

**Accounts of Wholly Owned Subsidiaries- TRANSCORP ESTATES PRIVATE LIMITED  
INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF TRANSCORP ESTATES PRIVATE LIMITED  
Report on The Financial Statements**

We have audited the accompanying financial statements of **TRANSCORP ESTATES PRIVATE LIMITED** ('the Company'), which comprise the balance sheet as at 31 March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of 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 and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

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

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

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 31<sup>st</sup> March 2017 and its profit and its cash flows for the year ended on that date.

**Report on Other Legal and regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) on the basis of the written representations received from the directors as on 31<sup>st</sup> March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
  - (f) with respect to the adequacy of the internal financial control over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
  - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. the Company has disclosed the impact of pending litigations on its financial position in its financial statements — Refer Note 20 to the financial statements;
    - ii. the Company did not have material foreseeable losses on long term contracts including derivative contracts
    - iii. Co. had no amounts required to be transferred to Investor Education and Protection Fund and consequently there has been no delay in transferring amounts, to the Investor Education and Protection Fund by the Company.
    - iv. the Company has provided requisite disclosures in its financial statements as to holdings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 20 to the financial statements

For **Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

**Anand Prakash Jain**  
Proprietor  
M. No.: 071045

Place: Jaipur  
Dated: 28<sup>th</sup> April, 2017

**TRANSCORP ESTATES PRIVATE LIMITED**  
**(A Wholly owned subsidiary of Transcorp International Ltd.)**  
**ANNEXURE - A TO THE AUDITORS REPORT**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2017, we report that

1. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets. However such records showing full particulars including quantitative details and situation of fixed assets of certain fixed assets is being updated.  
b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.  
c) According to the information and the explanations given to us and on the basis of our examination of the records of the company, title deeds of all immovable properties appearing under the fixed assets of the company are yet to be transferred in the name of company.
2. a) Inventory being land has been physically verified during the year by the management and in our opinion the frequency of verification is reasonable.  
b) According to the information and explanations given to us, no material discrepancies were noticed on physical verification of the above items referred to in (a) above as compared to book records.
3. The Company has granted loan, secured or unsecured, to body corporate listed in the register maintained under section 189 of the Companies Act, 2013 ('the Act') and  
a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the body corporate listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the Company's interest.  
b) Schedule of repayment of principal and payment of interest has not been stipulated as loans have been granted on current A/c basis. Repayments & receipts of interest are regular whenever demanded.  
c) There were no overdue amounts in respect of loan granted to the body corporate listed in the register maintained under section 189 of the Act.
4. In our opinion and according to the information and the explanations given to us, the company has complied with the provisions of sec 185 and 186 of the act, with respect to the loans, investments, guarantees and securities made/given or provided.
5. The company has not accepted any deposits. As per information and explanations given to us no order has been passed by Company Law Board, or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal in this respect and hence question of its compliance does not arise.
6. Central Government has not prescribed the maintenance of cost records under section 148(1) of the of the Act, for any of the services rendered by the Company.
7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, Company is regular in depositing with appropriate authorities amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employee's state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as are applicable to it, According to the information and explanations given to us, no such undisputed statutory dues were in arrears as at the 31st March, 2017 for a period of more than six months from the date they became payable.  
b) According to the information and explanations given to us, there are no material dues of sales tax, service tax, duty of customs, duty of excise or value added tax which have not been deposited with the appropriate authorities on account of any dispute. However the following disputed dues of income tax, have not been deposited by the Company: Demand disputed with CIT Appeals, Jaipur for ₹277330/- (paid/ adjusted from refunds by income tax authorities ₹277330/-) in respect of assessment year 2011-12.
8. The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(ix) of the order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. In our opinion, term loans were applied for the purpose for which the loans were obtained by the company.
10. 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.
11. No managerial remuneration has been paid or provided during the year, hence question of obtaining requisite approvals mandated by the provisions of sec197 read with Schedule V to the Companies Act and in case of not obtaining approvals, taking of steps to secure refund of same, does not arise.
12. In our opinion and according to the information and explanations given to us, the company is not a nidhi company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related party are in compliance with the sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. As per the information provided to us, the Company has not made any preferential allotment or Private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the question of complying to the provisions of sec 42 of the Act does not arise.
15. According to the information and explanations given to us, company has not entered into any non-cash transactions with directors or person connected with him during the year of review.
16. Company is not required to get itself registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

