to us, the company has not raised any term loan.

(xii) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and as per the information and explanations given by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our audit.

For Abhishek Raja & Associates
Chartered Accountants
Firm's Registration No. 021630N



()
Partner
LAVNISH KUMAR
Membership No. M. No. 425844

Place of Signature: Gurgaon
Date: 21st May, 2015

EQUITY AND LIABILITIES		Notes	
Shareholders' funds	2	503,000	31,03,2015
Share capital		503,000	31,03,2014
Reserves and surplus	3	9,591,319	9,134,008
		10,094,319	9,637,008
Current liabilities		371,813,261	507,571,261
Short-term borrowings	4	27,977	42,697
Other current liabilities	5	-	497,055
Short-term provisions	6	371,841,238	508,111,013
		381,935,557	517,748,021
Total		381,935,557	517,748,021
ASSETS			
Current assets		381,873,157	517,631,261
Inventories	7	60,153	116,760
Cash and bank balances	8	2,247	-
Short-term loans and advances	9	381,935,557	517,748,021
Total		381,935,557	517,748,021

The accompanying notes are integral part of the financial statements.

As per our report of even date

For ABHISHEK RAJA & ASSOCIATES
Chartered Accountants
FRN: 021630N



Partner
Membership No.

LAVISH KUMAR
M. No. 425844

Place : Gurgaon
Date : May 21, 2015

Director
SANDIP KUMAR ROY
DIN: 02527815

Sandip Kumar Roy

Director
DEBASHIS CHATTERJEE
DIN: 06405289

Debashis Chatterjee

For and on behalf of the Board of Directors

Unitech Realty Builders Private Limited
Statement of Profit & Loss for the period ended 31st March, 2015

	Notes	31.03.2015	31.03.2014
INCOME			
Revenue from operations		-	-
Total income		-	-
EXPENSES			
Change in inventory of land	10	-	-
Other expenses	11	39,744	48,985
Total expenses		39,744	48,985
Profit / (loss) before tax		(39,744)	(48,985)
Tax expense			
Earlier year tax/excess provision for tax written back	12	(497,055)	-
Profit / (loss) for the year		457,311	(48,985)
Earnings per equity share of face value of ₹ 10 each			
Basic	20	9.09	(0.97)
Diluted	20	9.09	(0.97)

Significant accounting policies

1

The accompanying notes are integral part of the financial statements.

As per our report of even date
For ABHISHEK RAJA & ASSOCIATES
Chartered Accountants
FRN: 021630N
ABHISHEK RAJA & ASSOCIATES
CHARTERED ACCOUNTANTS *
FRN: 021630N

Partner
Membership No. **LAVNISH KUMAR**
M. No. 425844

Place : Gurgaon
Date : May 21, 2015

SANDIP KUMAR ROY Director
DIN: 02527815
DEBASHIS CHATTERJEE Director
DIN: 06405289

Sandip Kumar Roy
Debashis Chatterjee

For and on behalf of the Board of Directors

Unitech Realty Builders Private Limited
Cash flow statement for the period ended 31st March, 2015

	31.03.2015	31.03.2014
A.		
Cash flow from operating activities		
Profit/(loss) before tax	(39,744)	(48,985)
Adjustment for:		
(Increase)/decrease in current asset	135,755,857	-
Increase/(decrease) in current liabilities	(14,720)	22,472
Cash generated from operations	135,701,393	(26,513)
Tax paid	-	-
Net cash from operating activities (A)	135,701,393	(26,513)
B.		
Cash flow from investing activities		
Net cash flow from investing activities (B)	-	-
C.		
Cash flow from financing activities		
Proceeds from issuance of share capital	-	-
Proceeds / (Repayment) from short-term borrowings	(135,758,000)	(100,000)
Net cash flow from financing activities (C)	(135,758,000)	(100,000)
Net change in cash & cash equivalents (A+B+C)	(56,607)	(126,513)
Cash & cash equivalent at the beginning of the year	116,760	243,273
Cash & cash equivalent at the end of the year	60,153	116,760
Components of cash and cash equivalents		
Balances with banks	49,875	108,711
Cash on hand	10,278	8,049
Total cash and cash equivalents	60,153	116,760

Significant accounting policies Note 1

The accompanying notes are integral part of the financial statements.

is per our report of even date



For ABHISHEK RAJA & ASSOCIATES
Chartered Accountants
FRN: 021630N


Partner
LAVNISH KUMAR
Membership No. **M. No. 425844**

Place : Gurgaon
Date : May 21, 2015

Director
SANDIP KUMAR ROY
DIN: 02527815

Director
DEBASHIS CHATTERJEE
DIN: 06405289

For and on behalf of the Board of Directors



UNITECH REALTY BUILDERS PRIVATE LIMITED
Notes to the financial statements for the year ended 31st March, 2015

1. SIGNIFICANT ACCOUNTING POLICIES

I. NATURE OF OPERATIONS

Unitech Realty Builders Private Limited (The Company) was incorporated in 2006. The company's main line of business is real estate development and related activities.

