

ANNUAL
REPORT
2016

Directors' Report

**To
The Members,
Sunteck Realty Limited**

Your Directors have the pleasure in presenting the 33rd Annual Report of the Company on the business and operations of the Company together with the Audited Statement of Accounts for the year ended 31st March 2016.

FINANCIAL RESULTS

The Company's performance during the financial year ended 31st March, 2016 as compared to the previous financial year, is summarised below:

(Rs. In Lacs)

| Particulars | Standalone | | Consolidated | |
|----------------------------------|----------------------------------|----------------------------------|----------------------------------|----------------------------------|
| | For the year ended on 31.03.2016 | For the year ended on 31.03.2015 | For the year ended on 31.03.2016 | For the year ended on 31.03.2015 |
| Total Income | 16753.49 | 10194.20 | 79407.96 | 31687.05 |
| Total Expenditure | 1892.86 | 1607.16 | 53648.34 | 16891.19 |
| Depreciation | 64.05 | 67.52 | 208.95 | 196.94 |
| Interest | 570.25 | 833.73 | 1429.85 | 1761.93 |
| Profit Before Tax | 14226.33 | 7685.79 | 24120.82 | 12836.99 |
| Provision for Tax & Deferred Tax | 220.73 | 214.88 | 8189.05 | 4698.08 |
| Profit After Tax | 14005.60 | 7470.91 | 15931.77 | 8138.91 |

During the year under review, the total revenue earned is Rs. 16753.49/- Lacs compared to previous year's revenue of Rs. 10194.20/- Lacs on standalone basis. The profit before tax stands at Rs. 14226.32/- Lacs as compared to Rs.7685.79/- Lacs during the previous year. The consolidated revenue for the current year amounted to Rs. 79407.96 Lacs against Rs. 31687.05 /- Lacs compared to the previous year. The profit before tax on consolidated basis stands at Rs. 24120.82 Lacs as compared to Rs. 12836.99/-Lacs during the previous year.

NATURE OF BUSINESS

The Company is engaged in the activities of developing residential and commercial projects. During the year under review, there was no change in the nature of business of the Company.

DIVIDEND

Your Directors are pleased to recommend a dividend of 100% i.e. Rs. 2/- per Equity share on 6,29,66,207 Equity Shares of face value Rs. 2/- each out of the profits of the Company for the financial year 2015-16 subject to approval of shareholders at the ensuing Annual General Meeting. Total outflow on account of dividend shall amount to Rs. 15,15,69,290/- (Rupees Fifteen Crores Fifteen Lacs Sixty Nine Thousand Two Hundred and Ninety Only) including dividend distribution tax.

TRANSFER TO RESERVES

Your Directors do not propose to transfer any amount to reserves out of the profits earned during FY 2015-16.

SHARE CAPITAL

During the year under review, the Company has not allotted any Equity Shares, thus the paid up Equity Share Capital of the Company remains the same. Also, the Company has not issued shares with differential voting rights and sweat equity shares.

ALLOTMENT OF NON-CONVERTIBLE DEBENTURES DURING THE YEAR

The Company has raised an amount of Rs. 55,00,00,000/- (Rupees Fifty Five Crores Only) by way of issuing 5,500, 11.75 % Secured, Redeemable, Non-Convertible Debentures ("NCD") of Rs. 1,00,000/- (Rupees One Lakh each) on private placement basis on 13th January, 2016. The NCD's are listed on the Wholesale Debt Market Segment of BSE Limited.

DEPOSITS

Your Company has not accepted any deposits from public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

The Company has 19 subsidiaries, 2 LLPs where Company exercises significant control and 8 Associates/Joint Ventures of which 1 Company is Joint Venture entity in UAE.

The performance and financial position of each of the subsidiaries, associates and joint venture companies for the year ended March 31, 2016 is attached to the financial statements hereto in form AOC 1.

As per Section 129(3) of the Companies Act, 2013, the Company has prepared consolidated financial statements of the Company and its subsidiaries, its Associates and Joint Venture in accordance with applicable accounting standards, issued by the Institute of Chartered Accountants of India, forms part of this Annual Report. In terms of Section 136 of the Companies Act, 2013 ('the Act'), Financial statements of the subsidiary companies are not required to be sent to the members of the Company. The Company will provide a copy of separate annual accounts in respect of each of its subsidiary to any shareholder of the Company, if so desired and said annual accounts will also be kept open for inspection at the Registered Office of the Company.

The Company has formulated a policy for determining 'material' subsidiaries and such policy is disclosed on Company's website.

MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL

In Compliance with provisions of Section 152 of the Companies Act, 2013, Ms. Rachana Hingarajia, (DIN: 07145358), Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. Appropriate resolution for her re-appointment is being placed for approval of the members at the ensuing AGM.

The Board of Directors on the recommendations of the Nomination and Remuneration Committee appointed Mr. Mahesh Sheregar (DIN: 02493456) as an Additional Director (in capacity of Executive Director) on 12th February, 2016. He will be holding his office as Director till the date of the ensuing Annual General Meeting of the Company. The Company has received notice under 160(1) of the Act from member proposing his candidature for appointment as Director. Mr. Mahesh Sheregar (DIN: 02493456) is also appointed as Chief Executive Officer for international business of the Company.

The brief resume of the Directors seeking appointment and re-appointment has been detailed in the Notice and Corporate Governance Report.

Mr. Jignesh Sanghavi (DIN: 02232988) has resigned w.e.f. the close of Business hours on 29th September, 2015. The Board has placed on record its appreciation for the outstanding contribution made in the development of the Company by Mr. Sanghavi.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

DISCLOSURES RELATED TO BOARD, COMMITTEES AND POLICIES

Board Meetings

The Board of Directors met 4 times during the financial year ended March 31, 2016 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder. The Directors actively participated in the meetings and

contributed valuable inputs on the matters brought before the Board of Directors from time to time.

Additionally, during the financial year ended March 31, 2016, the Independent Directors held a separate meeting in compliance with the requirements of Schedule IV of the Companies Act, 2013, Clause 49(II)(B)(6) of Listing Agreement and Regulation 25(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"). For further details of the meetings of the Board, please refer to the Corporate Governance Report, which forms part of this Annual Report.

Director's Responsibility Statement

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2016, the Board of Directors hereby confirms that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. such accounting policies have been selected and applied consistently and the Directors 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 as on March 31, 2016 and of the profits of the Company for the year ended on that date;
- c. proper and sufficient care was taken 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;
- d. the annual accounts of the Company have been prepared on a going concern basis;
- e. internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Committees of the Board

a) Nomination and Remuneration Committee

A Nomination and Remuneration Committee is in existence in accordance with the provisions of subsection (3) of Section 178 of the Companies Act, 2013. Kindly refer to the section on Corporate Governance, under the head, 'Nomination and Remuneration Committee' for matters relating to constitution, meetings, functions of the Committee and the remuneration policy formulated by this Committee.

b) Audit Committee

An Audit Committee is in existence in accordance with the provisions of Section 177 of the Companies Act, 2013. Kindly refer to the section on Corporate Governance, under the head, 'Audit Committee' for matters relating to constitution, meetings and functions of the Committee.

c) Corporate Social Responsibility Committee

As per the provisions of Section 135 of the Companies Act, 2013, the Board of Directors has constituted a Corporate Social Responsibility (CSR) Committee.

The Corporate Social Responsibility Committee (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, which has been approved by the Board.

The CSR Policy may be accessed on the Company's website at the link <http://www.sunteckindia.com/codes-policies.aspx>.

The Company has undertaken projects in the areas of Health, Education, Environment Sustainability and Animal Welfare as part of its initiatives under "Corporate Social Responsibility (CSR). These projects are largely in accordance with Schedule VII of the Companies Act, 2013.

For details of the composition of the Committee, the CSR policy and other relevant details that are required to be disclosed under the provisions of Section 134(3)(o) of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014, kindly refer to Annexure I hereto, which forms part of this report.

d) Other Board Committees

For details of other Board committees' viz. Stakeholders Relationship Committee and others, kindly refer to the section on Corporate Governance.

Vigil Mechanism for the Directors and Employees

In compliance with provisions of Section 177(9) and (10) of the Companies Act, 2013 read with Regulation 22 of the Listing Regulations, your Company has adopted whistle blower policy for Directors and employees to report genuine concerns to the management of the Company. The whistle blower policy of the Company is posted on the website of the Company and may be accessed at <http://www.sunteckindia.com/codes-policies.aspx>.

Risk Management

The Company's management systems, organisational structures, processes, standards, code of conduct and behaviors together form the system that governs how the Group conducts the business of the Company and manages associated risks.

The approach is based on a clear understanding of the variety of risks that the organisation faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures.

Annual Evaluation of Directors, Committee and Board

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board is required to monitor and review the Board evaluation framework. The Evaluation process provides the manner in which the performance of Directors, as a collective body in the form of Board Committees and the Board functions and performs. The overall performance of the Board was satisfactory.

Particulars of Remuneration

The information as required under the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are set out in MGT 9 attached hereto.

During the financial year 2015-16, there were 3 persons employed, for a part of the financial year who were in receipt of remuneration of not less than Rs. 5 lacs p.m. As on March 31, 2016, there were total 188 permanent employees.

However, in accordance with the provisions contained in the proviso to Section 136(1) of the Companies Act, 2013, the particulars relating to other employees of the Company are not being sent as a part of this Annual Report. The same is available for inspection by any Member at the registered office of the Company during working hours on working days of the Company up to the ensuing Annual General Meeting. Any Member interested in obtaining a copy of the same may write to the Company Secretary at the registered office of the Company.

DISCLOSURE RELATING TO EMPLOYEE STOCK OPTION SCHEME

In compliance with the provisions of Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 and SEBI (Share Based Employee Benefits) Regulations, 2014, the details of Employees Stock Option Scheme as on March 31, 2016 is furnished in Annexure II attached herewith and forms part of this Report.

PARTICULARS OF LOANS, ADVANCES, GUARANTEES, AND INVESTMENTS

Pursuant to Section 186 of the Companies Act, 2013 and Schedule V of the Listing Regulations, details of Loans to subsidiaries are given at note no. 19 in the Financial Statements. No Loans /guarantees have been provided to Related Parties other than Subsidiaries, Joint Ventures, LLPs or Associate Companies referred to in note no. 32. Loans to other body corporate given by the Company are in the ordinary course of business and on arms length basis.

PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES

All the transactions/contracts/arrangements of the nature as specified in Section 188(1) of the Companies Act, 2013 entered by the Company during the year under review with related party (ies) are in the ordinary course of business and on arms Length basis. There are no material significant related party transactions made by the Company with Promoters, Directors, or Key Managerial Personnel which may have a potential conflict with the interest of the Company at large and consequently no particulars in form AOC-2 have been furnished.

The Policy on related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at <http://www.sunteckindia.com/codes-policies.aspx>.

Disclosure on related party transactions is provided in notes to financial statements as note no. 32.

DISCLOSURES UNDER SECTION 134(3) (L) OF THE COMPANIES ACT, 2013

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

INTERNAL FINANCIAL CONTROLS

The Company has adequate Internal Financial Controls in place with reference to financial statements and is operating effectively. These are continually reviewed by the Company to strengthen the same wherever required. In compliance with the provisions of section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014, the internal control systems are supplemented by Internal Audit carried out by independent firm of Chartered Accountants, M/s. Pricewaterhouse Coopers Private Limited for periodical review by management.

POSTAL BALLOT FOR OBTAINING APPROVAL OF MEMBERS

During financial year 2015-16, the members through Postal Ballot approved and authorised the Board of Directors by way of special resolution passed on 15th July, 2015 to provide loans or guarantee or to make further investment or provide security in connection with loans to subsidiary companies (including overseas subsidiaries) for an amount not exceeding Rs. 2000/- crores (Two Thousand Crores Only). Mr. Veeraraghavan N, Practising Company Secretary was appointed as the scrutinizer for carrying out the Postal ballot process in a fair and transparent manner. The details of the procedure of Postal ballot and voting pattern are provided in the Report of Corporate Governance.

DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL

There are no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations.

DISCLOSURES IN RESPECT OF VOTING RIGHTS NOT DIRECTLY EXERCISED BY EMPLOYEES

There are no shares held by trustees for the benefit of employees and hence no disclosure under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 has been furnished.

STATUTORY AUDIT AND AUDITORS' REPORT

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Lodha & Co., Chartered Accountants, the Statutory Auditors of the Company, hold office upto the conclusion of the 33rd Annual General Meeting. However, their appointment as Statutory Auditors of the Company is subject to ratification by the members at every Annual General Meeting. The Company has received a certificate

from the said Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed.

Necessary resolution for ratification of appointment of the said Auditors is included in the Notice of Annual General Meeting for seeking approval of members.

Observations of statutory auditors on accounts for the year ended March 31, 2016:

There are no qualifications, reservations or adverse remarks made by M/s. Lodha & Co. Chartered Accountants, Statutory Auditors of the Company, in their report for the financial year ended March 31, 2016.

Pursuant to provisions of section 143(12) of the Companies Act, 2013, the Statutory Auditors have not reported any incident of fraud to the Audit and Compliance Committee during the year under review.

SECRETARIAL AUDIT

As required under provisions of Section 204 of the Companies Act, 2013, and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the report in respect of the Secretarial Audit carried out by Veeraraghavan N., Company Secretary in practice in Form MR-3 for the financial year 2015-16 forms part to this report. In respect of the observation made by the Auditor in the report, Directors would like to state that the Company is in process of appointing CFO of the Company.

COST AUDIT

In compliance with provisions of Section 148 of the Companies Act, 2013 and the rules made thereunder and as amended from time to time, the requirement of cost audit and the maintenance of the cost records are not applicable to the Company. However, the prescribed accounts and records have been maintained.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended March 31, 2016 made under the provisions of Section 92(3) of the Act is attached as Form MGT 9 as Annexure III which forms part of this Report.

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

Considering the nature of activities of the Company, the Company is not required to furnish information as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption.

The details of foreign exchange earnings and outgo during the year under review is as below:

| | |
|-------------------------------|-------------------|
| i) Foreign Exchange Earned: | Rs. 9,61,36,920/- |
| ii) Foreign Exchange Outflow: | Rs. 83,36,663/- |

INFORMATION REQUIRED UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2014

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Your Company has a policy and framework for employees to report sexual harassment cases at workplace and the Process ensures complete anonymity and confidentiality of information.

OTHER DISCLOSURES

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

Service of documents through electronic means

All documents, including the Notice and Annual Report shall be sent through electronic transmission in respect of members whose email IDs are registered in their demat account or are otherwise provided by the members. A member shall be entitled to request for physical copy of any such documents.

Corporate Governance

The report on Corporate Governance and the certificate from the Statutory Auditors regarding compliance with the conditions of Corporate Governance have been furnished in the Annual Report and form a part of the Annual Report.

Management Discussion and Analysis Report

The Management Discussion and Analysis report has been separately furnished in the Annual Report and forms a part of the Annual Report.

ACKNOWLEDGEMENT AND APPRECIATION

Your Directors would like to express their sincere appreciation and gratitude for the co-operation and assistance from its shareholders, bankers, regulatory bodies and other business constituents during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the contribution and commitment made by every member of the Sunteck Family.

On behalf of the Board of Directors

Mumbai, 30th May, 2016

**Kamal Khetan (DIN: 00017527)
Chairman & Managing Director**

Annexure - 'I' Annual Report on CSR Activities

1. Composition of the CSR Committee:

| Name of the Director | Category | Position |
|----------------------|--|----------|
| Mr. Kamal Khetan | Executive and Non Independent Director | Chairman |
| Mr. Sanjay Dutt | Non-Executive and Independent Director | Member |
| Mr. Kishore Vussonji | Non-Executive and Independent Director | Member |

2. CSR POLICY

Web link: <http://www.sunteckindia.com/codes-policies>

3. Average net profit of the Company for last three financial years:

Average net profit: Rs. 641,804,215/-

4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above):

The Company is required to spend Rs.12, 836,084 /- towards CSR.

5. Details of CSR spend for the financial year:

a) Total amount spent for the financial year: Rs.1,508,363 /-

b) Amount unspent, if any: Rs. 11,327,721/-

c) Manner in which the amount spent during the financial year is detailed below:

| Sr. No. | Projects / Activities | Sector | Locations | Amount Outlay (Budget) Project or Programs Wise | Amount spent on the project or programs | Cumulative Expenditure upto reporting period | Amount spent: Direct or Indirect |
|---------|---|------------------------------|-----------|---|---|--|----------------------------------|
| 1 | Contribution to CSR by support by providing disaster relief by promoting education and eradicating poverty & hungry | Health & Education | Mumbai | 1,157,363/- | 1,157,363/- | 1,157,363/- | Indirect |
| 2. | Contribution to CSR through participation in Mumbai Marathon, in support of education and de-addiction. | Health & Education | Mumbai | 300,000/- | 300,000/- | 300,000/- | Indirect |
| 3. | Contribution to CSR by ensuring environmental sustainability, animal welfare etc. | Environmental Sustainability | Mumbai | 51,000/- | 51,000/- | 51,000/- | Indirect |

6. Reasons for failure to spend the two percent of the average net profit of the last three financial years or any part thereof:

Company's philosophy for delineating its responsibility as a corporate citizen is by creating value and growth in the society and in the community in which it operates, through its services, conduct and programs. The Company in view of its philosophy has partnered with agency to carry out the CSR activities. However, the Company did not find enough projects to spend the amount prescribed for CSR.