**Anand Prakash Jain**  
Proprietor  
M. No.: 071045

Place: Jaipur  
Dated: 28<sup>th</sup> April, 2017

**TRANSCORP ESTATES PRIVATE LIMITED**  
**(A Wholly owned subsidiary of Transcorp International Ltd.)**  
**ANNEXURE - B TO THE AUDITORS REPORT**

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')** We have audited the internal financial controls over financial reporting of Transcorp Estates Private Limited ("the Company") as of **31<sup>st</sup> March 2017** in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 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.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

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

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

**Opinion**

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

For **Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

**Anand Prakash Jain**  
Proprietor  
M. No.: 071045

Place: Jaipur  
Dated: 28<sup>th</sup> April, 2017

**TRANSCORP ESTATES PRIVATE LIMITED**  
(A Wholly owned subsidiary of Transcorp International Ltd.)  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017**

	Note No.	As at 31.03.2017 ₹	As at 31.03.2016 ₹
<b>EQUITY AND LIABILITIES</b>			
<b>1 Shareholder's funds</b>			
(a) Share capital	1	10000000	10000000
(b) Reserves and surplus	2	281081728	282241910
<b>2 Other long term liabilities- Security Deposits</b>			
(From holding co.)		0	169500
<b>3 Current liabilities</b>			
a) Short Term Borrowings	3	64909180	58347957
b) Trade Payables	4	0	0
c) Other current liabilities	5	1270711	6838972
d) Short Term provisions	6	12825000	0
<b>Total</b>		<b>370086619</b>	<b>357598339</b>
<b>II. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Fixed assets			
Tangible assets	7	203396920	254244594
Capital Work in progress		27665455	19237753
(b) Non-current investments	8	74480117	31704467
(c) Long-term loans and advances	9	277330	10138968
(d) Other non current assets	10	1798758	0
		<b>307618580</b>	<b>315325782</b>
<b>2 Current assets</b>			
(d) Inventories - Land		39130183	39130183
(e) Trade receivables	11	227531	2211361
(e) Cash and cash equivalents	12	110964	14545
(f) Short-term loans and advances	13	22999361	916468
		62468039	42272557
<b>Total</b>		<b>370086619</b>	<b>357598339</b>

Notes on Accounts - Note No. 20  
Significant Accounting Policies - Note No.21  
The accompanying notes 1 to 21 are an intergal part of the Financial statement

As per our report of even date  
**For Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

FOR & ON BEHALF OF BOARD OF DIRECTORS OF  
**TRANSCORP ESTATES PRIVATE LIMITED**

**Anand Prakash Jain**  
Proprietor  
M.No. 071045

**Avani Kanoi**  
Director  
DIN : 03121949

**Ram Narayan Dewanda**  
Director  
DIN : 03132967

Date: 28<sup>th</sup> April, 2017  
Place : Jaipur

**TRANSCORP ESTATES PRIVATE LIMITED**  
(A Wholly owned subsidiary of Transcorp International Ltd.)  
**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2017**