II. BASIS OF PREPARATION

The financial statements have been prepared under historical cost convention on an accrual basis in accordance with the requirements of schedule III and accounting standards prescribed in section 133 of the Companies Act, 2013 (The Act) read with the Rule 7 of the Companies (Accounts) Rules, 2014 as amended from time to time and the provisions of "The Act" to the extent notified.

All assets and liabilities have been classified as current or non-current, wherever applicable as per the operating cycle of the Company as per the guidance as set out in the Schedule III to the Companies Act, 2013.

III. TAXES ON INCOME

Tax expense comprises both current and deferred tax.

Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates and tax laws that are enacted or substantially enacted.

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets, subject to consideration of prudence, are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. The tax effect is calculated on the accumulated timing difference at the year-end based on the tax rates and laws enacted or substantially enacted on the balance sheet date. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. At each balance sheet date the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

IV. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions are recognized in respect of liabilities which can be measured only by using a substantial degree of estimates when:

a) the company has a present obligation as a result of a past event;

b) a probable outflow of resources embodying economic benefits will be required to settle the obligation; and

c) the amount of the obligation can be reliably estimated.

Reimbursement expected in respect of expenditure required to settle a provision is recognized only when it is virtually certain that the reimbursement will be received.



[Handwritten signatures and initials]

Contingent liability is disclosed in the case of:

- a) a present obligation arising from a past event, when it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation;
- b) a possible obligation, that arises out of past events and the existence of which will be confirmed only by one or more uncertain future events unless the probability of outflow of resources is remote.

Contingent assets are neither recognized nor disclosed. However, when realization of income is virtually certain, related asset is recognized.

V. CASH & CASH EQUIVALENTS

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less. Cash flow statement is prepared using the indirect method.

VI. EARNING PER SHARE

Basic earning 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. The weighted average numbers of equity shares outstanding during the period are adjusted for events of bonus issue, a share split and share warrants conversion.

Diluted earnings per share is calculated by adjusting net profit or loss for the period attributable to equity shareholders and the weighted number of shares outstanding during the period for the effect of all dilutive potential equity shares.

VII. INVENTORY

The cost of inventories should comprise all cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Inventories are valued at cost or net realizable value, whichever is lower.

Finished stock of completed real estate projects, land and land development rights are valued at lower of cost or net realizable value on the basis of actual identified units.



Handwritten initials/signature

Handwritten signature

Unitech Realty Builders Private Limited
Notes to the financial statements for the period ended 31st March, 2015

Share capital	31.03.2015	31.03.2014
Authorised	600,000	600,000
60,000 (60,000) equity shares of ₹ 10/- each		
Issued, subscribed and paid up with voting rights	600,000	600,000
50,300 (50,300) equity shares of ₹ 10/- each		
Total	503,000	503,000

Reconciliation of number of shares and amounts	31.03.2015	31.03.2014
At the beginning of the year	Number	Number
	50,300	50,300
Outstanding at the end of the year	50,300	50,300
	503,000	503,000

The total issued share capital comprises equity shares only, having face value of ₹ 10 each per share, ranked pari passu in all respect

Shares (in aggregate) of each class held by:-	31.03.2015	31.03.2014
Unitech Limited - Holding company	50,300	50,300

Name of the shareholder holding more than 5% shares
Unitech Limited

31.03.2015	31.03.2014
Number of shares	Number of shares
% of shares	% of shares
50,300	50,300
100	100

3 Reserves and surplus	31.03.2015	31.03.2014
Securities premium	₹	₹
As per last financial statements	10,336,500	10,336,500
Closing balance	10,336,500	10,336,500
Surplus in the statement of profit & loss	(1,202,492)	(1,153,507)
As per last financial statements	457,311	(48,985)
Add: Profit / (loss) for the year	(745,181)	(1,202,492)
Closing balance	9,591,319	9,134,008

4 Short-term borrowings	31.03.2015	31.03.2014
Loans and advances from related parties-unsecured	₹	₹
Unitech Limited - Holding Company	371,813,261	371,813,261
Total	371,813,261	507,571,261

5 Other current liabilities	31.03.2015	31.03.2014
Expenses payable	₹	₹
Total	27,977	42,697

6 Short-term provision	31.03.2015	31.03.2014
Provision for taxation (net of taxes)	₹	₹
Total	-	497,055

7 Inventories	31.03.2015	31.03.2014
Land	₹	₹
	381,873,157	517,631,261
Total	381,873,157	517,631,261



Handwritten signatures and initials in blue ink.