7. Responsibility Statement

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

For Sunteck Realty Limited

Kamal Khetan

(Chairman of CSR Committee)

DIN: 00017527

Mumbai, 30th May, 2016

Annexure - II

Disclosure of Information in respect of Employees Stock Option Scheme:**Employee Stock Options Scheme-2013 - Grant I**

(A) Options granted: 146,187 (Previous Year: 259,204) Equity shares of the face value of Rs. 2/- each are reserved for issue under Employee Stock Options Scheme-2013; **(B)** Exercise Price: Rs. 295/-; **(C)** Options vested: 36,547; **(D)** Options exercised: Nil; **(E)** Total number of shares arising as a result of exercise of Options (Equity shares of 2/- each): Nil; **(F)** Options lapsed: Nil; **(G)** Variation of terms of options: N.A.; **(H)** Money realized by exercise of Options: Nil; **(I)** Total Number of Options in force : 146,187; **(J)** Employee-wise details of Options granted to (i) Senior Managerial Personnel/Key Managerial Personnel: Mr. Sumesh Mishra -62,069, Ms. Rachana Hingarajia-8,276; (ii) Any other employee who receives a grant, in any one year, of Options amounting to 5% or more of Options granted during that year: Nil; (iii) Identified employees who were granted Options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant: Nil; **(K)** Diluted Earnings per Share (EPS) pursuant to issue of shares on exercise of options calculated in accordance with Accounting Standard (AS) 20: Rs. 22.09/-; **(L)** Where the Company has calculated the employee compensation cost using the intrinsic value of the stock options, The difference between employee compensation cost using intrinsic value method and the fair value of the Options and impact of this difference on profits and on EPS: To calculate the employee compensation cost, the Company uses the intrinsic value method for valuation of the options granted. Had the Company used fair value approach based on Black and Scholes Model of valuing stock options, the company's net profit would be lower by Rs. 9,939,184 (Previous year: lower by Rs. 16,101,908) and Basic/Diluted earnings per share (before and after exceptional items) would be Rs. 22.09 (previous year: Rs. 11.61); **(M)** Weighted average exercise price and weighted average fair value of options whose exercise price equals or exceeds or is less than market price of the stock: a) Weighted average exercise price: Rs. 295/-; b) Weighted Average Fair Value of options: Rs. 117.86/- options whose vesting is effective from 01/10/2014 and Rs. 134.96/- for options whose vesting is effective from 01/10/2015; **(N)** Method and significant assumptions used to estimate the fair value of Options granted during the year: There are no options granted during the year. However, the Company has granted options earlier. i) Method: The Company adopts the intrinsic value method to account for the stock options it grants to the employees. ii) Significant Assumptions: The Company also calculates the fair value of options at the time of grant, using Black Scholes pricing model with the following assumptions: a) Weighted average risk-free interest rate: 8%; b) Weighted average expected life of Options: For option whose vesting is effective from 01/10/2014 is 3.5 years and for options whose vesting is effective from 01/10/2015 is 4.5 years; c) Weighted average expected volatility: 41.70%; d) Weighted average expected dividends: 0.05%; e) Weighted average market price: Rs. 294/-

For and on behalf of the Board of Directors

Kamal Khetan

Chairman and Managing Director

DIN: 00017527

Mumbai, May 30, 2016

Annexure - III Extract of Annual Return

FORM MGT-9

As on the financial year ended 31.03.2016

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details

| | |
|---|--|
| CIN | L32100MH1981PLC025346 |
| Registration Date | 01.10.1981 |
| Name of the Company | Sunteck Realty Limited |
| Category/ Sub-Category of the Company | Company having Share Capital |
| Address of the Registered Office and contact details | 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E) Mumbai 400057 Website :www.sunteckindia.com Email Add: cosec@sunteckindia.com Contact No.: 022- 42877800 Fax No.: 022-42877890 |
| Whether listed company | Yes |
| Name, address and contact details of Registrar and Transfer Agent, if any | Link Intime India Private Limited C-13 Pannalal Silk Mills Compound L.B.S. Marg, Bhandup - West Mumbai 400078 Contact no.:022-25963838 |

II. Principal Business Activities of the Company

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

| Name and Description of main Products/Services | NIC code of the Product/ Service | % to total turnover of the Company |
|--|----------------------------------|------------------------------------|
| Real estate activities with own or leased property | 68100 | 18.09 |

III. Particulars of Holding, Subsidiary and Associate Companies

| Name and Address of the Company | CIN/ GLN | Holding/ Subsidiary/ Associate | % of Shares held | Applicable Section |
|--|-----------------------|--------------------------------|------------------|--------------------|
| Amenity Software Private Limited 404, Corporate Centre, Andheri-Kurla Road, Andheri (East), Mumbai - 400059 | U72900MH2004PTC144491 | Subsidiary | 100 | 2(87) |
| Magenta Computer Software Private Limited 401, Corporate Centre, Andheri-Kurla Road, Andheri (East), Mumbai - 400059 | U72200MH2004PTC146911 | Subsidiary | 100 | 2(87) |
| Satguru Infocorp Services Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057. | U74140MH1999PTC122127 | Subsidiary | 100 | 2(87) |
| Starlight Systems Private Limited C-21, House Fin Bhavan, C-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 | U70200MH2000PTC125475 | Subsidiary | 100 | 2(87) |
| Sunteck Property Holdings Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U70102MH2010PTC211484 | Subsidiary | 100 | 2(87) |

| Name and Address of the Company | CIN/ GLN | Holding/ Subsidiary/ Associate | % of Shares held | Applicable Section |
|--|-----------------------|--------------------------------|------------------|--------------------|
| Skystar Buildcon Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U70102MH2010PTC198509 | Subsidiary | 100 | 2(87) |
| Sahrish Constructions Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U45400MH2012PTC233184 | Subsidiary | 100 | 2(87) |
| Sunteck Realty Holdings Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U70200MH2013PTC242501 | Subsidiary | 100 | 2(87) |
| Sunteck Fashion & Lifestyles Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U74999MH2014PTC254408 | Subsidiary | 100 | 2(87) |
| Starteck Lifestyle Pvt. Ltd. (formerly known as Ailas Builders Pvt Ltd.) 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U74900MH2012PTC232793 | Subsidiary | 100 | 2(87) |
| Advait Infraprojects Private Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U45203MH2011PTC223208 | Subsidiary | 100 | 2(87) |
| Satguru Corporate Services Pvt Ltd. 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | U74120MH2011PTC211816 | Step Down Subsidiary | 100 | 2(87) |
| Sunteck Real Estates Private Limited 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vileparle (East), Mumbai 400057 | U74120MH2015PTC271422 | Subsidiary | 100 | 2(87) |
| Sunteck Infraprojects Private Limited 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vileparle (East), Mumbai 400057 | U74120MH2015PTC271094 | Subsidiary | 100 | 2(87) |
| Denise Realities Private Limited 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai 400057 | U74120MH2015PTC266340 | Step Down Subsidiary | 100 | 2(87) |
| Eleanor Lifespaces Private Limited 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai 400057 | U45209MH2011PTC221112 | Step Down Subsidiary | 100 | 2(87) |
| Sunteck Lifestyle Limited Lease office building 16, Office No.16133, 1st Floor, P.O.Box No.16952, Jebel Ali free Zone, Dubai, UAE | 161719 | Step Down Foreign Subsidiary | 100 | 2(87) |
| Sunteck Lifestyle International Pvt. Ltd. C/o Multiconsultant Limited, Las Cascades Building, Edith Cavell Street, Port Louis, Republic of Mauritius. | 119272 C1/GBL | Foreign Subsidiary | 100 | 2(87) |
| Sunteck Lifestyle Management JLT Unit No. 30-01-2079, Floor No. 1, Building No. 3, Plot No. 550-554, J & G, DMCC, Dubai, UAE. | 134432 | Step Down Foreign Subsidiary | 100 | 2(87) |
| GGICO Sunteck Limited 15th Floor, The Maze Tower, P.O.Box 9275, Dubai, United Arab Emirates | 166068 | Joint venture | 50 | 2(87) |
| Piramal Sunteck Realty Pvt. Ltd. 8th Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400013 | U70102MH2007PTC176348 | Joint venture | 50 | 2(6) |
| Starlight Systems (I) LLP 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | AAB-4193 | Associate | 78 | 2(6) |
| Topzone Mercantile Company LLP 8th Floor, Piramal Tower, Ganpatrao Kadam Marg, Lower Parel, Mumbai-400013 | AAA-4284 | Associate | 25 | 2(6) |
| Nariman Infrastructure LLP 5th Floor, Sunteck Centre, Subhash Road, Vile Parle (E), Mumbai 400057 | AAA-6334 | Associate | 50 | 2(6) |

| Name and Address of the Company | CIN/ GLN | Holding/ Subsidiary/ Associate | % of Shares held | Applicable Section |
|--|----------|--------------------------------|------------------|--------------------|
| Uniworth Realty LLP 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | AAA-4219 | Associate | 50 | 2(6) |
| Pathway Buildcon LLP 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | AAA-5813 | Associate | 50 | 2(6) |
| Assable Buildcon LLP 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | AAA-3922 | Associate | 50 | 2(6) |
| Mithra Buildcon LLP 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (E), Mumbai 400057 | AAA-2993 | Associate | 99 | 2(6) |

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|--|---|----------------|-----------------|-------------------|---|----------|-----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/HUF | 31692367 | 161 | 31692528 | 50.33 | 2790591 | - | 2790591 | 4.43 | (45.9) |
| b) Central Govt. | - | - | - | - | - | - | - | - | - |
| c) State Govt.(s) | - | - | - | - | - | - | - | - | - |
| d) Bodies Corporate | 3000100 | - | 3000100 | 4.76 | 3000100 | - | 3000100 | 4.76 | - |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any other | 2714753 | 8863684 | 11578437 | 18.39 | 40491337 | - | 40491337 | 64.30 | 45.91 |
| Sub- Total(A)(1): | 37407220 | 8863845 | 46271065 | 73.49 | 46282028 | - | 46282028 | 73.50 | 0.01 |
| (2) Foreign | | | | | | | | | |
| a) NRI's- Individuals | - | - | - | - | - | - | - | - | - |
| b) Other - Individuals | - | - | - | - | - | - | - | - | - |
| c) Bodies Corporate | - | - | - | - | - | - | - | - | - |
| e) Banks / FI | - | - | - | - | - | - | - | - | - |
| f) Any other | - | - | - | - | - | - | - | - | - |
| Sub- Total(A)(2): | - | - | - | - | - | - | - | - | - |
| Total Shareholding of Promoters (A)=(A)(1)+(A)(2) | 37407220 | 8863845 | 46271065 | 73.49 | 46282028 | - | 46282028 | 73.50 | 0.01 |
| B. Public Shareholding | | | | | | | | | |
| (1) Institutions | | | | | | | | | |
| a) Mutual Funds/UTI | 252 | - | 252 | 0.00 | 244 | - | 244 | 0.00 | - |
| b) Banks/FI | 810 | - | 810 | 0.00 | 1751 | - | 1751 | 0.00 | - |
| c) Central Govt | - | - | - | - | - | - | - | - | - |
| d) State Govt.(s) | - | - | - | - | - | - | - | - | - |
| e) Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| f) Insurance Companies | - | - | - | - | - | - | - | - | - |
| g) FIIs | 3204341 | - | 3204341 | 5.09 | 2934911 | - | 2934911 | 4.66 | (0.43) |
| h) Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|--|---|----------------|-----------------|-------------------|---|-------------|-----------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| i) Others (specify) | - | - | - | - | - | - | - | - | - |
| Sub-Total(B)(1): | 3205403 | - | 3205403 | 5.09 | 2936906 | - | 2936906 | 4.66 | (0.43) |
| (2) Non-Institutions | | | | | | | | | |
| a) Bodies Corporate | | | | | | | | | |
| i) Indian | 5501780 | 875000 | 6376780 | 10.13 | 6506063 | - | 6506063 | 10.33 | 0.20 |
| ii) Overseas | - | - | - | - | - | - | - | - | - |
| b) Individuals | | | | | | | | | |
| i) Individual Shareholders holding nominal share capital upto ` 1 lakh | 637507 | 4005 | 641512 | 1.02 | 716602 | 4005 | 720607 | 1.14 | 0.12 |
| ii) Individual Shareholders holding nominal share capital in excess of ` 1 lakh | 1902743 | - | 1902743 | 3.02 | 1795217 | - | 1795217 | 2.85 | (0.17) |
| c) Others (specify) | | | | | | | | | |
| i) Shares held by Pakistani citizens vested with the Custodian of Enemy Property | - | - | - | - | - | - | - | - | - |
| ii) Other Foreign Nationals | - | - | - | - | - | - | - | - | - |
| iii) Foreign Bodies | - | - | - | - | - | - | - | - | - |
| iv) NRI / OCBs | 61290 | - | 61290 | 0.10 | 39505 | - | 39505 | 0.06 | (0.04) |
| v) Clearing Members / Clearing House | 407781 | - | 407781 | 0.65 | 334013 | - | 334013 | 0.53 | (0.12) |
| vi) HUF | - | - | - | - | 252235 | - | 252235 | 0.40 | 0.40 |
| vii) Trusts | 4099633 | - | 4099633 | 6.51 | 4099633 | - | 4099633 | 6.51 | - |
| viii) Limited Liability Partnership | - | - | - | - | - | - | - | - | - |
| ix) Foreign Portfolio Investor (Corporate) | - | - | - | - | - | - | - | - | - |
| x) Qualified Foreign Investor | - | - | - | - | - | - | - | - | - |
| Sub-Total (B)(2): | 12610734 | 879005 | 13489739 | 21.42 | 13743268 | 4005 | 13747273 | 21.83 | - |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 15816137 | 879005 | 16695142 | 26.51 | 16680174 | 4005 | 16684179 | 26.50 | (0.01) |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | 53223357 | 9742850 | 62966207 | 100 | 62962202 | 4005 | 62966207 | 100 | - |

(ii) Shareholding of Promoters

| Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding during the year |
|--------------------|---|----------------------------------|---|-------------------------------------|----------------------------------|---|---|
| | No. of Shares | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | |
| Manisha Khetan | 24251487 | 38.52 | - | 80 | 0.00 | - | (38.52) |
| Kamal Khetan | 2982248 | 4.74 | - | 81 | 0.00 | - | (4.74) |

| Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding during the year |
|-------------------------------------|---|----------------------------------|---|-------------------------------------|----------------------------------|---|---|
| | No. of Shares | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged/ encumbered to total shares | |
| Kamal Khetan HUF | 1668363 | 2.65 | - | - | 0.00 | - | (2.65) |
| Akrur Khetan | 1120310 | 1.78 | - | 1120310 | 1.78 | - | - |
| Anupma Khetan | 1176330 | 1.87 | - | 1176330 | 1.87 | - | - |
| Shanti Khetan | 493790 | 0.78 | - | 493790 | 0.78 | - | - |
| Satguru Infocorp Services Pvt. Ltd. | 1500000 | 2.38 | - | 1500000 | 2.38 | - | - |
| Starlight Systems Private Limited | 1500000 | 2.38 | - | 1500000 | 2.38 | - | - |
| Samagra Wealthmax Private Limited | 100 | 0.00 | - | 100 | 0.00 | - | - |
| Paripurna Trust | 10774454 | 17.11 | - | 10774454 | 17.11 | - | - |
| Astha Trust | 401992 | 0.64 | - | 5063485 | 8.04 | - | 7.4 |
| Matrabhav Trust | 401991 | 0.64 | - | 24653398 | 39.15 | - | 38.51 |
| Sanchit Derivatives Private Limited | - | - | - | - | - | - | - |
| Total | 46271065 | 73.49 | - | 46282028 | 73.50 | - | - |

(iii) Change in Promoters' Shareholding

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| S. I. Kamal Khetan | | | | |
| At the beginning of the year | 2982248 | 4.74 | 2982248 | 4.74 |
| Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.): Decrease in shareholding as on 5th May, 2015 | (2982167) | (4.74) | 81 | 0.00 |
| At the end of the year | 81 | 0.00 | 81 | 0.00 |

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| S. II. Manisha Khetan | | | | |
| At the beginning of the year | 24251487 | 38.52 | 24251487 | 38.52 |
| Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.): Decrease in shareholding as on 5th May, 2015 | (24251407) | (38.52) | 80 | 0.00 |
| At the end of the year | 80 | 0.00 | 80 | 0.00 |

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| S. III. Kamal Khetan HUF | | | | |
| At the beginning of the year | 1668363 | 2.65 | 1668363 | 2.65 |
| Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.): Decrease in shareholding as on 5th May, 2015 | (1668363) | (2.65) | 0 | 0.00 |
| At the end of the year | 0 | 0.00 | 0 | 0.00 |

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| S. IV. Astha Trust | | | | |
| At the beginning of the year | 401992 | 0.64 | 401992 | 0.64 |
| Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.): Increase in shareholding as on 5th May, 2015 | 4661493 | 7.4 | 5063485 | 8.04 |
| At the end of the year | 5063485 | 8.04 | 5063485 | 8.04 |

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| S. V. Matrabhav Trust | | | | |
| At the beginning of the year | 401991 | 0.64 | 401991 | 0.64 |
| Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc.): Increase in shareholding as on 5th May, 2015 | 24251407 | 38.51 | 24653398 | 39.15 |
| At the end of the year | 24653398 | 39.15 | 24653398 | 39.15 |

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| For Each of the Top 10 shareholders | Shareholding at the beginning of the year | | Shareholding at the end of the year | |
|--|---|----------------------------------|-------------------------------------|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| Kotak Mahindra Trusteeship Services Limited A/c Kotak Alternate Opportunities (India) Fund | 4099633 | 6.51 | 4099633 | 6.51 |
| Akshar Fincom Private Limited | 2915730 | 4.63 | 2915730 | 4.63 |
| College Retirement Equities Fund-Stock Account | 1828634 | 2.90 | 2642147 | 4.20 |
| Ashish Dhawan | 1078573 | 1.71 | 1157729 | 1.84 |
| Pavitra Finlease Pvt Ltd | 875000 | 1.39 | 875000 | 1.39 |
| College Retirement Equities Fund-Global Equities Account | 813513 | 1.29 | 813513 | 1.29 |
| Bestdeal Finadvisors LLP | 700000 | 1.11 | 700000 | 1.11 |
| Shree Ganeshaya Trading Co Private Limited | 538385 | 0.86 | 500901 | 0.80 |
| Anand Rathi Commodities Ltd | 1620 | 0.00 | 297734 | 0.47 |
| Arcadia Share & Stock Brokers Pvt Ltd | 242675 | 0.19 | 279424 | 0.44 |

| | Shareholding at the beginning of the year | | Shareholding at the end of the year | |
|---|---|----------------------------------|-------------------------------------|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| For Each of the Top 10 shareholders | | | | |
| Wisdomtree Trust A/c Wisdomtree India Investment Portfolio, Inc | 421985 | 0.67 | - | - |
| Sanjay Agarwal | 248125 | 0.39 | 123125 | 0.20 |

(v) Shareholding of Directors and Key Managerial Personnel:

| | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| For Each of the Directors and KMP | | | | |
| Mr. Kamal Khetan, Chairman & Managing Director | | | | |
| At the beginning of the year | 2982248 | 4.74 | 2982248 | 4.74 |
| Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc): Decrease in shareholding as on 5th May, 2015 | (2982167) | (4.74) | 81 | 0.00 |
| At the end of the year | 81 | 0.00 | 81 | 0.00 |

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment

| | Rs. (In Lacs) | | | |
|--|----------------------------------|-----------------|----------|--------------------|
| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 6988.93 | 4919.38 | - | 11908.31 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | 104.11 | - | 104.11 |
| Total (i+ii+iii) | 6988.93 | 5023.49 | - | 12012.42 |
| Change in Indebtedness during the financial year | | | | |
| Addition | 10392.21 | 5737.82 | - | 16130.03 |
| Reduction | - | (4127.83) | - | (4127.83) |
| Net Change | 10392.21 | 1609.99 | - | 12002.20 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 17381.14 | 6529.37 | - | 23910.51 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | 569.77 | - | 569.77 |
| Total (i+ii+iii) | 17381.14 | 7099.14 | - | 24480.28 |

REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. 1) Remuneration to Managing Director, Whole- time Directors and /or Manager:

Rs. (In Lacs)

| Sr. No. | Particulars | Name of Managing Directors / Whole Time Directors* | | | | Total Amount |
|---------|--------------------------------------|--|-----------------------|------------------|----------------------------|---------------|
| | | Kamal Khetan (CMD) | Jignesh Sanghavi (ED) | Atul Poopal (ED) | Mahesh Sheregar (ED & CEO) | |
| 1 | Gross Salary | 287.86 | 28.48 | 37.5 | NIL | 353.84 |
| | Value of perquisite | NIL | NIL | NIL | NIL | - |
| | Profits in Lieu of Salary | NIL | NIL | NIL | NIL | - |
| 2 | ESOPS | NIL | NIL* | NIL | NIL | - |
| 3 | Sweat Equity | NIL | NIL | NIL | NIL | - |
| 4 | Commission(as % of profit or others) | NIL | NIL | NIL | NIL | - |
| 5 | OTHERS(Specify) | NIL | NIL | NIL | NIL | - |
| | TOTAL | 287.86 | 28.48 | 37.5 | NIL | 353.84 |

*Mr. Jignesh Sanghavi resigned as Director of the Company w.e.f from the close of business hours on 29th September, 2015.