	Note No.	For the year 2016-17 ₹	For the Year 2015-16 ₹
<b>I. Revenue from operations</b>	14	4556783	7458247
<b>II. Other Income</b>	15	18031817	469703
Increase in Stock	16	0	2677821
<b>III. Total Revenue (I + II)</b>		<b>22588600</b>	<b>10605771</b>
<b>IV. Expenses:</b>			
Employee benefits expense	17	1653865	1373544
Depreciation and amortization expense	7	849659	946369
Finance Cost - Interest	18	5926419	4292992
Other expenses	19	2351703	2839711
<b>Total expenses</b>		10781646	9452616
<b>V. Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>11806954</b>	<b>1153155</b>
<b>VI. Exceptional items</b>		0	0
<b>VII. Profit before extraordinary items and tax (V - VI)</b>		11806954	1153155
<b>VIII. Extraordinary Items</b>		0	0
<b>IX. Profit before tax (VII- VIII)</b>		<b>11806954</b>	<b>1153155</b>
<b>X Tax expense:</b>			
(1) Current tax		12825000	292470
(2) Deferred tax			
(3) Income tax for earlier year		142136	-3779
<b>XI Profit (Loss) for the period from continuing operations (IX-X)</b>		-1160182	864464
<b>XII Profit/(loss) from discontinuing operations</b>		0	0
<b>XIII Tax expense of discontinuing operations</b>		0	0
<b>XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>		0	0
<b>XV Profit (Loss) for the period (XI + XIV)</b>		<b>-1160182</b>	<b>864464</b>
<b>XVI Earnings per equity share:</b>			
(1) Basic		-1.16	0.86
(2) Diluted		-1.16	0.86
(3) Weighted/average number of Equity shares		1000000	1000000
(4) Nominal Value per equity shares		10	10

Notes on Accounts - Note No.20  
Significant Accounting Policies - Note No.21  
The accompanying notes 1 to 21 are an integral part of the Financial statement

As per our report of even date  
**For Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

**Anand Prakash Jain**  
Proprietor  
M.No. 071045

Date: 28<sup>th</sup> April, 2017  
Place : Jaipur

FOR & ON BEHALF OF BOARD OF DIRECTORS OF  
**TRANSCORP ESTATES PRIVATE LIMITED**

**Avani Kanoi**  
Director  
DIN : 03121949

**Ram Narayan Dewanda**  
Director  
DIN : 03132967

**TRANSCORP ESTATES PRIVATE LIMITED**  
(A Wholly owned subsidiary of Transcorp International Ltd.)  
**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st March 2017**

	31.03.2017	31.03.2016
	₹	₹
<b>I Cash flows from operating activities</b>		
Net profit before tax and extraordinary items	11806954	1153155
<b>Adjustments for :</b>		
Depreciation	849659	946369
Interest expense(net of amount included in cost of stock in trade)	5926419	3916729
Profit on sale of fixed asset	-17380880	-406860
Share in( profit) /loss of partnership firm	-8850	4647
Interest received	-642087	
Operating profit before working capital changes	551215	5614040
<b>Adjustments for :</b>		
Trade and other receivables	1983830	-2166976
Inventories	0	-2301558
Trade and other payables	0	-7973922
Other current/long term liabilities	-5737761	5058017
Short term loans and advances	-11256013	-471304
Long term loans and advances	1026188	0
Cash generated from operations	-13432541	-2241703
Direct taxes paid	-10923566	108083
<b>Net cash flow from operating activities</b>	<b><u>-24356107</u></b>	<b><u>-2133620</u></b>
<b>II Cash flows from investing activities</b>		
Purchase of fixed assets(including capital work in progress)	-9464890	-6462792
Proceeds from sale of fixed Assets(net of exp.)	68416083	2750000
Capital advances	8790000	0
Investment in capital of partnership firm	-24000000	-8000000
Investment in preference shares	-18766800	0
Investment in fixed deposit	-1750000	0
Interest accrued	-48758	0
Interest received	642087	0
Net cash flow from investing activities	<b><u>23817722</u></b>	<b><u>-11712792</u></b>
<b>III Cash flows from financing activities</b>		
Proceeds from issue of share capital/warrants/premium	0	0
Proceeds from short term borrowings(Net of repayments)	6561223	19620200
Proceeds from long term borrowings(Net of Repayments)	0	0
Interest expense	-5926419	-5992986
<b>Net cash flow from financing activities</b>	<b><u>634804</u></b>	<b><u>13627214</u></b>
Net increase /(decrease)in cash and cash equivalents	96419	-219198
Cash and cash equivalents (opening)	14545	233743
Cash and cash equivalents (closing)	<b><u>110964</u></b>	<b><u>14545</u></b>
Components of Cash and Cash Equivalents		
Cash in hand	16280	14545
Bank balances in current accounts	94684	0
Bank deposits with maturity less than 3 months	0	0
	<b><u>110964</u></b>	<b><u>14545</u></b>