8	Cash and Bank balances	31.03.2015	31.03.2014
	Balances with banks	49,875	108,711
	In current account		
	Cash and cash equivalents	10,278	8,049
	Cash on hand	60,153	116,760
	Total		
9	Short-term loans and advances	31.03.2015	31.03.2014
	Other loans and advances-(Unsecured considered good)	2,247	
	Prepaid expenses	2,247	
	Total	2,247	-
10	Change in inventory of land	31.03.2015	31.03.2014
	Opening stock of land	517,631,261	517,631,261.00
	Les: Other adjustments	(135,758,104)	-
	Closing stock of land	(381,873,157)	(517,631,261)
	Total	-	-
11	Other Expenses	31.03.2015	31.03.2014
	Printing stationery	-	125
	Legal & professional charges	20,561	8,989
	Auditors remuneration - audit fee	11,236	11,236
	Registration & filing fees	7,771	1,500
	Bank charges	176	169
	Other administrative general expenses	-	26,966
	Total	39,744	48,985
12	Tax Expenses	31.03.2015	31.03.2014
	Earlier year tax/excess provision for tax written back	(497,055)	
	Total	(497,055)	-



Signature

Signature

UNITECH REALTY BUILDERS PRIVATE LIMITED
Notes to the financial statements for the year ended 31st March, 2015

13. In the opinion of the Board of Directors and to the best of their knowledge and belief, the aggregate value of current assets and loan & advances on realization in the ordinary course of business will not be less than the amount at which these are stated in the balance sheet.

14. The company is primarily in the business of real estate development. Further majority of the business conducted is within the geographical boundaries of India.

In view of the above, in the opinion of the management and based on the organizational and internal reporting structure, the company's business activities as described above are subject to similar risks and returns. Further, since the business activities undertaken by the company are within India, in the opinion of the management, the environment in India is considered to have similar risks and returns. Consequently, the company's business activities primarily represent a single business segment. Similarly this company's operations in India represent a single geographical segment.

15. In pursuance of real estate activities undertaken by the holding company, this company has purchased land rights for which money have been advanced by the holding company. The land is being developed by said holding company as per memorandum of understanding entered in to by the parties.

16. As per information available with the company, the trade payables do not include any amount due to Micro, Small and Medium Enterprises registered under "The Micro, Small and Medium Enterprises Development Act 2006" as at 31.03.2015.

The inventory of land rights shown in the financial statements comprises of cost and revaluation reserve, and therefore to show the inventory at cost or market value whichever is lower.

17. There is no contingent liability (previous year NIL) as at 31st March, 2015.

18. In the opinion of management there is no item which is required to be considered for ascertaining the amount of deferred tax assets/ liability, therefore, the same is taken at nil.

19. RELATED PARTY TRANSACTIONS

In accordance with the accounting standard on 'Related Party Disclosures' AS(18), the disclosure in respect of related parties and the transactions with them as identified and certified by the management are as follows:

(A) Nature of related parties and description of relationship:
 Holding company
 Unitech limited

(B) Summary of significant related parties transactions carried out in ordinary course of business are as under:

Sl.No	Description	Holding company	(Amount in ₹)
1	Short term borrowings paid	Unitech limited	135,758,000
	Total		(100,000)

Previous year figures have been given in (parentheses)



(Signature)

(Signature)

UNITECH REALTY BUILDERS PRIVATE LIMITED

Notes to the financial statements for the year ended 31st March, 2015

(B) Balances as at 31.03.2015:

S.No	Name of the Company	Description	Maximum balance during the year ended 31.03.2015	Amount outstanding as on 31.03.2015	Dr/Cr
1.	Unitech Limited	Short-term borrowings	507,571,261	371,813,261	Cr.
			(507,671,261)	(507,571,261)	(Cr.)

Unsecured loans and advances taken from Unitech Limited of ₹ 371,813,261/- (previous year ₹ 507,571,261/-) is repayable on demand and carrying interest rate nil.

20. EARNING PER SHARE

S.No.	Particulars	As at 31.03.2015	As at 31.03.2014
(i)	Weighted average no. of equity shares at the beginning and end of the year	50,300	50,300
(ii)	Net profit / (loss) after tax(₹)	457,311	(48,985)
(iii)	Basic Earning per share(basic) (₹)	9.09	(0.97)
(iv)	Face value of each equity share (₹)	10	10

S.No.	Particulars	As at 31.03.2015	As at 31.03.2014
(i)	Weighted average no. of equity shares at the beginning and end of the year	50,300	50,300
(ii)	Net profit / (loss) after tax(₹)	457,311	(48,985)
(iii)	Diluted Earning per share(diluted) (₹)	9.09	(0.97)
(iv)	Face value of each equity share (₹)	10	10

21. ADDITIONAL INFORMATION

Particulars	31.03.2015	31.03.2014
(a) Value of imports on CIF basis	NIL	NIL
(b) Expenditure in foreign currency - - Consultancy fees - Travelling & boarding	NIL	NIL
(c) Consumption of imported raw material, components and spare parts	NIL	NIL
(d) Earnings in foreign currency	NIL	NIL
(e) Amount remitted in foreign currency towards dividend.	NIL	NIL

22. Prior year figures have been regrouped, rearranged and reclassified wherever considered necessary.

As per our report of even date

For Abhishek Raja & Associates

Chartered Accountants

FRN: 021630N



Partner
Membership No.: **LAVISH KUMAR**
M. No. 425844

Date : May 21, 2015

Place : Gurgaon

Director
DIN: 02527815

SANDIP ROY

Director
DIN: 06405289

Director

DEBASIS CHATTERJEE

Sandip Roy
Debasis Chatterjee

For and on behalf of the Board of Directors