2) Details of Remuneration of Key Managerial Personnel (KMP)

Rs. (In Lacs)

| Sr. No. | Particulars | Name of KMP (Company Secretary) | Total Amount |
|---------|--------------------------------------|---------------------------------|--------------|
| | | Rachana Hingarajia | |
| 1 | Gross Salary | 18.50 | 18.50 |
| | Value of perquisite | - | - |
| | Profits in Lieu of Salary | - | - |
| 2 | ESOPS | 8276 options | 8276 options |
| 3 | Sweat Equity | - | - |
| 4 | Commission(as % of profit or others) | - | - |
| 5 | OTHERS(Specify) | - | - |
| | TOTAL | 18.50 | 18.50 |

B. Remuneration of other Directors:

1. Independent Directors

(In Rs.)

| Sr. No. | Particulars of Remuneration | Mahadevan Kalahasthi | Sanjay Dutt | Ramakant Nayak | Kishore Vussonji | Total Amount |
|---------|--|----------------------|----------------|----------------|------------------|-----------------|
| | - Fee for attending Board/Committee Meetings | 10000/- | 20000/- | 40000/- | - | 70,000/- |
| | - Commission | - | - | - | - | - |
| | - Others, please specify | - | - | - | - | - |
| | Total (B)(1) | 10000/- | 20000/- | 40000/- | - | 70,000/- |

2. Other Non Executive Directors

(In Rs.)

| Sr. No. | Particulars of Remuneration | | | Total Amount |
|---------|--|----------|----------|-----------------|
| | - Fee for attending Board/Committee Meetings | - | - | - |
| | - Commission | - | - | - |
| | - Others, please specify | - | - | - |
| | Total (B)(2) | - | - | - |
| | Total (B)= (B)(1)+ (B)(2) | - | - | 70,000/- |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ WTD

Rs. (In Lacs)

| Sr. No. | Particulars of Remuneration | Sumesh Mishra (Chief Operating Officer) | Total Amount |
|---------|--|--|---------------|
| 1. | Gross Salary | 64.30 | 64.30 |
| | (a) Salary as per provisions contained in Section 17 (1) of the Income Tax Act, 1961 | - | - |
| | (b) Value of perquisites under Section 17(2), Income Tax Act, 1961 | - | - |
| | (c) Profits in Lieu of salary under Section 17 (3), Income Tax Act, 1961 | - | - |
| 2. | Stock Options | 62069 options | 62069 options |
| 3. | Sweat Equity | - | - |
| 4. | Commission | - | - |
| | - as % of Profit | - | - |
| | - others, specify.... | - | - |
| 5. | Others, please specify | - | - |
| | Total (c) | 64.30 | 64.30 |

PENALTIES/ PUNISHMENT/COMPOUNDING OF OFFENCES:

| Type | Section of the Companies Act | Brief Description | Details of Penalty/ Punishment/ Compounding fees imposed | Authority [RD/ NCLT/ COURT] | Appeal made, if any (give details) |
|-------------------------------------|------------------------------|-------------------|--|------------------------------|------------------------------------|
| A. COMPANY | | | | | |
| Penalty | | | | | |
| Punishment | | | NOT APPLICABLE | | |
| Compounding | | | | | |
| B. DIRECTORS | | | | | |
| Penalty | | | | | |
| Punishment | | | NOT APPLICABLE | | |
| Compounding | | | | | |
| C. OTHER OFFICERS IN DEFAULT | | | | | |
| Penalty | | | | | |
| Punishment | | | NOT APPLICABLE | | |
| Compounding | | | | | |

On behalf of the Board of Directors
Mumbai, 30th May, 2016
Kamal Khetan (DIN: 00017527)
 Chairman & Managing Director

Report on Corporate Governance

Pursuant to Regulation 34 read with Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter **"Listing Regulations"**), the report containing the details of the Governance systems and process at Sunteck Realty Limited is as under:

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company recognizes that good Corporate Governance emerges from the application of the sound management practices coupled with adherence to the highest standards of transparency and business ethics. The Company endeavors to ensure that the affairs are managed in a fair and transparent manner in order to protect the interests of its stakeholders and to enhance stakeholders' value.

The Company's Corporate Governance norms and processes help to achieve the definite and measurable performance targets with integrity in all facets of its operations. The Board plays a crucial role in overseeing how the management serves the short and long term interests of stakeholders.

The Company is in compliance with the applicable requirement specified in Clause 49 of Listing Agreement and Regulation 17 to Regulation 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

BOARD OF DIRECTORS

Composition of the Board

The Company recognizes the importance of a diverse Board and hence has an optimum combination of Executive and Non Executive Directors with one woman Director to take care of the business needs, stakeholders' interest and to ensure effective governance. The Board consists of Eight (8) Directors; amongst them four (4) are Non Executive Independent Directors who provide valuable guidance to the Management of the Company on various aspects of the Company's business operations. The composition of the Board is in accordance with the provisions of the Companies Act, 2013 and the Listing Regulations, as amended from time to time.

The Board of Directors met four times during the financial year and the gap between two meeting did not exceed one hundred and twenty days i.e. on 26th May 2015, 13th August 2015, 9th November 2015 and 12th February, 2016. The requisite quorum was present for all the meetings of the Board held during the financial year 2015-16.

Details of Board Members

The names of Directors of the Board, their attendance at the Company's Board Meetings and last Annual General Meeting, number of Directorships / Committee Memberships in other companies during the year under review is given below. Other directorships do not include directorships of private limited companies, foreign companies and companies under Section 8 of the Act. Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.

| Name of the Directors | Category | No. of Board Meetings attended during the period | Attendance at the last AGM held on 29th September 2015 | *No. of Directorship in other public limited companies as on 31st March, 2016 | No. of Committee positions held in other public limited companies as on 31st March, 2016 | | Relation-ship with other Directors | No. of shares and convertible instruments held by non-Executive Directors |
|-----------------------|---------------------------|--|--|---|--|--------|------------------------------------|---|
| | | | | | Chairmanship | Member | | |
| Mr. Kamal Khetan | Executive Promoter | 4 | Yes | 5 | Nil | 1 | Nil | - |
| Mr. Atul Poopal | Executive Director | 2 | NA | 1 | Nil | Nil | Nil | - |
| Mr. Kishore Vussonji | Non Executive Independent | 1 | Yes | 6 | 3 | 7 | Nil | Nil |

| Name of the Directors | Category | No. of Board Meetings attended during the period | Attendance at the last AGM held on 29th September 2015 | *No. of Directorship in other public limited companies as on 31st March, 2016 | No. of Committee positions held in other public limited companies as on 31st March, 2016 | | Relation-ship with other Directors | No. of shares and convertible instruments held by non-Executive Directors |
|--------------------------|----------------------------|--|--|---|--|--------|------------------------------------|---|
| | | | | | Chairmanship | Member | | |
| Mr. Mahadevan Kalahasthi | Non- Executive Independent | 1 | No | 2 | 3 | 1 | Nil | Nil |
| Mr. Sanjay Dutt | Non- Executive Independent | 2 | Yes | 1 | 0 | 2 | Nil | Nil |
| Mr. Ramakant Nayak | Non- Executive Independent | 4 | Yes | 5 | 3 | 4 | Nil | Nil |
| Mrs.Rachana Hingaraja | Woman-Executive Director | 3 | Yes | 1 | Nil | Nil | Nil | - |
| Mr. Jignesh Sanghavi # | Executive Director | 2 | Yes | 15 | Nil | Nil | Nil | - |
| Mr. Mahesh Sheregar | Executive Director | 1 | NA | 3 | Nil | Nil | Nil | - |

*the number of Directorships in other public Limited Companies includes Private Limited Company which are Subsidiaries of the Public Company

Resigned w.e.f. 29th September, 2015.

The number of Directorships, Committee Membership(s)/Chairmanship(s) of all Directors is within respective limits prescribed under the Companies Act, 2013 and Listing Regulations. The details of familiarization programme imparted to Independent Directors are provided in the website of the Company viz. <http://www.sunteckindia.com/>.

COMMITTEES OF THE BOARD OF DIRECTORS

(A) AUDIT COMMITTEE:

Constitution of Audit Committee:

The Composition of Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The Audit Committee comprises of three Non-Executive (Independent) Directors and one Executive Director having requisite accounting and financial management expertise. The Company Secretary acts as the Secretary to the Committee

During the financial year under review, four meetings of the Audit Committee were held during the year and the gap between two meetings did not exceed one hundred and twenty days. The dates of the meetings are 26th May, 2015, 12th August, 2015, 7th November, 2015 and 10th February, 2016. The necessary quorum was present for all the meetings.

The composition and attendance of the members of the Audit Committee as on 31st March, 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings Held | No. of Meetings Attended |
|--------------------------|--|----------|----------------------|--------------------------|
| Mr. Mahadevan Kalahasthi | Non-Executive and Independent Director | Chairman | 4 | 3 |
| Mr. Kamal Khetan | Executive and Non Independent Director | Member | 4 | 4 |
| Mr. Sanjay Dutt | Non Executive and Independent Director | Member | 4 | 3 |
| Mr. Kishore Vussonji | Non-Executive and Independent Director | Member | 4 | 3 |

Terms of Reference of Audit Committee:

The Audit Committee is empowered with the responsibility of overseeing the entity's objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax policies, compliance and legal requirements and associated matters. The terms of reference of Audit Committee cover the areas mentioned under Part C of Schedule II of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 as well as Section 177 of the Companies Act, 2013.

(B) NOMINATION AND REMUNERATION COMMITTEE:

Constitution of Nomination and Remuneration Committee:

The composition of Nomination and Remuneration Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

During the financial year under review, four meetings of the Nomination and Remuneration Committee were held during the year and the gap between two meetings did not exceed one hundred and twenty days. The dates of the meetings are 26th May, 2015, 12th August, 2015, 27th August, 2015 and 10th February, 2016. The necessary quorum was present for all the meetings.

The composition of the Nomination and Remuneration Committee of the Board of Directors of the Company along with the details of the meetings held and attended by the members of the committee during the financial year ended 2015-16 is detailed below:

| Name of the Director | Category | Position | No. of Meetings Held / Attended | |
|-----------------------------|--|-----------------|--|---|
| Mr. Sanjay Dutt | Non-Executive and Independent Director | Chairman | 4 | 3 |
| Mr. Mahadeven Kalahasthi | Non-Executive and Independent Director | Member | 4 | 4 |
| Mr. Kishore Vussonji | Non-Executive and Independent Director | Member | 4 | 3 |

Terms of Reference of Nomination and Remuneration Committee:

The Nomination and Remuneration Committee covers the areas mentioned under Part D of Schedule II of Listing Regulations as well as section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee assists in formulating criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Committee formulates the criteria for evaluation of the performance of Independent Directors & the Board of Directors; identifies the persons who are qualified to become Directors, and who may be appointed in senior management and recommend to the Board their appointment and removal. The Nomination and Remuneration Committee also evaluates the usefulness of such performance parameters, and makes necessary amendments.

Performance evaluation criteria for Independent Directors:

The performance evaluation of Independent Directors is done by the entire Board of Directors, excluding the Director being evaluated. The performance evaluation indicators includes participation and contribution by a director, monitoring the corporate governance practices, addressing business challenges and risks, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of judgments.

The term of the Independent Director shall be determined on the basis of the performance evaluation report.

REMUNERATION OF DIRECTORS:

The Nomination and Remuneration Committee oversees the remuneration to be provided to the Directors and Senior Managerial Personnel and the major points relating to Remuneration policy are as follows:

A. Remuneration structure of Executive and Independent Directors:

- i. Independent Directors receive remuneration by way of sitting fees for attending meetings of Board and Board Committees (where they are members) and commission as recommended by the Nomination and Remuneration Committee and approved by the Board and shareholders (wherever required) subject to ceiling/ limits as provided under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.
- ii. The total commission payable to the Independent Directors shall not exceed 1% of the net profit of the Company.

- iii. The remuneration/ compensation/ commission etc. to be paid to Managing Director/Whole-time Director/ Executive Director etc. shall be as per their employment contract/ terms of appointment, subject to the limits and conditions under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and the approval of the shareholders.

B. Remuneration structure of Key Managerial Personnel (KMP) and Senior Management is as detailed here under:

- i. The compensation of KMP and Senior Management personnel shall be approved by the Nomination and Remuneration Committee.
- ii. The Compensation of a KMP and Senior Management personnel is done keeping in consideration the prevailing market value of the resource, criticality of role and internal parity of the team.
- iii. The remuneration structure to KMPs and Senior Management personnel may include a variable performance linked component.

Details of remuneration/commission and fees paid to Executive and Non-Executive Directors for the financial year 2015-2016:

a. Non-Executive Directors:

| Name of Director | (In Lacs) | |
|--------------------------|------------|--------------|
| | Commission | Sitting Fees |
| Mr. Ramakant Nayak | Nil | 0.4 |
| Mr. Sanjay Dutt | Nil | 0.2 |
| Mr. Mahadevan Kalahasthi | Nil | 0.1 |
| Mr. Kishore Vussonji | Nil | 0.0 |

b. Managing Director and Executive Directors:

| Name of Director | (In Lacs) | | |
|---|-----------|---|------------------|
| | Salary | Benefits/Bonus/Stock Options/Commission | Others (Specify) |
| Mr. Kamal Khetan Chairman and Managing Director | 287.86 | Nil | Nil |
| Mr. Atul Poopal Executive Director | 37.5 | Nil | Nil |
| Mr. Jignesh Sanghavi # Whole-Time Director | 28.48 | Nil | Nil |

Mr. Jignesh Sanghavi resigned as the Whole-time Director of the Company on 29th September, 2015.

During the year, the Company paid Rs. 814,365/- as professional fees to M/s. Kanga & Co., a firm in which the Company's Director, Shri Kishore Vussonji, is a partner. There were no other pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Non-Executive Directors.

(C) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Constitution of Stakeholders Relationship Committee and its functions:

The stakeholders' relationship committee is constituted in line with the provisions of Regulation 20 of Listing Regulations read with section 178 of the Act.

The Stakeholder Relationship Committee looks into shareholders' and investors' grievances. The Committee is headed by Mr. Mahadevan Kalahasthi, Non-Executive Independent Director and consists of the members stated below.

The Committee met four times i.e. on 26th May, 2015, 12th August, 2015, 7th November, 2015 and 10th February, 2016. The composition and attendance of the members of the Stakeholders Relationship Committee as on March 31, 2016 is as follows:

| Name of the Director | Chairman/ Member | Category | No. of Meetings Held Attended | |
|--------------------------|---------------------|--|----------------------------------|---|
| Mr. Mahadevan Kalahasthi | Chairman | Non-Executive and Independent Director | 4 | 4 |
| Mr. Jignesh Sanghavi* | Member | Whole-time Director | 4 | 2 |
| Mr. Sanjay Dutt | Member | Non-Executive and Independent Director | 4 | 3 |
| Mr. Kishore Vussonji | Member | Non-Executive and Independent Director | 4 | 2 |

* Mr. Jignesh Sanghavi resigned as the Whole-time Director of the Company on 29th September, 2015.

Terms of Reference of Stakeholders Relationship Committee:

This Committee shall consider and resolve the grievances of the security holders including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

Details pertaining to the number of complaints received and responded and status thereof during the financial year 2015-16 are given below:

| Particulars | Details in Numbers |
|--|--------------------|
| No. of complaints received during the year | Nil |
| No. of complaints resolved during the year | Nil |
| No. of complaints pending at the end of the year | Nil |

Name, Designation and Address of the Compliance Officer:

Ms. Rachana Hingarajia
Company Secretary
Sunteck Realty Limited
5th Floor, Sunteck Centre,
37-40 Subhash Road,
Vile Parle (East),
Mumbai- 400057

OTHER COMMITTEES OF THE BOARD:

The Board of Directors of the Company has constituted various other Committees as per the business needs of the Company and also to raise the governance standards of the Company.

(D) CORPORATE GOVERNANCE COMMITTEE:

Constitution of Corporate Governance Committee and its functions:

During the year, the Committee met 4 times on 15th April, 2015, 14th July, 2015, 12th October, 2015 and 14th January, 2016.

The Composition and attendance of the members of the Corporate Governance Committee as on the 31st March 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings Held Attended | |
|--------------------------|--|----------|----------------------------------|---|
| Mr. Kamal Khetan | Executive and Non Independent Director | Chairman | 4 | 4 |
| Mr. Mahadevan Kalahasthi | Non-Executive and Independent Director | Member | 4 | 4 |

Terms of Reference of Corporate Governance Committee:

The role of the Corporate Governance Committee, inter alia, includes the following:

1. To observe practices of Corporate Governance at all levels and to suggest remedial measures wherever necessary.
2. To provide correct inputs to the media so as to preserve and protect the Company's image and standing.
3. To disseminate factually correct information to the investors, institutions and public at large.

4. To interact with the existing and prospective FIs and rating agencies, etc.
5. To recommend nomination of Directors on the Board.

(E) MANAGEMENT COMMITTEE:

Constitution of Management Committee and its functions:

The composition and attendance of the members of the Management Committee as on the 31st March, 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings | |
|----------------------|--|----------|-----------------|----------|
| | | | Held | Attended |
| Mr. Kamal Khetan | Executive and Non Independent Director | Chairman | 15 | 15 |
| Mr. Jignesh Sanghavi | Executive and Non Independent Director | Member | 6 | 6 |
| Mr. Atul Poopal | Executive and Non Independent Director | Member | 9 | 9 |

Role of Management Committee:

The Management Committee oversees the requirement of the entity's business operations on a day-to-day basis.

The role of the Management Committee, inter alia, includes Opening/Closure/Operations of various Bank Accounts, availing 'Corporate Internet Facility' from various Banks/Depository Participants, execution and registration of various agreements, borrowing of money otherwise than on Debentures from Banks and other Financial Institutions, investing the funds of the Company, to file/defend various litigation/arbitration matters in various courts, authority to persons to attend general meetings etc.

The Management Committee has unrestricted access to all Company related information.

(F) COMPENSATION COMMITTEE:

Constitution of Compensation Committee and its functions:

During the year, there was no meeting held of Compensation Committee.

The composition and attendance of the members of the Compensation Committee as on the 31st March 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings | |
|--------------------------|--|----------|-----------------|----------|
| | | | Held | Attended |
| Mr. Mahadevan Kalahasthi | Non-Executive and Independent Director | Chairman | Nil | Nil |
| Mr. Kamal Khetan | Executive and Non Independent Director | Member | Nil | Nil |
| Mr. Ramakant Nayak | Non- Executive Independent | Member | Nil | Nil |

Role of Compensation Committee:

The Compensation Committee, inter alia, is involved in framing rules and regulations for implementation of ESOS, ESOP, number of shares to be covered by each Option granted, to determine the terms and conditions of any Options / Shares Granted, to approve matters in relation to ESOS/ESOP, to frame suitable policy, procedure and system to comply with various statutory regulations etc.

The Compensation Committee shall act in accordance with the powers delegated to it by the Board of Directors from time to time.

(G) SPECIAL COMMITTEE (CAPITAL RAISING):

Constitution of Special Committee and its functions:

During the year, there was no meeting held of the Special Committee.