1. The above cash flow statement has been compiled from and is based on the balance sheet as at 31.03.2017 and the related statement of profit and loss for the year ended on that date.
2. The above cash flow statement has been prepared as per the indirect method as set out in Accounting Standard-3 on Cash flow statement .
3. Cash and cash equivalents for the purpose of cash flow statement comprises cash at bank and short-term investments with an original maturity of three months or less.

As per our report of even date

**For Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

FOR & ON BEHALF OF BOARD OF DIRECTORS OF  
**TRANSCORP ESTATES PRIVATE LIMITED**

**Anand Prakash Jain**  
Proprietor  
M.No. 071045

**Avani Kanoi**  
Director  
DIN : 03121949

**Ram Narayan Dewanda**  
Director  
DIN : 03132967

Date: 28<sup>th</sup> April, 2017  
Place : Jaipur

**TRANSCORP ESTATES PRIVATE LIMITED**  
(A Wholly owned subsidiary of Transcorp International Ltd.)  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017**

**NOTE NO. 1 - Share Capital**

a)

Particulars	As at 31.03.2017		As at 31.03.2016	
	No.	₹	No.	₹
<b>Authorised</b>				
Equity Shares of ₹ 10/- each	1000000	10000000	1000000	10000000
<b>Subscribed &amp; Paid up</b>				
Equity Shares of ₹ 10/- each fully paid	1000000	10000000	1000000	10000000
<b>Total</b>	<b>1000000</b>	<b>10000000</b>	<b>1000000</b>	<b>10000000</b>

**b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period**

Particulars	As at 31.03.2017 Equity Shares		As at 31.03.2016 Equity Shares	
	No.	₹	No.	₹
Equity Shares outstanding at the beginning of the year	1000000	10000000	1000000	10000000
Equity Shares Issued during the year	0	0	0	0
Equity Shares bought back during the year	0	0	0	0
Equity Shares outstanding at the end of the year	1000000	10000000	1000000	10000000

- c) The Company has only one class of shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pay dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the annual general meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.
- d) 1000000 Equity Shares (Previous year 1000000 Equity shares) of ₹ 10/- each are held by Transcorp International Ltd., the holding company.
- e) **Shareholder holding more than 5% of shares**

Name of Shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity shares of ₹10/- each fully paid up Transcorp International Ltd.	1000000	100%	1000000	100%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

**f) Aggregate number of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash**

Particulars	As at 31.03.2017	As at 31.03.2016
Fully paid Equity Shares of ₹10/- each :	990000	990000

## TRANSCORP ESTATES PRIVATE LIMITED

BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017

## NOTE NO.2 : RESERVES AND SURPLUS

(Amount in ₹)