The composition and attendance of the members of the Special Committee as on the 31st March 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings | |
|--------------------------|--|----------|-----------------|----------|
| | | | Held | Attended |
| Mr. Kamal Khetan | Executive and Non Independent Director | Chairman | Nil | Nil |
| Mr. Mahadevan Kalahasthi | Non-Executive and Independent Director | Member | Nil | Nil |

Role of Special Committee:

The role of the Special Committee, inter alia, includes finalization of additional capital requirements in the business of the Company along with the terms and conditions, making presentations to prospective investors, appointing of bankers, merchant bankers, solicitors and other intermediaries, approving of Unaudited Balance sheet, Profit & Loss A/c for specific period, and implementing such other acts as may be required from time to time.

(H) CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

CSR Committee of the Company is constituted in line with the provisions of Section 135 of the Act. The Meeting of the CSR Committee was held on 10th February, 2016 during the year under review. The composition and attendance of the members of the CSR Committee as on the 31st March 2016 is as follows:

| Name of the Director | Category | Position | No. of Meetings | |
|----------------------|--|----------|-----------------|----------|
| | | | Held | Attended |
| Mr. Kamal Khetan | Executive and Non Independent Director | Chairman | 1 | 1 |
| Mr. Sanjay Dutt | Non-Executive and Independent Director | Member | 1 | 1 |
| Mr. Kishore Vussonji | Non-Executive and Independent Director | Member | 1 | 1 |

Role of CSR Committee:

The role of the CSR Committee, inter alia, includes the following:

- To recommend to the Board CSR modalities of execution, implementation schedule, monitoring process and amount to be incurred on such activities in a financial year;
- To monitor the Corporate Social Responsibility the Policy from time to time.
- To identify the projects to be undertaken by the Company for CSR
- To ensure compliance of CSR Policy;
- Any other matter as may be considered expedient in furtherance of and to comply with the CSR Policy of the Company.

INDEPENDENT DIRECTORS MEETING:

Independent Directors are required to hold at least one meeting in a year, without the attendance of non-independent Directors and the members of the management as per Schedule IV of the Companies Act, 2013 and the rules made under it. It is recommended that all the independent directors of the Company be present at such meetings.

During the year under review, the Independent Directors met on February 10, 2016, inter alia, to discuss:

- Review the Performance of Non Independent Directors and the Board of Directors as a whole;
- Review the Performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors;
- Assess the quality, quantity and timeliness of flow of information between the Management and the Board.

All the Independent Directors were present at the Meeting.

SUBSIDIARY COMPANIES

The Company does not have any material unlisted Indian subsidiary whose income or net worth exceeds twenty percent of the consolidated income or net worth of the listed holding company and its subsidiaries in the immediately preceding accounting year as defined under the Listing Regulations.

The Company monitors the performance of its subsidiaries, inter alia by following means:

- The Minutes of the Board Meetings of the Subsidiary Companies are noted at the Board Meetings of the Company.
- The Investments made by the Subsidiary Companies are reviewed by the Audit Committee from time to time.
- Details of significant transactions and arrangements entered into by Subsidiary Companies are regularly placed at the Board Meetings of the Company.

The Company has a policy for determining material subsidiaries which is disclosed on its website at the following web link <http://www.sunteckindia.com/>.

GENERAL BODY MEETINGS

i. The Details of the last three Annual General Meetings were held as follows:

| Date | Venue | Time | No of Special Resolution |
|----------------------|--|-----------|--------------------------|
| 29th September, 2015 | MIG Cricket Club, MIG Colony, Bandra (East), Mumbai 400051 | 5.30 p.m. | 3 |
| 22nd September, 2014 | MIG Cricket Club, MIG Colony, Bandra (East), Mumbai 400051 | 5.30 p.m. | 1 |
| 27th September, 2013 | MIG Cricket Club, MIG Colony, Bandra (East), Mumbai 400051 | 6.00 p.m. | 2 |

ii. Details of Extra-Ordinary General Meetings of the Company held are given below:

No Extra-Ordinary General Meeting of the Company was held during the year.

iii. Details of Resolution passed through Postal Ballot, the persons who conducted the postal ballot exercise and details of the voting pattern:

During the year, pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory amendment(s) or re-enactment(s) made thereunder), your Company passed the following resolution through postal ballot as per the details below:

Approval of shareholders under Section 186 of the Companies Act, 2013 on 15th July, 2015:

| Promoter/Public | No. of Shares held | No. of Votes polled | % of Votes Polled on outstanding shares | No. of Votes- In favour | No. of Votes- Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------------|--------------------|---------------------|---|-------------------------|-----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 46271065 | 46271065 | 100 | 46271065 | 0 | 100 | 0 |
| Public-Institutional Holders (FII) | 3258884 | 2642147 | 81.07 | 0 | 2642147 | 0 | 100 |
| Public- Others | 13436258 | 4585147 | 34.13 | 4583637 | 1510 | 99.97 | 0.03 |
| Total | 62966207 | 53498359 | 84.96 | 50854702 | 2643657 | 95.06 | 4.94 |

Mr. Veeraraghavan N, Practising Company Secretary was appointed as the scrutinizer for carrying out the Postal Ballot Process in a fair and transparent manner.

Procedure of Postal Ballot:

In compliance with the provisions of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and any amendment thereof, the Company provided electronic voting ("e-voting") facility to all its members and had engaged the services of NSDL for facilitating the e-voting process.

The postal ballot notice is sent in electronic form to the members whose email addresses are registered for receipt of documents in electronic mode under the Green Initiative of Ministry of Corporate Affairs. The Company dispatches the postal ballot notices and forms along with postage prepaid business reply envelopes to other members whose email addresses are not registered for receipt of documents. Members desiring to vote through physical ballot are requested to return the forms, duly completed and signed to as to reach the Scrutinizer before the close of the voting period. Members desiring to exercise their votes by electronic mode are requested to vote before the close of business hours on the last date of e-voting.

The Scrutinizer submits his report to the Chairman, after the completion of scrutiny and the consolidated results of the voting by postal ballot are then announced by the Chairman /authorized officials of your Company. The

results are displayed on the website of the Company (<http://www.sunteckindia.com/>) and also communicated to the Stock Exchanges and Registrar & Transfer Agents. The last date for the receipt of duly completed Postal Ballot Forms or e-voting shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.

No special resolution is proposed to be conducted through postal ballot.

MEANS OF COMMUNICATION:

- a) **Publication of Quarterly/Annual Financial results:** The Company's quarterly results are generally published in The Economic Times (English), Maharashtra Times (Marathi) and Navbharat Times (Hindi) and are also displayed on its website <http://www.sunteckindia.com/>.
- b) **News releases:** Official news releases and official media releases are sent to Stock Exchanges.
- c) **Presentations to institutional investors/analysts:** Detailed presentations are made to institutional investors and financial analysts on the Company's unaudited quarterly as well as audited annual financial results. These presentations are also uploaded on the Company's website <http://www.sunteckindia.com/>.

All periodical information including the statutory filings and discussion are filed with BSE and NSE.

GENERAL SHAREHOLDER INFORMATION:

- a) CIN No.: L32100MH1981PLC025346
- b) Registered Office Address: 5th Floor, Sunteck Centre, 37-40, Subhash Road, Vile Parle (East), Mumbai - 400057.
Tel No.: 022-26267800
Fax: 022-26287890
Email Id: cosec@sunteckindia.com
- c) Permanent Account Number (PAN): Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders/legal heirs be furnished to the Company while obtaining the services of transfer, transportation, transmission and issue of duplicate share certificates.
- d) Annual General Meeting to be held:
Day : Thursday
Date : 29th September, 2016
Venue : MIG Cricket Club, MIG Colony, Bandra (East), Mumbai- 400051
- e) Financial Year:

| Accounting year | April to March |
|---|----------------------------------|
| Financial reporting for the quarter ending June 30, 2016 | On or before 14th August, 2016 |
| Financial reporting for the half year ending September 30, 2016 | On or before 14th November, 2016 |
| Financial reporting for the quarter ending December 31, 2016 | On or before 14th February, 2017 |
| Financial reporting for the year ending March 31, 2017 | On or before 30th May, 2017 |

- f) Date of Book Closure:
Monday, 26th September, 2016 to Thursday, 29th September, 2016 (both days inclusive)

- g) Dividend Payment Date:
Based on the Company's performance, your Directors are pleased to recommend a final dividend of 100% i.e. Rs. 2/- per share amounting to Rs. 12,59,32,414/- (Rupees Twelve Crore Fifty Nine Lakhs Thirty Two Thousand Four Hundred and Fourteen Only). The dividend payout is subject to approval of members at the ensuing Annual General Meeting.

If declared by the Shareholders in the Annual General Meeting, the same will be paid within 30 days of declaration of Dividend.

h) Stock Exchanges on which the Company's Shares are listed:

BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Ltd
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai - 400051.

The Company confirms that it has paid annual listing fees due to the Stock exchanges for the year 2016-2017.

i) Dematerialization of Shares

The Equity shares of the Company are held in Dematerialized form to the extent 99.99% as on March 31, 2016 with National Securities Depository Limited and Central Depository Services (India) Limited.

j) Outstanding GDRs/ADRs/Warrants/Convertible instruments:

There are no outstanding GDRs/ADRs/Warrants or any Convertible Instruments, as at the year end.

k) Commodity Price Risk/Foreign Exchange Risk and Hedging:

The Company did not engage in hedging activities.

l) Plant Locations:

The Company does not have any plant.

m) Stock Code:

| | |
|--------------------------------------|--------------|
| BSE Limited | 512179 |
| National Stock Exchange of India Ltd | SUNTECK |
| ISIN Number for NSDL & CDSL | INE805D01026 |

n) Market Price Data: High/Low during each month during the financial year 2015-2016:

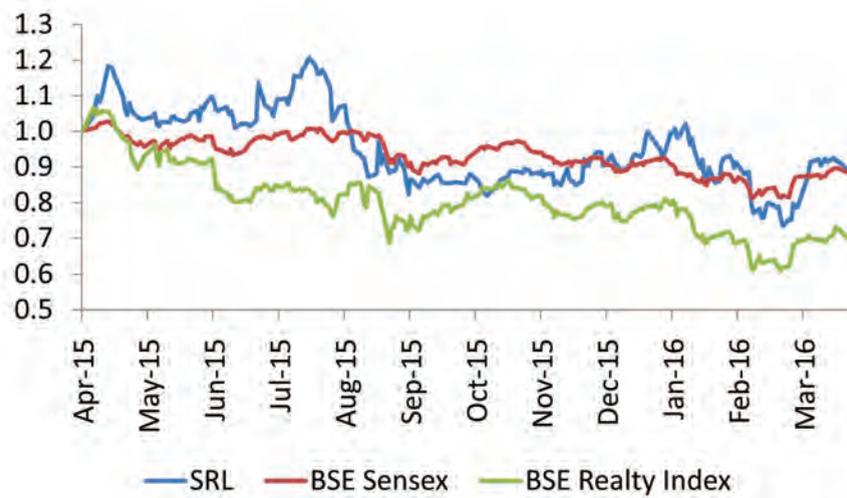
| Month | BSE | | | S&P BSE Sensex Index | | |
|----------------|--------|--------|--------|----------------------|----------|----------|
| | High | Low | Close | High | Low | Close |
| April 2015 | 326.60 | 248.60 | 263.40 | 29094.61 | 26897.54 | 27011.31 |
| May 2015 | 278.00 | 245.00 | 274.20 | 28071.16 | 26423.99 | 27828.44 |
| June 2015 | 315.00 | 246.00 | 265.45 | 27968.75 | 26307.07 | 27780.83 |
| July 2015 | 317.95 | 258.55 | 271.70 | 28578.33 | 27416.39 | 28114.56 |
| August 2015 | 273.95 | 212.15 | 227.55 | 28417.59 | 25298.42 | 26283.09 |
| September 2015 | 248.80 | 207.05 | 221.00 | 26471.82 | 24833.54 | 26154.83 |
| October 2015 | 233.50 | 208.00 | 224.10 | 27618.14 | 26168.71 | 26656.83 |
| November 2015 | 244.00 | 213.00 | 239.80 | 26824.30 | 25451.42 | 26145.67 |
| December 2015 | 267.95 | 223.00 | 234.70 | 26256.42 | 24867.73 | 26117.54 |
| January 2016 | 267.00 | 211.95 | 235.60 | 26197.27 | 23839.76 | 24870.69 |
| February 2016 | 249.00 | 173.00 | 191.75 | 25002.32 | 22494.61 | 23002.00 |
| March 2016 | 238.95 | 189.50 | 225.45 | 25479.62 | 23133.18 | 25341.86 |

| Month | NSE | | | NSE Nifty 50 | | |
|----------------|--------|--------|--------|--------------|---------|---------|
| | High | Low | Close | High | Low | Close |
| April 2015 | 326.90 | 249.00 | 263.00 | 8844.80 | 8144.75 | 8181.50 |
| May 2015 | 278.50 | 242.40 | 272.85 | 8489.55 | 7997.15 | 8433.65 |
| June 2015 | 298.00 | 250.15 | 265.00 | 8467.15 | 7940.30 | 8368.50 |
| July 2015 | 318.00 | 256.00 | 271.75 | 8654.75 | 8315.40 | 8532.85 |
| August 2015 | 276.00 | 210.55 | 228.35 | 8621.55 | 7667.25 | 7971.30 |
| September 2015 | 230.00 | 206.65 | 221.60 | 8055.00 | 7539.50 | 7948.90 |

| | | | | | | |
|---------------|--------|--------|--------|---------|---------|---------|
| October 2015 | 233.00 | 207.00 | 224.00 | 8336.30 | 7930.65 | 8065.80 |
| November 2015 | 242.00 | 211.05 | 238.30 | 8116.10 | 7714.15 | 7935.25 |
| December 2015 | 257.00 | 221.00 | 233.95 | 7979.30 | 7551.05 | 7946.35 |
| January 2016 | 264.50 | 210.10 | 235.25 | 7972.55 | 7241.50 | 7563.55 |
| February 2016 | 239.00 | 172.00 | 191.50 | 7600.45 | 6825.80 | 6987.05 |
| March 2016 | 239.00 | 188.00 | 227.15 | 7777.60 | 7035.10 | 7738.40 |

o) Performance in comparison to broad-based indices such as BSE sensex, CRISIL Index etc.:

Comparison of data of closing price of BSE Sensex and BSE share price:



Comparison of data of closing price of NSE Nifty 50 index and NSE share price:



p) Registrar & Share Transfer Agent:
 Link Intime India Pvt. Ltd.,
 C-13, Pannalal Silk Mills Compound,
 L.B.S Marg, Bhandup, Mumbai-400 078
 Tel : (022) 25963838
 Fax: (022) 25946969
 Email id: rnt.helpdesk@linkintime.co.in

q) Share Transfer System:

The share transfers which are received in physical form are processed by Registrar and Share Transfer Agent viz. Link Intime India Pvt. Ltd. and share certificates are dispatched within the time limit prescribed under the Listing Regulations.

r) Distribution of shareholding as on 31st March, 2016:

| Number of Shares (Range) | No of Shareholders | Percentage of Total Shareholders | Total No of Shares | Percentage of Total Capital |
|--------------------------|--------------------|----------------------------------|--------------------|-----------------------------|
| 001- 500 | 1877 | 87.10 | 169741 | 0.27 |
| 501-1000 | 91 | 4.22 | 69338 | 0.11 |
| 1001-2000 | 47 | 2.18 | 69808 | 0.11 |
| 2001-3000 | 17 | 0.79 | 41854 | 0.07 |
| 3001-4000 | 18 | 0.84 | 65800 | 0.10 |
| 4001-5000 | 10 | 0.46 | 44838 | 0.07 |
| 5001-10000 | 23 | 1.07 | 179472 | 0.29 |
| 10001 & Above | 69 | 3.34 | 62325356 | 98.98 |
| Total | 2152 | 100 | 62966207 | 100 |

Shareholding Pattern (category wise) as on 31st March, 2016:

| Sr. No. | Category | No of Shares Holders | No of Shares Held | Percentage of total Holding |
|---------|--|----------------------|--------------------|-----------------------------|
| 1 | Promoter & Promoter Group | 11 | 4,62,82,028 | 73.50 |
| 2 | Mutual Funds & Financial Institutions | 2 | 1995 | 0.00 |
| 3 | FII / Foreign Portfolio Investor | 21 | 29,34,911 | 4.66 |
| 6 | Clearing Members | 52 | 3,34,013 | 0.53 |
| 7 | Trust | 1 | 40,99,633 | 6.51 |
| 8 | Non Resident Indians (Repat Non Repat) | 63 | 39,505 | 0.06 |
| 9 | Bodies Corporate | 120 | 65,06,063 | 10.33 |
| 10 | Other Public | 1882 | 27,68,059 | 4.40 |
| | Total | 2152 | 6,29,66,207 | 100.00 |

s) Address for correspondence:

| | |
|------------------------------------|--|
| Registrar and Share Transfer Agent | Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S Marg, Bhandup, Mumbai-400078 Tel : (22) 25963838 Fax: (22) 25946969 Email Id: rnt.helpdesk@linkintime.co.in |
| Investor Relations Department | Sunteck Realty Limited 5th Floor, Sunteck Centre, 37-40 Subhash Road, Vile Parle (East), Mumbai- 400057. Tel: 022-4287 7800 Fax: 022-26287890 Email Id: cosec@sunteckindia.com |

DISCLOSURES

- Related Party Transactions:**
There were no materially significant related party transactions that may have potential conflict with the interests of the Company at large during the financial year ended 31st March, 2016.
- Non Compliances/Strictures/Penalties Imposed:**
During the last three years, there were no penalties or strictures imposed on the Company by SEBI, Stock Exchange or any statutory authority on any matter related to capital market.
- Disclosure of Accounting Treatment:**
The Company has followed all relevant Accounting Standards while preparing the Financial Statements.

- d) **Whistle Blower Policy:**
The Board of Directors of the Company had adopted Whistle Blower Policy wherein employees can report genuine concerns about unethical behavior, actual or suspected fraud, or violation of Code of Conduct and Ethics. It also provides for adequate safeguards against victimization of employees who avail of the whistle blower mechanism and allows direct access to the Chairperson of the Audit Committee in exceptional cases.
- The Audit Committee reviews periodically the functioning of Whistle Blower mechanism.
- e) **Web link for policies:**
The Company has framed 'Policy for determining material subsidiary' and the same is placed on the website of the Company and the web link for the same is <http://www.sunteckindia.com/codes-policies.aspx>
- The Company has framed 'Related Party Transactions Policy' and the same is placed on the Company's website and the web link for the same is <http://www.sunteckindia.com/codes-policies.aspx>
- f) **Code of Conduct:**
The Board has formulated a code of conduct for the Board members and Senior Management Personnel of the Company and the same is reflected on the website of the Company.
- g) **Management Discussion and Analysis:**
The Management Discussion and Analysis report has been separately furnished in Annual Report and forms a part of the Annual Report.
- h) **Policy on 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. The Company has formulated a code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. The Company will adhere to each of the principles set out in Schedule A of SEBI (PIT) Regulations, 2015.

There has been no instance of non-compliance of any requirement of Corporate Governance Report.

NON-MANDATORY REQUIREMENTS

The Company has reviewed the non mandatory requirements under clause 49 of the listing agreement/ corresponding Listing Regulations and it shall be adopted /complied by the Company on need based.

For Sunteck Realty Limited

Mumbai, 30th May, 2016

Kamal Khetan
Chairman & Managing Director

DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT:

I hereby confirm that the Company has received from all the Board of Directors and Senior Management Personnel, an affirmation(s) that they have complied with the Code of Conduct as applicable to them in respect of the financial year ended 31st March, 2016.

For Sunteck Realty Limited

Mumbai, 30th May, 2016

Kamal Khetan
Chairman & Managing Director

Certificate by CEO & CFO

We hereby certify that:

- a) We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2016 and to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading;
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2016 are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiency in the design or operation of the internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee:
 - i) the significant changes in internal control over financial reporting during the year, if any;
 - ii) significant changes in accounting policies during the year, if any, have been disclosed in the notes to the financial statements; and
 - iii) that there are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Sunteck Realty Limited

Mumbai, 28th May, 2016

Mahesh Sheregar
Chief Executive Officer

Sumesh Mishra
Chief Operating Officer

Auditor's Certificate on Corporate Governance

**To,
The Members of
Sunteck Realty Limited,**

We have examined the compliance of the conditions of Corporate Governance by Sunteck Realty Limited, for the year ended March 31, 2016, as stipulated in Clause 49 of the Listing Agreement and as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) of the Listing Regulations.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to a review of the procedure and implementation process adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company has complied with the mandatory conditions of Corporate Governance as stipulated in the said Listing Agreement/Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Lodha & Company
Chartered Accountants
Firm Registration No. 301051E**

**Place: Mumbai
Date: May 30, 2016**

**A. M. Hariharan
Partner
Membership No. 38323**

Secretarial Audit Report

Form No. MR - 3

Pursuant to Section 204 (1) of the Companies Act 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014

To
The Members,
Sunteck Realty Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sunteck Realty 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 books, papers, minute books, forms and return filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised 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 31st March 2016 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 31st March 2016 , according to the provisions of :

- i. The Companies Act, 2013 (the Act) and the rules made thereunder
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder
- iii. The Depositories Act 1996 and the Regulations and bye-laws framed thereunder
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- 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
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - f. 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
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Company has not appointed CFO.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of 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 at least seven days 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.

Majority decision is carried through, while the dissenting members' views (if any) are captured and recorded as part of the minutes.

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 insure compliance with applicable laws, rules, regulations and guidelines.

Veeraraghavan N.

ACS No. 6911

CP No.: 4334

Place: Mumbai

Date: 30th May, 2016

Management Discussion And Analysis

GLOBAL ECONOMY

Global growth remains moderate, with uneven prospects across the main countries and regions. As of April 2016, the World Economic Outlook (WEO) Update projected it to be 3.2 percent in 2016, a 0.2 percentage point downward revision versus the forecast in the January 2016. Last few months have seen a combination of global asset market volatility, some loss of growth momentum in the advanced economies, and continuing headwinds for emerging market economies and lower-income countries. In addition, other stresses of noneconomic and geopolitical nature could also threaten economic activity.

Notwithstanding this cloudy picture, financial markets in advanced economies have seen an uptick in 2016 first half. There have been some improved data releases, a firming of oil prices, lower capital outflows from China all contributing to this improving sentiment. The World Economic Forum (April 2016) expects global growth to pick-up to 3.5% in 2017. This is based on assumption that: 1) There would be a gradual normalization of conditions in several economies currently under stress, 2) Trend growth rates in China remaining high (albeit lower than last two decades), 3) Pickup in commodity exports (at rates more modest vs. history), 4) Resilient growth in other emerging market and developing economies

INDIAN ECONOMY

India is emerging as one of the fastest growing major economies in the world, as per the International Monetary Fund (IMF). The contribution of global factors to India's economic upswing can't be denied. India is one of the biggest importers of crude oil in the world and lower global crude oil prices has reduced India's current account deficit, and brought down the cost of India's fuel subsidies.

However, India's economic fundamentals have also improved during the last year as some of the government reforms started taking effect and RBI remained focused on inflation control. The reforms and initiatives by the Indian government are multi-pronged and across sectors, with the aim of accelerating overall economic growth. Some of the major initiatives include:

1. **Increased infrastructure investments** across railways, roads, ports, housing etc.
2. The "Make in India" campaign launched with the aim of boosting industrial growth and encouraging manufacturing. This has helped India achieve FDI of US\$40bn in FY16 (29% growth).
3. **The "Smart Cities"** initiative to improve efficiency of cities and act as a catalyst for local area development.
4. **Revival of the power sector** through Ujwal DISCOM Assurance Yojana (UDAY) scheme and providing 24X7 reliable power supply to all Indian citizens.
5. **The "JAM Trinity"** or the Jan Dhan Yojana - Aadhar - Mobile Number Trinity, to help reduce subsidy leakages while expanding financial inclusion.
6. **Revival of the banking system** by dealing with the rising Non-performing assets (NPA).
7. **"Start-up India"** to optimize the environment for encouraging entrepreneurship.
8. Improving India's **"Ease of Doing Business"** ranking.

In addition, India is expected to benefit from a strengthening domestic business cycle, a supportive policy environment, and an improving consumer sentiment. Demographics in India remain favorable to a structural economic growth story.

INDUSTRY OVERVIEW

The last few years have seen the real estate sector face tough market conditions as the broader economic recovery took time and the sector faced challenges like delays in approvals and limited availability of credit. High inflation and weak consumer sentiment also contributed to this weakness. As per JLL, new residential project launches dropped by 16%yoy in FY2015-16 to 1,81,294 units. Overall residential sales were also down 2.2% in FY 2015-16 at 1,58,211 units.

However on the flipside, selective micro-markets also saw good demand for credible players, where there was a right product for the right market. Also trends are beginning to change basis expectations of a good monsoon, revival in the economy and a number of other positive developments that have played out or are likely to play out in the near term. These include:

- 1) The Real Estate Regulation Act (RERA) to improve transparency and bring back home buyers' confidence. Regulatory authorities will be set up in states/UTs to regulate real estate transactions and real estate projects

and agents will need to register with these authorities. There will be a focus on increasing mandatory disclosures across the spectrum including details of the promoter, project layout plan, status of land and other approvals, contractors/architects hired etc. Overall the provisions of the Act introduce enough safeguards for the consumers and at the same time protect the interests of players with strong corporate governance and cash flow management practices.

- 2) Removal of Dividend Distribution Tax (DDT) on REITs, which should finally clear the way for REITs to list in India. Once functional, the REITs mechanism will positively impact industry by allowing improved institutional level funding, lowering borrowing costs with REITs being allowed to borrow offshore, enabling higher capex etc.
- 3) The revised FDI regulations for real estate with relaxation in terms of minimum FDI capital and area of investment would ensure that the industry will get sufficient capital flow to help developers in execution.
- 4) Lower inflation and interest rate reductions to improve affordability for home buyers,
- 5) Improving ease of doing business due to lower number of approvals, self - certification etc.,
- 6) Pay increase for PSU employees / civil servants as per 7th pay commission.
- 7) Improving consumer sentiment and GDP growth. Progressive Government schemes like Smart Cities, 'Housing for All by 2022', will also soon start bearing fruit.

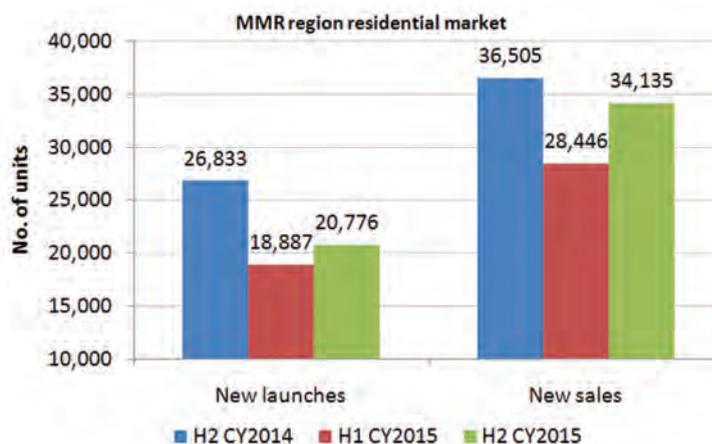
MUMBAI REAL ESTATE

The Mumbai Metropolitan Region (MMR) is spread over an area of 4,355 sq km, including Mumbai City, Thane, Palghar and Raigad districts. The Mumbai Metropolitan Region Development Authority (MMRDA) is the apex planning body for the MMR. There are also several municipal governing bodies in the MMR, among which the Municipal Corporation of Greater Mumbai (MCGM) is the most significant.

The MMR residential market remained subdued overall during FY16. Several factors like muted property price growth expectation, regulatory uncertainty, low income growth, weakness in overall economic activity contributed to the weakness. With regards to supply, taking cognizance of the unsold inventory in the system, developers have aligned their new launches with the bleak demand scenario. In line with the demand slowdown, the price growth decelerated in H2 CY2015 in MMR with weighted average price increasing by a modest 3% over H2 CY2014.

However, the trend of a shift in customer preference towards organized developers with strong brand, credibility and execution track record continued. Also, selective micro-markets within the MMR region did well, and the market continued to move towards an end-user driven one from being investor driven. This is manifesting itself in terms of increasing demand for ready-to-move in properties compared to new launches. Developers have also softened prices and offered deals. Going forward, further improvement in demand is expected on account of gradual improvement in employment outlook coupled with lower consumer inflation and housing loan interest rates.

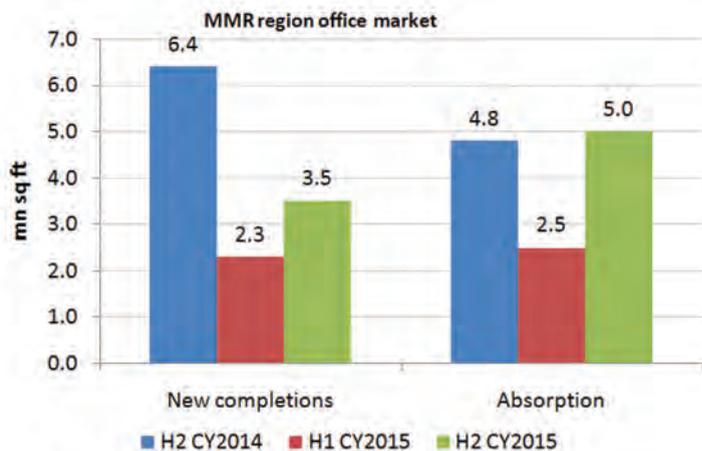
MMR region residential market



Source: Knight Frank

The last 12-18 months have continued to see revival in commercial demand in the MMR. CY2015 saw commercial demand exceed supply for the first time in the MMR since 2008, as only 5.8 mn sq ft of new project completions were recorded against an occupier demand of 7.5 mn sq ft. This improving demand-supply equation has led to the vacancy levels trending down from 22.6% in H2 CY2014 to 20% in H2 CY2015. Although the rate appears high at around 20%, there is a dearth of large-size quality office spaces. Increasingly occupiers are showing interest for built to suit (BTS) facilities. Prime examples include large IT/ITeS players signing up such deals in markets of Thane and Navi Mumbai. The IT/ITeS industry also emerged as the top occupier of office space in the MMR, contributing 46% of the demand in H2 CY2015, compared to 26% in H2 CY2014. E-commerce raised its head again with an 83% jump in demand in H2 CY2015.

MMR Region office market



Source: Knight Frank

BUSINESS OVERVIEW

Your company is one of the leading real estate development companies of the country with focus on city-centric developments well spread-out across Mumbai Metropolitan Region (MMR). The company's business focuses on designing, developing and managing premium residential and commercial properties. The strength of the company has been to acquire low-cost land parcels and developing them into high end projects.

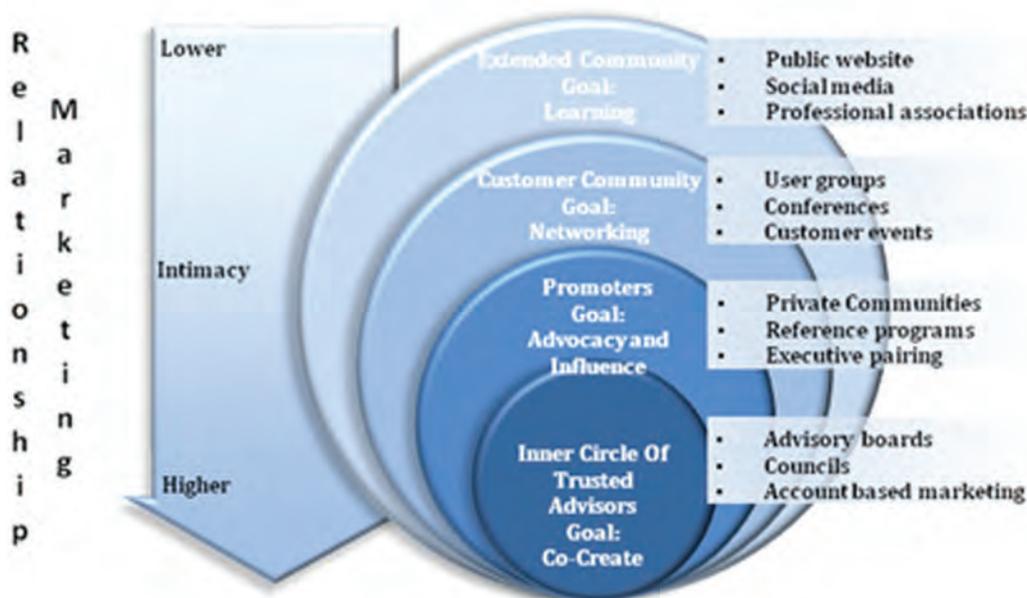
The company has carved a niche for itself in the ultra-luxury and luxury segment by differentiating itself in each micro-market through brand positioning with different product offering, brand partnerships and having different reputed channel partners for each product. We are also adaptable to provide luxury which is affordable at a large scale, being demonstrated at our ODC, Goregaon (W) projects, which are selling at attractive ticket sizes.

Having carved niche for itself in Mumbai Metropolitan Region (MMR) your company believes that the demand for residential property in Mumbai will remain strong on account of certain factors such as limited availability of quality land, growing economy and rising immigrant population. The projects in Mumbai are well-located to gain the first mover advantage post the shift in the central business district from the south of the city primarily Nariman Point to the secondary business districts like Bandra Kurla Complex. Alongside the company remains focused on other micro-markets like Goregaon, Borivali, Andheri, Airoli, Mulund, Ville Parle and Sion.

The company's strategy is to turnaround its projects in near to medium term which enables it to get higher ROEs. With the growing demands and expectations from customers in each micro market, the company ensures that all needs are appropriately addressed to satisfy them. This has helped your company to generate higher revenue on lower volumes. Key features of our business model are as follows:

1. **Multi-Pronged Land Acquisition** - Periodic acquisitions through Government Tenders (closed), Joint Development, outright purchase from private corporates and re-development of housing societies has resulted in getting relatively clean and clear land parcels at lower acquisition cost. We undertook land buying post the peak recession (FY09) thereby creating value for the company. Consequently, it provides scope for further land acquisition. Also, most of our land-acquisitions (viz. BKC, ODC Goregaon-W and Airoli) have been backed by solid research.
2. **Premium Positioning** - To differentiate the company's projects from its peers, your company has developed four brands that well resonate the product offering across the residential and commercial developments. (a) Signature brand - targets ultra luxury residences that are aimed at high-net worth individuals, (b) Signia brand - targets premium and aspirational residences in select suburban micro markets, (c) Sunteck City brand - for large formats and mixed-use developments and (d) Sunteck brand - for commercial developments.

3. **Corporate Sales** - The Company does sales through reputed channel partners, wealth managers, institutions and participation in property exhibitions to attract corporate, HNI and retail customers. Your company's main customer focus is on the corporate employees, Business heads of Financial Institutions and some of the most celebrated businessman / finance professionals of the country. In addition, the company provides services to its customers from the date of purchase till the date of delivery.



4. **Strong tie-ups for execution** - The company utilizes a strong in-house project management team with an outsourcing model for execution that emphasizes on quality, design and construction of its projects. Further, the company endeavors to deliver high-architecture, timely execution and it believes that this outsourcing model provides the scalability required to undertake large developments.
5. **Strategic Partners & Associates** - As your company has grown it has tied up with few selected partners who have ensured financial strength to the business and brand partners & associates who have enabled the company to create high end products to deliver luxury living experience.
6. **Prudent cash flow management** - During the initial years of real estate development, the company avoided getting into highly speculative commercial developments and focused on developing residential projects. Additionally, the company maintained discipline in acquisitions and growth by utilizing the surplus cash flows from current projects prudently.

In addition, we successfully used PE funding for land acquisition in the past and Pre- Sales/Sales to fund construction. Astute working capital management has enabled us to charge premium pricing for our projects and give successful exits to various PE funds at project level.

7. **Focus on low leverage** - As on March 2016, the company has construction finance loan on only 6 projects out of 25 projects where the receivables from sales already done itself are higher than the total debt outstanding. Our average cost of debt is <11.5%. Sunteck has no Promoter / Corporate Guarantee, or Pledge of shares and significant unutilized loan limits enabling smooth cash flow management.

GROWTH ENGINES

Presently, your company has 25 projects aggregating to development potential of ~23 msf, of which about 70% is in residential segment and the balance in commercial & retail segment. Out of the said development potential, the company has an economic interest on ~12 msf of developable area. This scale of development portfolio has been achieved within a short span since your company's foray into real estate development business in 2005. Besides, the company also has 4 rented assets in its portfolio with a leasable area of ~0.22 msf on which the company has an economic interest on 0.14 msf of the leasable area. These assets are generating steady rental income annually for the group.

While we remain a Mumbai focused developer, we have also selectively expanded to other geographic regions in India and acquired few projects on JV / JDA basis at city-centric locations of cities like Jaipur, Nagpur and Goa.

Going forward, the company's focus will be to expand in select areas of Mumbai and outside Mumbai on a case to case basis with thrust on low cost acquisitions / limited capital commitment, higher ROEs, working with top contractors, architects, PMCs, and employing best talent to ensure quality and timely delivery. Additionally, the company will also explore its existing development portfolio to enhance its rental portfolio.

Within your company's overall portfolio, the 3 residential projects in BKC, Mumbai and 23 acres township in ODC - Goregaon (W), Mumbai (mixed-use development) contribute to a large pie of the revenue potential. The company's growth engines can be divided as follows:

(a) BKC has emerged as the financial hub of the city and is considered most secured & well connected. The locale houses some of the well known corporates, financial institutions, bourses, consulates, educational institutions, 7 star Hospitality providers and Multi Specialty Hospitals.

The key management personnel in these Corporate houses and institutions do not live close by. These personnel who form part of high-income group, aspires for luxury living residences with ease of reach to their work place which is well complemented by socio-economic environment. The adjoining catchment areas to BKC is Kurla, Kalina and Kalanagar. However, these areas do not have high end luxury residences, ease to reach work place and adequate social infrastructure.

BKC currently has several well known and best international schools of the city and a specialty hospital. As the infrastructure is gearing up, two 5-star hotels are operational, a few more luxury hotels and a convention centre are coming up. To cater to the needs of the local, a high end mall in BKC is being planned. With so many corporate and institutions operating out of BKC, third phase of Mumbai's metro project is planned to connect BKC with Andheri and South Mumbai.

(b) ODC, Goregaon (W), identified as next Commercial Business District (CBD) of the city by MMRDA (after BKC) is well located and supported with the best infrastructure. The residential potential of the given location is well justified with the huge office space already operational including Nirlon knowledge Park, Nesco, and Mind Space having prominent corporates, several back offices of well-known banks like Citi, JP Morgan, Deutsche Bank and also many IT companies as its clientele.