	As at 31.03.2017	As at 31.03.2016
<b>Reserves</b>		
(a) Securities Premium account		
Balance as per last financial statements	275220000	275220000
	<u>275220000</u>	<u>275220000</u>
<b>Surplus in the statement of profit and loss</b>		
Balance as per last financial statements	7021910	6157446
Add : Profit for the year	-1160182	864464
<b>Net surplus in the statmenets of profit and loss</b>	<u>5861728</u>	<u>7021910</u>
<b>Total reserve and surplus</b>	<u>281081728</u>	<u>282241910</u>
<b>NOTE NO. 3 - SHORT TERM BORROWINGS</b>		
From Related Parties ( Repayable on demand)		
Holding company - Transcorp International Limited *	15676741	0
Bhoruka Investment Limited	27053665	22461963
Ayan Fintrade Private Limited	0	8301376
Transcorp Fincap Private Limited	4957744	0
<b>From Others</b>		
From Body Corporates	17221030	27584618
	<u>64909180</u>	<u>58347957</u>
<b>NOTE NO. 4 - TRADE PAYABLES</b>		
Municipal Corporation Ludhiana	0	0
	<u>0</u>	<u>0</u>
<b>NOTE NO.5 : OTHER CURRENT LIABILITIES</b>		
Rent Security deposit from holding co.	169500	0
Security Deposits from tenants	275000	1199000
ITDS payable	600486	552751
Service Tax and SBC Payable	11560	1575
Bank OD	0	81770
Unearned rent	0	3856
Other Liabilities	214165	5000020
	<u>1270711</u>	<u>6838972</u>
<b>NOTE NO 6.- SHORT TERM PROVISIONS</b>		
Provision for taxation	12825000	0
	<u>12825000</u>	<u>0</u>

## TRANSCORP ESTATES PRIVATE LIMITED

### BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017

Amount in ₹

#### NOTE NO.7 : FIXED ASSETS

SR. NO.	PARTICULARS	Freehold land		Lease Hold Land		Building		Furniture		Office and other Equipment		Computer		Total	
		31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
a	Tangible Assets														
	Cost at opening of year	185378326	185378326	22965351	22581249	50364162	52586392	3900	3900	34800	34800	66700	66700	258813239	260651367
	Additions during the year	0	0	0	384102	0	379170	0	0	11000	0	0	0	11000	763272
	Sale during the year	48951048	0	0	0	1174952	2601400	0	0	0	0	0	0	50126000	2601400
	Cost as at the year end	136427278	185378326	22965351	22965351	49189210	50364162	3900	3900	45800	34800	66700	66700	208698239	258813239
	Depreciation as at opening of year	0	0	0	0	4519729	3859356	3899	3899	11571	4959	33446	12322	4568645	3880536
	Depreciation during the year	0	0	0	0	821860	918633	0	0	6675	6612	21,124	21124	849659	946369
	Depreciation written back on sale	0	0	0	0	116985	258260	0	0	0	0	0	0	116985	258260
	Depreciation as at year end	0	0	0	0	5224604	4519729	3899	3899	18246	11571	54570	33446	5301319	4568645
	Net Block	136427278	185378326	22965351	22965351	43964606	45844433	1	1	27554	23229	12130	33254	203396920	254244594

- There was no impairment/ revaluation during the period
- Land and buildings are still to be transferred in the name of company.

#### NOTE-8 : Non Current Investments

##### Other Investments

Name of the Body Corporate	Nature and Extent of Holding		Amount (₹)	
	AS at 31st March, 2017	AS at 31st March, 2016	31.03.2017	31.03.2016
<b>Investment in Equity /Preference Instruments - At Cost</b>				
<b>UNQUOTED - Fully Paid up</b>				
Bhoruka Investment Ltd.	500000 Equity shares of ₹10/- each	500000 Equity shares of ₹10/- each	5000000	5000000
Transcorp Enterprises Ltd.	195000 Equity shares of ₹10/- each	195000 Equity shares of ₹10/- each	1950000	1950000
TCI Bhoruka Projects Ltd.	50000 Equity Shares of ₹10/- each	50000 Equity Shares of ₹10/- each	126071	126071
TCI Industries Ltd. Preference share	46917, 0% Non Convertible Redeemable Preference Shares of ₹ 100/- Each	NIL	18766800	0
			<b>25842871</b>	<b>7076071</b>
<b>QUOTED - At cost</b>				
<b>QUOTED - Fully Paid up</b>				
TCI Industries Ltd.	26000 Equity Shares of ₹10/- each	26000 Equity Shares of ₹10/- each	16633043	16633043
			16633043	16633043
<b>TOTAL</b>			<b>42475914</b>	<b>23709114</b>
<b>Investment in Partnership Firms*</b>				
UTKARSH			32004203	7995353
			<b>74480117</b>	<b>31704467</b>

Market Value of Quoted investments

47840000 33000000

There was no diminution in value of Investment, other than temporary.