There is also a significant thrust on infrastructure projects by MMRDA where they have already developed two flyovers from the western express highway to ODC. Flyover 1 connects the JVLR - Western Express Highway junction to S V Road and Flyover 2 from near the Hub mall in Goregaon joins the SV Road via Ram Mandir Road in ODC. Both these flyovers are already operational and further extensions connecting to Link Road, Andheri (W) are under construction.

The construction work of Oshiwara station is currently underway and is expected to commission in the next few months. The Metro Rail line Charkop - Bandra- Mankhurd is currently under construction and the Oshiwara station shall be a node on this route. In addition six 90 ft roads are under construction joining Oshiwara station to SV Road in ODC.

We intend to create a truly unmatched mixed used Township of Residential, Commercial, Retail, fine-dining and Entertainment zone at ODC. This would be another big growth engine for Sunteck just like our BKC projects.

(c) Stand-alone projects under the Signia brand. Your company has presence in other selective micro-markets too where premium and aspirational residential projects are built under the Signia brand. These include our projects like Signia High (Borivali), Signia Pride (Andheri), Signia Waterfront (Airoli) etc. which are currently under construction. The focus in such projects is to acquire them at a low cost so that with limited capital deployment a high return on investment can be achieved.

BRAND PARTNERSHIPS

Your company has tied-up with international brands like **(a) Vertu**, a market leader in luxury mobile phones for **'Signature Concierge Services'** for the residents of its flagship project **'Signature Island'** located in the heart of Bandra Kurla Complex in Mumbai, **(b) Disney India** for the residents of **'Sunteck City' in Goregaon (W)** to bring Disney inspired homes to India and create an exciting atmosphere for families to raise their kids. **(c) Sussanne Roshan's** Company, **'The Charcoal Project'** for interiors of residential project **'Signia Skys'** in Nagpur.

ELEMENTS OF COMPETITIVE ADVANTAGE



OPERATIONAL PERFORMANCE

During FY2015-16, your company achieved pre-sales of ~INR 5,505 mn compared to ~INR 5,106 mn achieved in the corresponding period of previous fiscal. Your company also achieved sales of ~2.25mn sq ft at an average realization of Rs24,419/sq ft during FY2015-16, compared to ~2.13mn sq ft at an average realization of Rs24,011/sq ft in the corresponding period of previous fiscal.

Our 3 residential projects in BKC continued to contribute 60-65% of our total sales and grew by ~9%yoy. This represents the continued higher demand for high end luxurious residential projects in the main CBD of the country. The 3 projects are now complete / nearing completion.

Our 2 residential projects in ODC, Goregaon (W) continued to contribute 20-25% of our total sales and grew by ~23%yoy. This represents strong demand for our projects in the next major CBD of Mumbai being developed by MMRDA at attractive price points. The remaining 12-15% was contributed by our other projects. Execution at these projects is moving at a brisk pace and is at advanced stages. During the year, your company completed its second residential project at BKC i.e. 'Signia Isles', with a developed area of about 0.53 mn sq ft. Consequently, the company has completed 7 projects till date totaling to a delivery of ~2.5 mn sq ft.

Operational performance review

| | FY2015-16 | FY2014-15 | % YoY |
|---------------------------------|-----------|-----------|-------|
| New sales (INR mn) | 5,505 | 5,106 | 8% |
| Area sold (mn sq ft) | 2.25 | 2.13 | 6% |
| Average realization (INR/sq ft) | 24,419 | 24,011 | 2% |

Projects where sales have commenced (information represents full project value)

| S.No. | Project Name | Location | % of area sold |
|--------------------|-------------------------------|----------------|----------------|
| Completed | | | |
| 1 | Signature Island | BKC | 55% |
| 2 | Signia Oceans* | Airoli | 97% |
| 3 | Sunteck Grandeur | Andheri | 57% |
| 4 | Sunteck Kanaka* | Panjim, Goa | 59% |
| 5 | Signia Skys* | Nagpur | 60% |
| 6 | Signia Isles | BKC | 74% |
| 7 | Sunteck Centre (Rental asset) | Vile Parle | - |
| Total | | | 65% |
| Ongoing | | | |
| 1 | Signia Pearl | BKC | 71% |
| 2 | Sunteck City, 1st Ave. | ODC - Goregaon | 39% |
| 3 | Sunteck City, 2nd Ave. | ODC - Goregaon | 20% |
| 4 | Signia High | Borivali | 48% |
| 5 | Signia Pride | Andheri | 13% |
| 6 | Signia Waterfront | Airoli | 25% |
| Total | | | 37% |
| Grand Total | | | 48% |

CONSOLIDATED FINANCIAL PERFORMANCE

Your company has achieved cumulative sales of ~INR 40 bn (as on March 31, 2016) and collected ~INR 29 bn as advances from customers against the tied-up sales. Majority of the sales and advances have been achieved / received from 3 BKC Residential projects and Avenue 1 & 2 of Sunteck City, Goregaon (W). Of the total sales done till date, as per your company's accounting policy 'Project Completion Method' we have recognized revenue of INR 20 bn and the balance INR 20 bn will be recognized over the next 3 years.

With Signia Isles coming for revenue recognition in FY2015-16, we recorded Income from operations of INR 7,865 mn in FY2015-16 compared to INR 3,028 mn in the corresponding period of previous fiscal (highest ever). Besides, rental income from 4 leased assets (BKC, Andheri & Vile Parle) stood at ~INR 132 mn in FY16 against ~INR 209 mn in FY15. These assets are un-encumbered and rental income takes care of the group's corporate expenses. With recognition of Signia Isles project in P&L, operating expenses also increased to ~INR4,952mn in FY2015-16 from INR1,418mn in FY2014-15. Our financing costs for FY2015-16 came down to ~INR143mn from INR176mn in FY2014-15. Net Income at ~INR1,628mn in FY2015-16 was the highest ever. The company has completed 6 projects till date with a total project size of over INR 40 bn.

As part of the Company's endeavor to reward shareholders, the Board has recommended a final dividend of Rs. 2.00/- per share (up from Rs.1.00/- per share in FY15) of the face value of Rs. 2/- each on Equity Shares for the financial year ended 31st March 2016. The company's FY16 proposed dividend payout shall be c.Rs.150 mn on the total equity base and is up from c.Rs.16 mn in FY15.

The Net Worth of the company increased to INR 16,343 mn in FY16 compared to INR 14,703 mn in FY15 on account of the profits. Our customer advances came down to INR 9,174mn in FY16 compared to INR 12,463mn in FY15 due to revenue recognition.

Net Secured Debt (Construction Finance Loan) stood at ~INR 6,959 mn in FY16 against ~INR 6,135 mn in FY15. Overall, these loans have been taken on 6 projects out of 25 projects under the company's development portfolio. Our prudent corporate finance practices also led to decline in our average cost of debt in the year.

Accounting Policy

Your company maintains its accounts on accrual basis following the historical cost convention in accordance with Generally Accepted Accounting Principles (“GAAP”) and in compliance with the Accounting Standards referred to in Section 211 (3C) and other requirements of the Companies Act, 2013. Insurance and other claims are accounted for as and when admitted by the appropriate authorities.

The company follows ‘**Project Completion Method (PCM)**’ of accounting unlike other real estate developers who follow percentage of completion method (POCM) for revenue recognition.

Under project completion method of accounting, allocable expenses incurred during the year are debited to work-in-progress account. The revenue is accounted for as and when the significant risks and rewards of ownership of the units in real estate are passed to the buyer and the projects get completed or substantially completed, to the extent that the economic benefits will flow to the group and revenue can be reliably measured.

| | Rs mn | |
|-------------------------------|------------------------------|------------------------------|
| | Year ended March 31, 2016 | Year ended March 31, 2015 |
| Income from Operations | 7,865 | 3,028 |
| Other Income | 76 | 140 |
| Total Revenue | 7,941 | 3,169 |
| Total Expenditure | 5,529 | 1,885 |
| Profit Before Tax | 2,412 | 1,284 |
| Tax | 819 | 470 |
| Profit After Tax | 1,593 | 814 |
| Minority Interest | 101 | 132 |
| Share of profit of associates | 135 | - |
| Adj Profit After Tax | 1,628 | 682 |
| EPS (Rs / share) | 27.1 | 11.4 |

Abridged Consolidated Balance Sheet

| Liabilities | Year ended March 31, 2016 | Assets | Year ended March 31, 2016 |
|--------------------|------------------------------|----------------------|------------------------------|
| Shareholders Funds | 16,343 | Net Block | 120 |
| Minority Interest | 555 | Investments | 261 |
| Secured Loans | 7,890 | Inventories | 37,681 |
| Unsecured Loans | 4,548 | Loans & Advances | 129 |
| Customer Advances | 9,174 | Cash & Bank balances | 931 |
| Others | 6,063 | Others | 5,450 |
| Total | 44,571 | Total | 44,571 |

Your company broadly defines “liquidity” as its ability to generate sufficient funds from both internal and external sources to meet its obligations and commitments. Your Company has funded capital requirements primarily through cash flows generated from its operations. Working capital requirements were met by internal accruals and short term borrowings from Banks to run the operations efficiently.

Your company is a full time member of Asia Pacific Real Estate Association (APREA), Singapore. Hence, the company endeavors to follow the financial reporting guidelines set out in the APREA Best Practices Handbook.

INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

Your company has appropriate internal control systems covering the gamut of business processes including acquisitions, sales, operations, financials and regulatory reporting. There are clearly defined roles and responsibilities amongst the team through an institutionalized job description and role profile definition. The human resource and related manuals enable all team members to coherently integrate into the company in quick time. Regular internal audits and checks ensure that responsibilities are executed effectively.

The company has implemented various tools to strengthen its systems like (a) Enterprise Resource Planning (ERP) system namely, ‘In4velocity’ to enhance MIS reporting, This has also been implemented across the

project sites, (b) 'Sensys' Easy Pay/TDS system for payroll and tax processing, (c) 'Microsoft Project' for Planning and Monitoring of all projects for timely completion as planned, also various other tools for Project Management & Construction Management have been implemented for documentation, systems and processes, which would mean all documents, communication and business processes can be managed in a consistent way.

Your Company has also developed an internal expertise to coordinate and monitor Project Development Processes for various stages such as Initiation, Planning, Design, Procurement / Contracts, Construction and finally Close out.

Your company's statutory auditors are Lodha & Co. one of the well known auditors in India. Besides, during the year, your company also appointed PWC as an internal auditor for document process, risk management and internal control so as to provide assurance on controls, compliance, effectiveness and strengthen the necessary functions of operations. The Audit Committee of the Board of Directors reviews the effectiveness of internal control and provides suggestions periodically.

Your company has also appointed one of the Big 4 consultants for organizational development and transactions advisory.

HUMAN RESOURCE

The Human Resources function at Sunteck made phenomenal headways in bringing in talent across levels and departments in Fiscal 2016. Your company today has a young and motivated work-force that brings in fresh thinking and energy. Simultaneously Senior Management team which comes with a wealth of knowledge and numerous years of industry experience act as mentors to these young employees. With greater visibility and strong brand, your company has been able to attract some of the best talents of the industry. As we scale up our presence in the niche premium residential segment in the real estate market, Human Capital and best-in-class people practices remain at the core of our business.

In order to ensure that we onboard the best young talent, we now encourage every line manager to be a part of our campus engagement initiatives. We also encourage internship opportunities in all departments as we believe that influencing young minds at an early stage can help in creating good, sound professionals. This year we created a well-defined campus strategy and involved all department heads to contribute to this combined effort. The young management trainees are selected based on a rigorous assessment process so that we are able to pick the best candidates having better synergies with our sector and Sunteck's value system. Once hired, the young trainees will get a chance to experience the functioning of various departments by virtue of structured on-the-job rotations.

We are constantly re-evaluating our HR policies so as to do the best that we can for our people. In order to bring in new-age HR practices, we have undertaken a thorough review of our existing policies followed by a benchmarking study of our top competitors. We understand the rigors around the work that our people put in and conduct stress management sessions on a regular basis. The organization supports the spirit of learning and this resonates in the fact that some of our employees have chosen to pursue higher education while continuing with their employment. Such development initiatives ensure that our people are up to the mark.

In terms of talent management, your company's key focus in the current year was on ramp-up of teams across Sales, CRM & marketing departments, including senior management executives across these departments. This follows our last year's focus on increasing the headcount in varied verticals of operations like Engineering Procurement & Construction (EPC), Acquisitions, Legal & Liaison, Architecture & Design, Sales and Marketing. These recruitments have brought with them a breadth and depth of knowledge and expertise across all functions.

A few practices observed by the company to ensure that the multi cultural work environment is maintained whilst giving a learning opportunity to the employee include:

- Extensive and rigorous training programs with upgraded development modules, new practices & methods and superior's assistance to make them equipped with necessary skills and knowledge to handle vital functions of project management and delivery
- Imparting behavioral training programs to equip our employees with the soft skills that distinguish them from their peers in the industry
- Building confidence in the employee by constant communication on any developments in the company like new joiners, awards recognition, employees' poll on certain work related matters, news articles, etc. are communicated through mailers on a regular basis
- Improving morale, creating loyalty and increasing overall productivity in our employees through

performance management system is the key to the company outperforming the competition. The current performance management system establishes a true pay-for-performance culture which, in turn, has recognized and appreciated the employees

- The company thrives towards retaining its Talent by creating open communication medium between employees and the management. We foster employee development and make sure that they know what we expect of them by having periodic review meetings
- Development of a healthy mind and body with periodic health camps, workshops and seminars.
- Offsite meetings consisting of key members in the organization to strategize the Short term & Long term goals and formulate a Road map towards achieving the same

The company focuses on its core values and culture of “Dream, Plan, Act and get Results” which is reflected in HR policies and plans followed at Sunteck. The culture of openness, the quest to innovate and implement new ideas is ingrained in the work environment - driving everyone to think, believe and deliver big. The company would like to express its gratitude for the support and assistance rendered by its employees and expects the spirit of teamwork to continue in the years to follow.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the company's objectives, estimates, expectations may be “forward-looking statements” within the meaning of applicable security laws and regulations. Actual results could differ materially from those expressed or implied due to several factors which are beyond the control of the management. In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the company, no representation is made on its accuracy and comprehensiveness though the same are based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by the management herein contain its perceptions on the material impacts on the company's operations but it is not exhaustive. The Company assumes no obligation to amend or update forward looking statements in future on the basis of new information, subsequent developments or otherwise.

Independent Auditors' Report

To the Members of Sunteck Realty Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of SUNTECK REALTY LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss and 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.

Auditors' 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 thereunder.

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 auditors' 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 31st March, 2016 and its profit and its cash flows for the year ended on that date.

Emphasis of Matters

Without qualifying our opinion, we draw your attention to following matters:

- a) The Company has overdue trade receivable amounting to Rs. 120,350,000 from a customer against sale of a commercial unit. The management has taken necessary steps for recovery of this receivable, including filing

of legal case and are hopeful of recovering the same in due course of time. In their opinion, therefore, no provision is considered necessary at this stage (refer note no. 48 of the financial statements).

- b) The Company is a partner in a partnership firm, Kanaka & Associates, in which the Company has total exposure comprising of capital invested, loans given and other receivables aggregating to Rs. 86,130,854. Since, there is some dispute with the other partner, the financial statements of the firm are not available and therefore, the Company has not accounted for its share of profit or loss for the year from the said firm, which as explained by the management, would be immaterial. The management is hopeful of recovering/ realising the aforesaid exposure in due course of time, as concerted efforts are being made to resolve the dispute, including filing of an arbitration petition in the High Court. In their opinion, therefore, no provision is considered necessary at this stage (refer note no. 47 of the financial statements).
- c) The Company continues to apply 'project completion method' on transactions and activities of real estate development which it had applied over the years consistently. The Institute of Chartered Accountants of India has issued "Guidance note on Accounting for Real Estate Transactions (Revised 2012)" which is applicable to projects which have commenced on or after 1st April, 2012 and also to projects which have already commenced but where revenue is being recognized for the first time on or after 1st April, 2012 to follow 'percentage completion method'. The impact of Guidance note on the standalone financial statements for the year has not been quantified by the Company.

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 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, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) As required by Section 143 (3) of the Act with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give in "Annexure B" a separate report on the same.
 - g) With respect to the other matters to be included in the Auditors' 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 the aforesaid financial statements - Refer note no. 28(c) to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **Lodha & Co.**
Chartered Accountants
Firm Registration No: 301051E

A. M. Hariharan
Partner
Membership No: 38323

Place: Mumbai
Date: 30th May, 2016

Annexure "A"

ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF THE SUNTECK REALTY LIMITED ON STANDALONE FINANCIAL STATEMENTS

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we state that:

- (i)
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) According to the information and explanations given to us, the fixed assets have been physically verified by the management at the year end, which in our opinion, is reasonable considering the size of the Company and nature of its fixed assets. As explained, no material discrepancies were noticed on such verification.
 - c) As explained, title deed of the immovable property, classified as fixed assets, which was constructed as per the Joint Development Agreement with the land owners, will be transferred in the name of the Company after formation of condominium.
- (ii) According to the information and explanations given to us, the inventories have been physically verified during the year by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- (iii) During the year, the Company has granted unsecured loans amounting to Rs. 1,291,361,858 (including interest free loan of Rs. 978,865,000) to nine subsidiary companies covered in the register maintained under Section 189 of the Act. The maximum amount involved during the year of such loans was Rs. 1,293,861,858 (including interest free loans of Rs. 981,365,000) and the year-end balance of loans granted to such parties was Rs. 340,382,349 (including interest free loans of Rs. 27,885,491).
 - a) Considering what is stated in para (iv) below, in respect of non-applicability of Section 186 of the Act relating to loans granted by the Company and as explained by the management, said loans are granted to subsidiary companies for their principal business activities, the terms and conditions of the aforesaid loans are not, prima facie, prejudicial to the interest of the Company.
 - b) As explained by the management, the schedule of repayment of principal and payment of interest, wherever applicable of such loans are not stipulated, since the same is repayable on demand. As informed, the Company has received the loan amount during the year as and when it was demanded.
 - c) Considering what is stated in para (b) above, there are no amounts overdue from such parties.
- (iv) As informed, on the basis of legal opinion obtained by the Company, the provisions of Section 186 of the Act with respect to the loans made, guarantees given, and security provided are not applicable to the Company as the Company is engaged in the business of providing infrastructural facilities. In our opinion and according to the information and explanations given to us and based on the aforesaid legal opinion, the Company has complied with the provisions of Section 185 and 186 of the Act, to the extent applicable, with respect to the loans, investments, guarantees, and security made.
- (v) No deposits within the meaning of directives issued by RBI (Reserve Bank of India) and Sections 73 to 76 or any other relevant provisions of the Act and rules framed thereunder have been accepted by the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government of India, regarding the maintenance of cost records under sub-section (1) of Section 148 of the Act and are of the opinion that prima facie, the prescribed accounts and records have been maintained. We have, however, not made a detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii)
 - a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Cess and other material statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

- b) According to the records of the Company, there are no dues of Income Tax, Sales Tax, Service tax, Duty of Customs, Duty of Excise and Value Add Tax which have not been deposited on account of any dispute except the following:

| Statute | Nature of Dues | Forum where the dispute is pending | Amount Rs. | Financial year to which it relates |
|----------------------|-------------------|-------------------------------------|------------|------------------------------------|
| Income Tax Act, 1961 | Income Tax Matter | Commissioner of Income Tax(Appeals) | 2,616 | 2005-06 |
| | | | 628,635 | 2006-07 |
| | | | 281,212 | 2007-08 |
| | | | 1,498,828 | 2008-09 |
| | | | 2,008,870 | 2009-10 |
| | | | 21,051 | 2010-11 |
| | | | 510,460 | 2011-12 |
| | | | 15,518,860 | 2012-13 |

- (viii) In our opinion and according to the information and explanations given to us, during the year, the Company has not defaulted in repayment of loans or borrowings to financial institutions, banks and dues to debenture holders.
- (ix) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and in recent past and based on the information and explanations given to us by the management, term loans have been applied for the purpose for which they were obtained. However, certain funds have been temporarily used for other corporate purposes.
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of such case by the management.
- (xi) According to the information and explanations given to us, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (xii) The provisions of Nidhi Company are not applicable to the Company. Therefore, Para 3 (xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us, the provision of Section 177 and 188 of Act, to the extent applicable, in respect of transactions with the related parties have been complied by the Company and the details have been disclosed in the Financial Statements as required by the applicable accounting standards in note no. 32 to the Financial Statements.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures.
- (xv) According to the information and explanations given to us, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with him under Section 192 of the Act.
- (xvi) The Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For **Lodha & Co.**
Chartered Accountants
Firm Registration No: 301051E

Place: Mumbai
Date: 30th May, 2016

A. M. Hariharan
Partner
Membership No: 38323

Annexure "B"

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SUNTECK REALTY LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

In conjunction with our audit of the financial statements of the Company for the year ended 31st March, 2016, we have audited the internal financial controls over financial reporting of SUNTECK REALTY LIMITED ("the Company") as of 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 Act.