\*Name of Firm

UTKARSH

Name of Partners

Share of Profit

	31.03.2017	31.03.2016
Shri Ashok Kumar Agarwal	0.08%	38.33%
Shri Ashish Agarwal	0.02%	15.00%
Shri Kiran Shetty	20.94%	15.00%
Shri Nikhil Kaul	6.98%	3.00%
Shri Ayan Agarwal	4.78%	7.00%
Ashok Kumar & Sons HUF	4.69%	10.00%
Transcorp Estates Private Limited	49.94%	10.67%
Log Lab Ventures Private Limited	4.19%	1.00%
Neelam Malhotra	2.79%	0%
Sanjay Gupta	1.40%	0%
Teena Dani	2.79%	0%
Umang Saxena	1.40%	0%
<b>Total Capital of Firm</b>	<b>66964000</b>	<b>17900000</b>

TRANSCORP ESTATES PRIVATE LIMITED  
BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017

	As at 31.03.2017 ₹	As at 31.03.2016 ₹
<b>NOTE-9 : Long Term Loans and Advances</b>		
<b>Unsecured, considered good</b>		
<b>a. Capital Advances</b>		
Premises Booking at Mumbai	0	8790000
<b>b. Other loans and advances</b>		
Sundry Advances to Collector Stamp	0	1026188
c. Income Tax deducted at source and self Asstt. Tax A.Y. 2014-15	0	45450
d. Income Tax A.Y.2011-12 ( Against demand)	277330	277330
<b>TOTAL</b>	<b>277330</b>	<b>10138968</b>
<b>Note No. 10 Other Non Current Assets</b>		
Other bank balances ( Refer note no.12)	1750000	0
Interest accrued on above	48758	0
	<b>1798758</b>	<b>0</b>
<b>NOTE 11 - Trade Receivables</b>		
Unsecured, considered good		
Within six months	227531	2211361
	<b>227531</b>	<b>2211361</b>
<b>NOTE 12 - Cash &amp; Cash Equivalents</b>		
<b>a. Balances with banks</b>		
With Scheduled Banks on current Accounts	94684	0
<b>b. Cash in hand</b>	16280	14545
	<b>110964</b>	<b>14545</b>
<b>c. Other bank balance</b>		
Encumbered FDR with bank with maturity exceeding 12 months	1750000	0
Amount of non current balances is disclosed under other non current assets( Refer note No. 10)		
<b>NOTE 13 - Short Term Loans and Advances</b>		
<b>Unsecured, considered good</b>		
Others		
ITDS A.Y.2016-17	0	445164
ITDS/TCS / Advance Tax A.Y.2017-18	11272044	0
Prepaid expenses	113148	131464
Aadhar maintainence LLP	0	339840
<b>Loans to related party- TCI Bhoruka Projects Ltd</b>	<b>11614169</b>	<b>0</b>
<b>TOTAL</b>	<b>22999361</b>	<b>916468</b>
<b>NOTE 14 - Revenue from operations</b>		
Rent Received	4556783	7458247
<b>TOTAL</b>	<b>4556783</b>	<b>7458247</b>

**TRANSCORP ESTATES PRIVATE LIMITED**  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2017**

	<b>For the year 2016-17</b>	<b>For the year 2015-16</b>
<b>NOTE 15 - Other Income</b>		
Interest on IT Refund	16612	54269
Interest on short term loan and advances	571299	0
Interest on Bank FDR	54176	0
Miscellaneous Income	0	8574
Share in profit of partnership firm	8850	0
Profit on sale of fixed assets(land and building)	17380880	406860
<b>TOTAL</b>	<b>18031817</b>	<b>469703</b>
<b>NOTE NO. 16 - Increase / Decrease in stock</b>		
Opening stock	39130183	36452362
Closing Stock	39130183	39130183
Increase / Decrease in stock	<b>0</b>	<b>-2677821</b>
<b>NOTE NO. 17 - Employee benefits expense</b>		
Salaries and incentives	1653865	1373544
<b>TOTAL</b>	<b>1653865</b>	<b>1373544</b>
<b>NOTE NO. 18 - Finance Cost</b>		
Interest on Stock in Trade - Ludhiana Property SCO 4	0	187955
Interest on stock in trade- Ludhiana Property SCO 5	0	188308
Interest	8234949	5616715
Interest on Service Tax	0	8
	8234949	5992986
Less : transferred to Capital work in progress	2308530	1699994
	<b>5926419</b>	<b>4292992</b>
<b>NOTE NO. 19 - OTHER EXPENSES</b>		
Rates and Taxes	263041	182787
Building Repair & Maintenance	270333	148739
Conveyance Expenses	74746	115572
Travelling Expenses	795771	1248777
Electricity Expenses	26749	0
Security Charges	671943	581275
Legal & Professional Expenses	101587	100913
Printing & Stationery	0	3880
Repair & Maintenance	19600	0
Service Tax	13429	41995
Miscellaneous Expenses	5907	8401
<b>BANK CHARGES</b>	7226	11228
<b>DEMAT CHARGES</b>	1300	1011
Insurance Expenses	15191	11986
Lease Money	18330	316853
Telephone Exp.	38950	34167
Share in Loss of partnership Firm	0	4647
Payment to Auditors- Audit fee(including service tax)	20700	20610
Taxation matters (including service tax)	6900	6870
	<b>2351703</b>	<b>2839711</b>

**NOTE NO. : 20 NOTES TO ACCOUNTS**

a) The Company is engaged in business in India only, which in the context of Accounting Standard -17 'Segment Reporting' issued by Institute of Chartered Accountants of India is considered the only Geographical segment. Company is engaged in the business of immovable properties being the only segment

**b) Related Party Information**

**1. Holding Company**

Transcorp International Limited

**2. Fellow subsidiary of holding company**

Ritco Travels and Tours Private Limited

**3. Associates/ Investing Party**

Bhoruka Investment Limited

TCI Infrastructure Finance Limited

Transcorp Enterprises Limited

**4. Relatives of person exercising significant influence in holding co.**

Mr. Ayan Agarwal

**5. Concern over which key managerial personnel or their relatives of holding co. is having significant influence**

Ayan Fintrade Private Limited

Transaction with the above related parties are as follows:

Amount in ₹

S. No.	Particulars	Holding Company		Associates/Investing Party		Fellow subsidiary of holding co.		Relatives of person exercising significant influence in holding co.		Concern over which key managerial personnel or their relatives of holding co is having significant influence	
		31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
	Loan given										
1	a) (Max. Amount)	10815000	203788	0	0	0	0	0	0	0	0
	b) Year end balance	0	0	0	0	0	0	0	0	0	0
	Short term borrowings										
2	a) (Max. Amount)	27585000	16066212	46941963	25307624			0	0	8301376	8301376
	b) Year end balance	15676741	0	27053665	22461963	0	0	0	0	0	8301376
3	Rent Received	650659	734500	0	0	0	0	0	0	0	0
4	Expenses Sharing	58898	0	0	0	0	0	0	0	0	0
5	Interest Paid/credited	1474157	629620	3485225	1060377	0	0	0	0	642056	1115857
6	Security Deposit received balance	169500	169500	0	0	0	0	0	0	0	0
7	Services taken (Capital work in progress)	0	0	5193000	5199520	0	0	0	0	0	0
8	Purchases/Services taken	0	0	0	0	735151	360198	0	0	0	0
9	Mortgage of properties for securing the loan/ other facilities taken from bank by holding co.	170000000	170000000	0	0	0	0	0	0	0	0
10	Salary and allowances	0	0	0	0	0	0	1164600	804600	0	0

c) In the opinion of management, all current assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

d) Earnings Per Share

Particulars		2016-17	2015-16
Net Profit After Tax available for equity share holders- for basic and diluted EPS	Rupees		889759
Weighted average no. Number of Equity Shares for basic and diluted EPS	Nos.	1000000	1000000
Basic/diluted Earnings per Equity Shares	Rupees	0.89	0.89