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 Act, 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 ICAI. 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 auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2016, 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 **Lodha & Co.**
Chartered Accountants
Firm Registration No: 301051E

Place: Mumbai
Date: 30th May, 2016

A. M. Hariharan
Partner
Membership No: 38323

Standalone Balance Sheet

as at 31st March 2016

(Amount in Rs.)

| Particulars | Notes | 31.03.16 | 31.03.15 |
|--|-------|-----------------------|----------------------|
| EQUITY AND LIABILITIES | | | |
| SHAREHOLDERS' FUNDS | | | |
| Share Capital | 2 | 125,932,414 | 125,932,414 |
| Reserves and Surplus | 3 | 6,927,637,971 | 5,675,248,601 |
| NON - CURRENT LIABILITIES | | | |
| Long-Term Borrowings | 4 | 350,000,000 | - |
| Deferred Tax Liabilities (Net) | 30 | 7,123,424 | 6,312,889 |
| Other Long Term Liabilities | 5 | 31,440,000 | 16,690,000 |
| Long-Term Provisions | 6 | 3,994,505 | 2,614,911 |
| CURRENT LIABILITIES | | | |
| Short-Term Borrowings | 7 | 2,041,051,342 | 1,190,831,597 |
| Trade Payables | 8 | - | - |
| Total outstanding dues of Micro Enterprises and Small Enterprises | | - | - |
| Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | | 104,928,481 | 74,062,639 |
| Other Current Liabilities | 9 | 690,867,163 | 750,334,161 |
| Short-Term Provisions | 10 | 155,414,420 | 28,552,801 |
| TOTAL | | 10,438,389,720 | 7,870,580,013 |
| ASSETS | | | |
| NON - CURRENT ASSETS | | | |
| Fixed Assets | | | |
| | 11 | | |
| Tangible Assets | | 73,260,329 | 78,736,470 |
| Intangible Assets | | 729,616 | 1,136,164 |
| Non-Current Investments | 12 | 5,538,214,394 | 3,887,603,873 |
| Long-Term Loans and Advances | 13 | 21,922,935 | 452,150,912 |
| Other Non-Current Assets | 14 | 134,068,226 | 126,993,811 |
| CURRENT ASSETS | | | |
| Current Investments | 15 | 1,793,532,625 | 1,237,954,131 |
| Inventories | 16 | 2,049,406,746 | 1,762,171,428 |
| Trade Receivables | 17 | 295,984,240 | 162,544,734 |
| Cash and Bank Balances | 18 | 23,684,666 | 17,924,739 |
| Short-Term Loans and Advances | 19 | 416,695,112 | 73,501,974 |
| Other Current Assets | 20 | 90,890,831 | 69,861,777 |
| TOTAL | | 10,438,389,720 | 7,870,580,013 |
| Significant Accounting Policies | 1 | | |

The accompanying notes including other explanatory information form an integral part of financial statements

As per our attached report of even date
For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E

A. M. Hariharan
Partner
Membership
No. 38323

Place: Mumbai
Date: May 30, 2016

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Atul Poopal
Executive
Director
(DIN: 07295878)

Sumesh Mishra
Chief Operating
Officer

Kishore Vussonji
Director
(DIN: 00444408)

Ramakant Nayak
Director
(DIN: 00129854)

Rachana Hingrajia
Company Secretary

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Standalone Profit and Loss Statement for the year ended 31st March 2016

(Amount in Rs.)

| Particulars | Notes | 31.03.16 | 31.03.15 |
|--|-------|----------------------|----------------------|
| INCOME | | | |
| Revenue from Operations | 21 | 303,029,468 | 235,524,103 |
| Other Operating Income | 22 | 1,331,472,970 | 694,642,838 |
| Other Income | 23 | 40,846,457 | 89,253,359 |
| Total Revenue (I) | | 1,675,348,895 | 1,019,420,300 |
| EXPENSES | | | |
| Cost of Revenue | 24 | 73,167,750 | 39,204,049 |
| Employee Benefits Expense | 25 | 60,377,268 | 50,015,451 |
| Finance Costs | 26 | 57,025,374 | 83,372,931 |
| Depreciation and Amortisation Expense | 11 | 6,404,729 | 6,751,823 |
| Other Expenses | 27 | 55,741,432 | 71,496,652 |
| Total Expenses (II) | | 252,716,553 | 250,840,906 |
| Profit for the year before Tax (I - II) | | 1,422,632,342 | 768,579,394 |
| Tax Expenses | | | |
| Current Tax | | 22,243,636 | 20,858,650 |
| Taxation of earlier years | | (931,557) | - |
| Deferred Tax | | 760,625 | 629,238 |
| Profit for the year | | 1,400,559,638 | 747,091,506 |
| Earnings per Equity Share of Face Value Rs. 2 each: | 37 | | |
| Basic and Diluted | | 22.24 | 11.86 |
| Significant Accounting Policies | 1 | | |

The accompanying notes including other explanatory information form an integral part of financial statement.

As per our attached report
of even date

For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E

A. M. Hariharan
Partner
Membership
No. 38323

Place: Mumbai
Date: May 30, 2016

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Kishore Vussonji
Director
(DIN: 00444408)

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Atul Poopal
Executive
Director
(DIN: 07295878)

Ramakant Nayak
Director
(DIN: 00129854)

Sumesh Mishra
Chief Operating
Officer

Rachana Hingrajia
Company Secretary

Standalone Cash Flow Statement

for the year ended 31st March 2016

(Amount in Rs.)

| Particulars | 31.03.16 | 31.03.15 |
|---|------------------------|--------------------|
| Cash Flow from Operating Activities | | |
| Profit Before Tax as Per Statement of Profit and Loss | 1,422,632,342 | 768,579,394 |
| Adjusted for: | | |
| Depreciation and Amortisation Expense | 6,404,729 | 6,751,823 |
| Interest Income | (17,695,130) | (65,376,957) |
| Dividend Income | (16,916,461) | (16,215,461) |
| Finance Cost | 57,025,374 | 83,372,931 |
| Loss on Sale of Investments | - | 11,940,624 |
| Sundry Balances Written Back | - | (1,378,873) |
| Fixed Assets / Investment Written Off | 169,156 | - |
| Loss from Merged entity | - | (3,801) |
| Operating Profit before Working Capital Changes | 1,451,620,010 | 787,669,678 |
| Adjusted for: | | |
| (Increase)/Decrease in Inventories | (286,917,498) | (410,328,698) |
| (Increase)/Decrease in Trade Receivables | (133,439,506) | (14,633,042) |
| (Increase)/Decrease in Other Receivables | (39,691,141) | (58,618,327) |
| Increase/(Decrease) in Other Liabilities and Provisions | (535,199,029) | (38,300,336) |
| Cash Generated from/(used in) Operations | 456,372,836 | 265,789,275 |
| Income Tax Paid | (32,453,109) | (23,463,641) |
| Net Cash from / (used in) Operating Activities (A) | 423,919,727 | 242,325,634 |
| Cash Flow from Investing Activities | | |
| Purchase of Fixed Assets | (786,610) | (602,169) |
| Purchase of Current Investments | (650,000,000) | (1,315,627,961) |
| Sale of Current Investments | 650,000,000 | 1,315,627,961 |
| Sale of Investments in Subsidiaries | 172,429,521 | 422,391,188 |
| Loans and Advances (given to)/ received back(Net) | (337,170,481) | (1,805,350) |
| Current account with LLP | (555,578,494) | (117,880,322) |
| Investments in Subsidiaries (including application money) | (911,138,295) | (1,095,768,753) |
| Interest Received | 22,559,192 | 17,522,958 |
| Dividend Received | 16,916,461 | 16,215,461 |
| Net Cash from / (used in) Investing Activities (B) | (1,592,768,706) | (759,926,987) |
| Cash Flow from Financing Activities | | |
| Secured Loans Taken | 720,000,000 | 545,000,000 |
| Secured Loans Repaid | (40,328,050) | (426,942,856) |
| Other Borrowings(Net) | 9,549,025 | 93,694,125 |
| Unsecured Loans Taken (Net of repayment) | 510,998,770 | 456,845,417 |

| Particulars | 31.03.16 | | 31.03.15 | |
|---|--------------|----------------------|---------------|-------------|
| Dividend Paid (including Dividend Distribution Tax) | (16,728,663) | | (15,835,300) | |
| Finance Costs Paid | (10,458,600) | 1,173,032,482 | (122,261,142) | 530,500,244 |
| Net Cash from/(used in) Financing Activities (C) | | 1,173,032,482 | | 530,500,244 |
| Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C) | | 4,183,503 | | 12,898,891 |
| Cash and Cash Equivalents - Opening Balance | | 15,964,132 | | 3,065,241 |
| Cash and Cash Equivalents - Closing Balance | | 20,147,635 | | 15,964,132 |

Note:

- 1) The above Cash Flow Statements has been prepared under the "Indirect Method" as set out in the Accounting Standards- 3 on "Cash Flow Statements"
- 2) Previous year's figures have been regrouped/rearranged wherever necessary to conform to the current year's presentation.

As per our attached report of even date

**For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E**

**A. M. Hariharan
Partner
Membership
No. 38323**

Place: Mumbai
Date: May 30, 2016

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
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Director
(DIN: 00129854)

Sumesh Mishra
Chief Operating
Officer

Rachana Hingrajia
Company Secretary

Significant Accounting Policies and Notes

Significant Accounting Policies forming part of Financial Statements for the year ended 31st March, 2016

1 SIGNIFICANT ACCOUNTING POLICIES

a) Nature of Operations

The Company is engaged in the business of real estate/ real estate development and incidental services.

b) General

The financial statements are prepared under the historical cost convention, on the accounting principles of a going concern.

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the applicable accounting standards prescribed by under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI) to the extent applicable.

All expenses and income to the extent ascertainable with reasonable certainty are accounted for on accrual basis.

The preparation of financial statements in conformity with generally accepted accounting principles (GAAP) requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of financial statements and reported amounts of revenue and expenses for that year. Actual result could differ from these estimates. Any revision to accounting estimates is recognised prospectively.

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

c) Revenue recognition

i) Revenue for real estate development/sale

The Company follows completed project method of accounting. Direct/Allocable expenses incurred during the year are debited to work- in-progress account. The revenue is accounted for as and when the significant risks and rewards of ownership of the units in real estate have passed or deemed to have passed to the buyer and the Projects get completed or substantially completed, to the extent that the economic benefits will flow to the Company and the revenue can be reliably measured.

ii) Rent

Rental Income is recognized on a time proportion basis as per the contractual obligations agreed with the respective tenant.

iii) Interest

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

iv) Dividend

Dividend Income is recognised when the shareholders' right to receive payment is established by the balance sheet date.

v) Profit /Loss from Partnership Firms

Share of profit / loss from firms in which the Company is a partner is accounted for in the financial period ending on (or before) the date of the balance sheet on the basis of audited accounts and as per the terms of the respective partnership deed.

vi) Maintenance Services

Revenue in respect of maintenance services is recognised on an accrual basis, in accordance with the terms of the respective contract.

vii) Project Management Services

Revenue in respect of Project Management services is recognised on an accrual basis, in accordance with the terms of the respective agreement.

d) Inventories

Inventories comprise of Land and development rights, Construction materials, Work-in-progress, completed unsold flats/units. These are valued at lower of the cost or net realizable value.

Construction Work in Progress are valued as follows:

| | |
|--|---|
| Land and development rights | Land and development rights (including development cost) are valued at lower of cost and net realizable value. Costs include land acquisition cost and initial development cost. |
| Construction materials | Construction materials are valued at cost if the completed unsold flats/units in which they will be incorporated are expected to be sold at or above cost otherwise lower of cost and net realizable value. Cost is determined on a weighted average basis. |
| Work-in-progress (Land/ Real Estate under development) | Work-in-progress is valued at cost if the completed unsold flats/units are expected to be sold at or above cost otherwise at lower of cost and net realizable value. Cost includes direct expenditure relating to construction activity (including land cost) and indirect expenditure (including borrowing costs) during the construction period to the extent the expenditure is related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is neither related to the construction activity nor is incidental thereto is charged to the Statement of profit and loss. |
| Completed unsold flats/units | Lower of cost or net realizable value. |

Net realizable value is the estimated selling price in the ordinary course of business; less estimated costs of completion (wherever applicable) and estimated costs necessary to make the sale.

e) Fixed Assets

Fixed assets are stated at cost, less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Capital work in progress includes expenditure incurred till the assets are put into intended use.

f) Depreciation and Amortization

Depreciation of tangible fixed assets is provided as per the Straight Line Method using the useful life as prescribed under Schedule II of the Companies Act, 2013. In case of intangible fixed assets - Software, the same is amortized over a period of its useful life or five years whichever is less.

g) Impairment of assets

The carrying amounts of assets are reviewed at each balance sheet dates and if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to extent of the carrying value of the asset that would have been determined (net of amortization / depreciation), had no impairment loss been recognized. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

h) Investments

Investments that are readily realizable and intended to be held for not more than one year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost or fair value determined on individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary decline in the value of the investments.

i) Employee benefits

Defined Contribution Plan

Retirement benefits in the form of Provident Fund are a defined contribution scheme and the contributions are charged to the Statement of profit and loss of the period when the contributions to the fund are due. There are no other obligations other than the contribution payable to the government funds.

Defined Benefit Plan

Company's liabilities towards gratuity liability are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each balance sheet date. Actuarial gains/losses are immediately taken to Statement of profit and loss and are not deferred.

Compensated absences

i. Short term

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognized on the basis of undiscounted value of estimated amount required to be paid or estimated value of the benefit expected to be availed by the employees.

ii. Long Term

Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to statement of profit and loss in the year in which such gains or losses are determined.

Employee Share-Based Payments

The stock options granted under Employee Stock Option Scheme - 2013 to employees of the Company are accounted for in accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 ("ESOP Guidelines") issued by Securities and Exchange Board of India ("SEBI") and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India, whereby the intrinsic value of options is recognised as deferred employee compensation. The deferred employee compensation is charged to the Statement of Profit and Loss on the straight-line basis over the vesting period of the option.

j) Borrowing Costs

Borrowing costs relating to acquisition and/or construction of qualifying assets are capitalized to the extent that the funds are borrowed and used for purpose of constructing a qualifying asset until the time all substantial activities necessary to prepare the qualifying assets for their intended use or sale are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use or sale. All other borrowing costs which are not related to acquisition and/or construction activities nor are incidental thereto are charged to the Statement of profit and loss.

k) Taxation

Tax expense comprises of current income tax and deferred income tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. 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 there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry

forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each balance sheet date, the Company reassesses unrecognised deferred tax assets. It recognizes unrecognised deferred tax assets to the extent that it has become reasonably certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternative Tax (MAT) credit is recognised as an asset and carried forward only if there is a reasonable certainty of it being set off against regular tax payable within the stipulated statutory period.

l) Foreign Currency Transactions

Transactions in foreign currency are recorded at the rate of exchange in force on the date of the transactions. Foreign Currency assets and liabilities (monetary items) are translated at the exchange rate prevalent at the date of the Balance Sheet. Non - Monetary item such as investments are carried at historical cost using the exchange rate on the date of transaction.

Any income or expenses on account of exchange difference either on settlement or on translation is recognized in the Statement of Profit and Loss.

m) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

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

n) Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when an enterprise has a present obligation as a result of past event it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Possible future obligations or present obligations that may but will probably not require outflow of resources or where the same cannot be reliably estimated, is disclosed as contingent liabilities in the notes to accounts of financial statements.

Contingent Assets are neither recognized nor disclosed in the financial statements.

o) Share Issue Expenses

Share issue expenses are adjusted against Securities Premium Account.

p) Leases

i) Where Company is the lessee

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognized as operating lease. Operating lease payments are recognised as an expense in the Statement of profit and loss on Straight Line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the Lease.

ii) Where Company is the lessor

Assets representing Lease arrangements given under operating leases are included in Investments. Lease income is recognized in the Statement of profit and loss on Straight Line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the Lease.