- e) Capital commitments ₹ 63643000/- (Previous year ₹63643000/-), advance given ₹8790000/- (Previous year ₹8790000/-) Net ₹54853000 (Previous year ₹54853000/-)
- f) Contingent Liabilities:
- (i) Income Tax for A.Y. 2011-12 disputed in appeal ₹ 406250/- (previous year ₹406250), paid ₹ 277330/- (previous year ₹277330/-)
- (ii) mortgage of properties for loan/other facilities availed from bank by holding company for ₹17Crore (previous year ₹17 Crore)
- g) In view of availability of unabsorbed loss/depreciation as per Income Tax Act, deferred tax liability is deemed to be adjusted from deferred tax asset and as such is not provided. Deferred tax asset over and above deferred tax liability has not been provided considering prudence.

## NOTE NO. : 21 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND PRACTICES

### a) Basis of preparation of Accounts:

The Financial statement of the company have been prepared in accordance with generally accepted accounting principles in India and comply in all material respect with the accounting standards notified under Section 133 of the Companies Act, 2013 read together with paragraph 7 the companies (Accounts) Rules, 2014. The financial statements have been prepared on accrual basis and under the historical cost convention excepting revalued assets. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year unless otherwise mentioned.

### b) Recognition of Income/Expenditure:

Income & expenditure is recognized on accrual basis of accounting.

### c) Fixed Assets & Depreciation :

A. Fixed Assets are stated at cost inclusive of all related expenses and borrowing cost, where applicable less accumulated depreciation.

B. Depreciation :

Depreciation on Fixed Assets has been provided on the Straight Line Method as per the methodology provided and useful life of the asset mentioned in Schedule II to the Companies Act, 2013. Leasehold land is not written off over the period of lease.

### d) Investments :

Long term investments are stated at cost. Provision for diminution in the value of long term investments is made if, in the opinion of the management, such decline is not temporary in nature.

### e) Taxation:

- (A) The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company.
- (B) Deferred tax is recognized, subject to the consideration of prudence, on timing differences, being the difference between taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years.
- (C) Deferred tax assets are not recognized unless there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized and are reviewed at each balance sheet date to reassure the realization.
- (D) Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.
- (E) Minimum Alternate Tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. MAT Credit available is recognized as an asset only to the extent, there is convincing evidence that the company will pay normal income tax during the specified period i.e. the period for which MAT credit is allowed to be carried forward

### f) Dividend Income :

Dividend on investment is accounted for as and when the right to receive the same is established.

### g) Proposed Dividend:

Dividend as proposed by the Board of Directors is provided in the books of account, pending approval at the Annual General Meeting.

### h) Employee Benefits:

- A) Short term employee benefits like salaries, non vesting compensated absences & various incentives that fall due within twelve month from the end of the year in which the employee provide the services are recognized as expenses in year of incurring the expenditure as employee provides the services to the entity by reference to which the benefits are payable.
- B) Provident fund and Gratuity liability will be accounted for on applicability of the statute.

### i) Inventory is stated at cost or market value whichever is lower

As per our report of even date  
**For Anand Jain & Co.**  
Chartered Accountants  
FRN: 001857C

**Anand Prakash Jain**  
Proprietor  
M.No. 071045

Date: 28<sup>th</sup> April, 2017  
Place : Jaipur

FOR & ON BEHALF OF BOARD OF DIRECTORS OF  
**TRANSCORP ESTATES PRIVATE LIMITED**

**Avani Kanoi**  
Director  
DIN : 03121949

**Ram Narayan Dewanda**  
Director  
DIN : 03132967