Notes To Financial Statement

| Particulars | (Amount in Rs.) | |
|--|--------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| 2 Share Capital | | |
| Authorised | | |
| 93,800,000 (Previous Year 93,800,000) Equity Shares of Rs. 2 each | 187,600,000 | 187,600,000 |
| 1,250,000 (Previous Year 1,250,000) Preference Shares of Rs. 10 each | 12,500,000 | 12,500,000 |
| Total authorised share capital | 200,100,000 | 200,100,000 |
| Issued, Subscribed and Paid up | | |
| 62,966,207 (Previous Year 62,966,207) Equity Shares of Rs. 2 each fully paid up | 125,932,414 | 125,932,414 |
| Total issued, subscribed and fully paid up share capital | 125,932,414 | 125,932,414 |
| a. Reconciliation of shares outstanding at the beginning and at the end of the year | Number of Shares | Number of Shares |
| Outstanding at the beginning of the year | 62,966,207 | 62,966,207 |
| Issued during the year (refer note no. 46) | - | 8,863,845 |
| Cancelled during the year (refer note no. 46) | - | 8,863,845 |
| Outstanding at the end of the year | 62,966,207 | 62,966,207 |

b. Terms/rights attached to Equity shares

The Company has only one class of equity share having value of Rs. 2 each with an entitlement of one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors are subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shares held by Subsidiaries

3,000,000 (Previous Year 3,000,000) equity shares out of issued, subscribed and paid up share capital are held by subsidiary Companies.

d. Details of shareholders holding more than 5% shares in the Company

| | 31st March, 2016 | | 31st March, 2015 | |
|--|------------------|------------------------|------------------|------------------------|
| | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Manisha Khetan | - | - | 24,251,487 | 38.52% |
| Paripurna Trust | 10,774,454 | 17.11% | 10,774,454 | 17.11% |
| Astha Trust | 5,063,485 | 8.04% | - | - |
| Matrabhav Trust | 24,653,398 | 39.15% | - | - |
| Kotak Mahindra Trusteeship Services Limited A/c Kotak Alternate Opportunities (India) Fund | 4,099,633 | 6.51% | 4,099,633 | 6.51% |

| e. Aggregate number of Bonus shares issued and shares issued for consideration other than cash during the last five years: | Number of shares | |
|--|------------------|-----------|
| | 31.03.16 | 31.03.15 |
| Equity Shares allotted on 14th February, 2015 (refer note no. 46) | 8,863,845 | 8,863,845 |

f. 146,187 (Previous Year 259,204) Equity Shares of Face Value of Rs. 2 each are reserved for issue under Employee Stock Option Scheme-2013 (ESOP-2013)

i) Under the ESOS-2013, the Company has granted 146,187 options to the eligible directors and employees of the Company and its subsidiaries, the details of which are given here under:

| | |
|-----------------------------------|---|
| No. of options granted | 353,851 |
| Grant date | October 1st, 2013 |
| Grant price (per share) | 295 |
| Market price on the date of grant | 294 |
| Method of accounting | Intrinsic Value |
| Graded vesting plan | 25% every year, commencing after one year or two year, as the case may be, from the date of grant |
| Maximum exercise period | 7 years from the date of grant |

ii) Summary of the options outstanding under the ESOP and the Weighted Average Exercise Price (WAEP):

| | 31.03.16 | | 31.03.15 | |
|--|----------|------|----------|------|
| | Options | WAEP | Options | WAEP |
| Options outstanding at the beginning of the year | 259,204 | 295 | 353,851 | 295 |
| Less : Forfeited / lapsed during the year | 113,017 | 295 | 94,647 | 295 |
| Options outstanding at the end of the year ** | 146,187 | 295 | 259,204 | 295 |
| Vested options pending to be exercised | 71,611 | 295 | 55,215 | 295 |

** Includes Current year Nil (Previous year 68,966) options granted to Executive director

iii) The following summarizes information about outstanding stock options:

| Particulars | 31.03.16 | 31.03.15 |
|--|----------|----------|
| Exercise Price (Rs.) | 295 | 295 |
| No. of Shares arising out of options | 146,187 | 259,204 |
| Weighted average remaining life (In Years) | 2 | 3 |
| Weighted average exercise price (Rs.) | 295 | 295 |

The Company uses the intrinsic value-based method of accounting for the compensation cost of stock options. Intrinsic value is the amount by which the quoted market price of the underlying shares as on date of the grant exceeds the exercise price of the option. Had the compensation cost of stock options been determined in the manner consistent with the fair value approach based on Black and Scholes model, the Company's net profit would be lower by Rs. 9,939,184, (Previous Year: lower by Rs. 16,101,908) and Basic/Diluted earning per share would be Rs. 22.09 (Previous year : Rs. 11.61) as against reported Basic / Diluted earnings per shares of Rs. 22.24 (Previous year 11.86)

The fair value of each option is estimated on the date of grant based on the following assumptions:

| | |
|--|--------|
| Dividend yield (%) | 0.05% |
| Expected life - option effective 2015 (In Years) | 4.5 |
| Expected life - option effective 2016 (In Years) | 5.5 |
| Risk free interest rate (%) | 8.00% |
| Volatility (%) | 41.70% |

3 Reserves and Surplus

| Capital reserve on Merger | | |
|--|----------------|----------------|
| Balance as per last financial statements | 311,799 | - |
| Add: Capital Reserve on Merger (refer note no. 46) | - | 311,799 |
| Closing balance | 311,799 | 311,799 |
| Securities premium account | | |
| Balance as per last financial statements | 3,211,407,987 | 3,211,407,987 |

| Particulars | (Amount in Rs.) | |
|---|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| Closing balance | 3,211,407,987 | 3,211,407,987 |
| Debentures redemption reserve | | |
| Balance as per last financial statements" | - | - |
| Add: Transferred from statement of profit and loss | 137,500,000 | - |
| Closing balance | 137,500,000 | - |
| General reserve | | |
| Balance as per last financial statements | 4,767,380 | 4,767,380 |
| Closing balance | 4,767,380 | 4,767,380 |
| Surplus in the statement of profit and loss | | |
| Balance as per last financial statements | 2,458,761,435 | 1,729,642,636 |
| Profit for the year | 1,400,559,638 | 747,091,506 |
| Depreciation on transition to Schedule II of the Companies Act, 2013 (refer note no. 41) | - | (455,860) |
| Loss from Merged entity (refer note no. 46) | - | (3,801) |
| Balance available for appropriation | 3,859,321,073 | 2,476,274,481 |
| Add/(Less): Appropriations | | |
| Proposed final equity dividend (Dividend per share Rs.2 to all shareholders; Previous year Re.1 to shareholders other than promoters) | (125,932,414) | (16,695,142) |
| Tax on proposed dividend | (25,636,876) | (3,399,020) |
| Dividend distribution tax credit on dividend from subsidiaries | 3,399,022 | 2,581,116 |
| Transferred to debentures redemption reserve | (137,500,000) | - |
| Closing balance | 3,573,650,805 | 2,458,761,435 |
| Total reserves and surplus | 6,927,637,971 | 5,675,248,601 |
| 4 Long-Term Borrowings | | |
| Secured Loans | | |
| Non Convertible Debentures (refer note below) | 350,000,000 | |
| Total long-term borrowings | 350,000,000 | |
| Terms and Conditions for Long-Term Borrowings | | |
| Non Convertible Debentures | | |
| a) 2,000 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "D" of Rs. 1,00,000 each Repayment Terms: Redeemable at par on 13th January, 2020" | 200,000,000 | - |
| b) 1,000 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "C" of Rs. 1,00,000 each Repayment Terms: Redeemable at par on 13th January, 2019" | 100,000,000 | - |
| c) 500 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "B" of Rs. 1,00,000 each Repayment Terms: Redeemable at par on 13th January, 2018" | 50,000,000 | - |
| Total | 350,000,000 | - |
| All the above mentioned non-convertible debentures and series A (as mentioned in note no. 7 below) are secured by: | | |
| a) First pari passu charge by way of mortgage over certain immovable property situated Vileparle (East), Mumbai. | | |
| b) First pari passu charge on unsold inventory including escrow of rent receivables (both present and future) from the above mentioned mortgaged properties. | | |
| 5 Other Long-Term Liabilities | | |
| Security deposits received for premises given on Lease * | 31,440,000 | 16,690,000 |
| Total other long-term liabilities | 31,440,000 | 16,690,000 |
| *Security deposits received are interest free and are repayable after completion of lease term | | |

| Particulars | (Amount in Rs.) | |
|--|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| 6 Long-Term Provisions | | |
| Provision for employee benefits | | |
| Gratuity | 1,903,242 | 2,227,000 |
| Leave entitlement | 2,091,263 | 387,911 |
| Total long-term provisions | 3,994,505 | 2,614,911 |
| 7 Short-Term Borrowings | | |
| Secured Loans (refer note below) | | |
| Non Convertible Debentures | 200,000,000 | - |
| Term Loans | | |
| From a bank | 199,808,877 | - |
| From others | 824,863,073 | 545,000,000 |
| Bank overdraft | 163,442,459 | 153,893,434 |
| Unsecured Loans | | |
| From body corporates and others* | - | 412,783,720 |
| Loans and advances from related parties* | 652,936,933 | 79,154,443 |
| *(Repayable on demand, Rate of Interest 10-12% (Previous year 10-12%)) | | |
| Total short-term borrowings | 2,041,051,342 | 1,190,831,597 |

Terms and Conditions for Short-Term Borrowings

Non Convertible Debentures

- 2,000 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "A" of Rs. 1,00,000 each
- Repayment Terms: Redeemable at par on 13th January, 2017
- For security : Refer note no. 4 above.

Term Loan From a Bank

- The term loan is secured by:
 - First mortgage charge over the property (i.e land situated at Andheri, in the name of Poonam CHS, to be developed by the Company for Project - Signia Pride) and the rights to develop the said property. Charge on all present and future current assets relating to the said project.
 - Assignment of receivables from the project - Signia Pride and assignment of rights to develop the aforesaid property
- The rate of interest on above loan facility is sum of SBI Base rate and 1.25% spread per annum. During the year, Base rate was 9.30% p.a. (Previous year N.A.)
- Repayment schedule (refer table below)

Term Loan From Others - LIC Housing Finance Limited

- First mortgage charge over the property (i.e project land and structure thereon of project "Signia High" situated at Borivali and assignment of receivables from the project - Signia High
- The interest rate on above term loan is base rate less 1.50% spread per annum. During the year, base rate 14.70% p.a. (Previous year 15.50% p.a.)
- Repayment schedule (refer table below)

| Repayment Schedule of above mentioned term loans | | |
|--|-------------|-------------|
| a) less than 1 years | 165,000,000 | - |
| b) 1 - 3 years | 859,671,950 | 545,000,000 |

Bank Overdraft

The Company has a overdraft facility with a limit of Rs. 203,300,000 (previous year Rs. 220,000,000) from Kotak Mahindra Bank Limited. The same is secured by way of mortgage of a portion of 4th floor in wing A and wing B of the building "Sunteck Centre". The rate of interest on the said overdraft facility is base rate plus 2.50% spread per annum. During the year, base rate was in the range of 9.50% - 10.00% p.a. (Previous year 10.00% p.a.)

| Particulars | (Amount in Rs.) | |
|--|--------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| 8 Trade Payables | | |
| Total outstanding dues of Micro Enterprises and Small Enterprises (refer note no.36) | - | - |
| Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | 104,928,481 | 74,062,639 |
| Total trade payables | 104,928,481 | 74,062,639 |
| 9 Other Current Liabilities | | |
| Interest accrued but not due on borrowings | 56,977,403 | 10,410,628 |
| Current account with LLPs | 15,317 | 6,823 |
| Others | | |
| Statutory dues | 16,965,240 | 12,096,183 |
| Duties and taxes payable | 7,325,888 | 8,523,447 |
| Advance received from customers | 74,585,197 | 208,297,079 |
| Security deposits received for premises given on lease* | 3,350,000 | 18,100,000 |
| Payable in respect of capital expenditure / investment | - | 471,580,706 |
| Unpaid dividend | 1,817,065 | 1,850,588 |
| Advance received towards society maintenance | 2,491,428 | 823,981 |
| Amount payable towards flat cancellation | 20,099,273 | - |
| Fit out deposit | 1,500,000 | 500,000 |
| Billed in advance | 505,740,352 | 18,122,226 |
| Other payables | - | 22,500 |
| Total other current liabilities | 690,867,163 | 750,334,161 |
| *Deposits received are interest free and are repayable after completion of lease term | | |
| 10 Short-Term Provisions | | |
| Provision for employee benefits | | |
| Gratuity | 49,605 | 35,000 |
| Leave entitlement | 59,033 | 12,087 |
| Others | | |
| Proposed equity dividend | 125,932,414 | 16,695,142 |
| Dividend distribution tax on proposed dividend | 25,636,876 | 3,399,020 |
| Provision for project expenses | 3,736,492 | 8,411,552 |
| Total short-term provisions | 155,414,420 | 28,552,801 |

NOTES TO FINANCIAL STATEMENT

Note 11

Fixed Assets

Current year

(Amount in Rs.)

| Sr. No | Fixed Assets | Gross Block (at cost) | | | Depreciation / Amortisation | | | Net Block | | | |
|----------|---------------------------|-----------------------|----------------|----------------|-----------------------------|------------------------|------------------|---------------|-----------------------------------|------------------------|------------------------|
| | | As at 1st April, 2015 | Additions | Deduction | As at 31st March, 2016 | Up to 31st March, 2015 | For the year* | Deduction | Adjusted against Retained earning | Up to 31st March, 2016 | As at 31st March, 2016 |
| a | Tangible Assets | | | | | | | | | | |
| | Building (Freehold) | 52,974,883 | - | - | 52,974,883 | 4,290,965 | 839,338 | - | - | 5,130,303 | 47,844,580 |
| | Plant & Machinery | 241,680 | 64,463 | 117,680 | 188,463 | 32,859 | 14,383 | 19,987 | - | 27,255 | 161,208 |
| | Furniture and fixtures | 33,865,877 | 274,719 | - | 34,140,596 | 10,466,887 | 3,818,875 | - | - | 14,285,762 | 19,854,834 |
| | Office equipment | 1,448,745 | 225,863 | - | 1,674,608 | 885,328 | 331,078 | - | - | 1,216,406 | 458,202 |
| | Air Conditioners | 7,302,087 | 169,065 | - | 7,471,152 | 2,030,328 | 896,150 | - | - | 2,926,478 | 4,544,674 |
| | Computers and Peripherals | 2,546,134 | 160,000 | - | 2,706,134 | 1,936,569 | 372,734 | - | - | 2,309,303 | 396,831 |
| | Total | 98,379,406 | 894,110 | 117,680 | 99,155,836 | 19,642,936 | 6,272,558 | 19,987 | - | 25,895,507 | 73,260,329 |
| b | Intangible Assets | | | | | | | | | | |
| | Computer Software | 2,278,913 | - | - | 2,278,913 | 1,142,749 | 406,548 | - | - | 1,549,297 | 729,616 |
| | Total | 2,278,913 | - | - | 2,278,913 | 1,142,749 | 406,548 | - | - | 1,549,297 | 729,616 |
| | Total | 100,658,319 | 894,110 | 117,680 | 101,434,749 | 20,785,685 | 6,679,106 | 19,987 | - | 27,444,804 | 73,989,945 |

* Includes Depreciation of Rs. 2,74,378 transferred to Construction work in progress,

Amount in Rs.)

| Previous year | S r. No | Fixed Assets | Gross Block (at cost) | | | | Depreciation / Amortisation | | | | Net Block | | |
|---------------|---------|---------------------------|-----------------------|----------------|-----------|------------------------|-----------------------------|------------------|-----------|-----------------------------------|------------------------|------------------------|--|
| | | | As at 1st April, 2014 | Additions | Deduction | As at 31st March, 2015 | Up to 31st March, 2014 | For the year* | Deduction | Adjusted against Retained earning | Up to 31st March, 2015 | As at 31st March, 2015 | |
| a | | Tangible Assets | | | | | | | | | | | |
| | | Building (Freehold) | 52,974,883 | - | - | 52,974,883 | 3,453,962 | 837,003 | - | - | 4,290,965 | 48,683,918 | |
| | | Plant & Machinery | 215,692 | 25,988 | - | 241,680 | 17,661 | 15,198 | - | - | 32,859 | 208,821 | |
| | | Furniture and fixtures | 33,516,564 | 349,313 | - | 33,865,877 | 6,732,296 | 3,734,591 | - | - | 10,466,887 | 23,398,990 | |
| | | Office equipment | 1,401,035 | 47,710 | - | 1,448,745 | 240,023 | 584,953 | - | 60,352 | 885,328 | 563,417 | |
| | | Air Conditioners | 7,302,087 | - | - | 7,302,087 | 1,145,862 | 884,466 | - | - | 2,030,328 | 5,271,759 | |
| | | Computers and Peripherals | 2,325,334 | 220,800 | - | 2,546,134 | 1,130,950 | 410,109 | - | 395,510 | 1,936,569 | 609,565 | |
| | | Total | 97,735,595 | 643,811 | - | 98,379,406 | 12,720,754 | 6,466,320 | - | 455,862 | 19,642,936 | 78,736,470 | |
| b | | Intangible Assets | | | | | | | | | | | |
| | | Computer Software | 2,278,913 | - | - | 2,278,913 | 686,966 | 455,783 | - | - | 1,142,749 | 1,136,164 | |
| | | Total | 2,278,913 | - | - | 2,278,913 | 686,966 | 455,783 | - | - | 1,142,749 | 1,136,164 | |
| | | Total | 100,014,508 | 643,811 | - | 100,658,319 | 13,407,720 | 6,922,103 | - | 455,862 | 20,785,685 | 79,872,634 | |

* Includes Depreciation of Rs, 170,280 transferred to Construction work in progress

| Particulars | (Amount in Rs.) | |
|--|--------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| 12 Non-Current Investments | | |
| Long-term, trade investments (valued at cost unless stated otherwise) | | |
| Investment in Property | 142,837,878 | 142,837,878 |
| Investment in Equity Instruments (Unquoted), fully paid up | | |
| In Subsidiaries | | |
| Starlight Systems Private Limited 400,000 (Previous Year 400,000) equity shares of Rs.10 each | 399,366,106 | 399,366,106 |
| Satguru Infocorp Services Private Limited 375,000 (Previous Year 375,000) equity shares of Rs.10 each | 104,384,070 | 104,384,070 |
| Amenity Software Private Limited 50,000 (Previous Year 50,000) equity shares of Rs.10 each | 14,085,125 | 14,085,125 |
| Magenta Computer Software Private Limited 50,000 (Previous Year 50,000) equity shares of Rs.10 each | 13,132,750 | 13,132,750 |
| Skystar Buildcon Private Limited Nil (Previous Year 9,990) equity shares of Rs.10 each | - | 99,900 |
| Sunteck Property Holding Private Limited 10,000 (Previous Year 10,000) equity shares of Rs.10 each | 100,000 | 100,000 |
| Sahrish Construction Private Limited 10,000 (Previous Year 10,000) equity shares of Rs.10 each | 100,000 | 100,000 |
| Sunteck Infraprojects Private Limited 10,000 (Previous Year Nil) equity shares of Rs.10 each | 100,000 | - |
| Sunteck Lifestyle International Private Limited, Mauritius 172,601 (Previous Year 172,601) equity shares of USD 1 each | 10,797,705 | 10,797,705 |
| Sunteck Lifestyles Limited , U. A. E. 1,000 (Previous Year 1,000) equity shares of AED 1 each | 17,016 | 17,016 |
| Sunteck Real Estates Private Limited 10,000 (Previous Year Nil) equity shares of Rs.10 each | 100,000 | - |
| Sunteck Realty Holdings Private Limited 10,000 (Previous Year 10,000) equity shares of Rs.10 each | 100,000 | 100,000 |
| Sunteck Fashions & Lifestyles Private Limited 10,000 (Previous Year 10,000) equity shares of Rs.10 each | 100,000 | 100,000 |
| Advaith Infraprojects Private Limited 810,100 (Previous Year 810,100) equity shares of Rs.10 each | 8,101,000 | 8,101,000 |
| Starteck Lifestyles Private Limited 10,000 (Previous Year 10,000) equity shares of Rs.10 each | 100,000 | 100,000 |
| In joint ventures | | |
| Piramal Sunteck Realty Private Limited 500,001 (Previous Year 500,001) equity shares of Rs.10 each | 284,532,010 | 284,532,010 |
| Investment in Debentures (Unquoted), fully paid up | | |
| In subsidiaries | | |
| Advaith Infraprojects Private Limited 11,643,540 (Previous Year 7,191,540) @ 0.01% (Previous Year 5.5%) non-convertible debentures of Rs 100 each | 1,164,354,000 | 719,154,000 |
| Satguru Corporate Services Private Limited 89,910 (Previous Year Nil) @ 0.01% optionally convertible debentures series "A" of Rs 10 each | 1,084,760 | - |
| Skystar Buildcon Private Limited | - | 97,000,000 |

| Particulars | (Amount in Rs.) | |
|--|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| Nil (Previous Year 97,000) 0.01% non-convertible debentures of Rs 1,000 each | | |
| Satguru Corporate Services Private Limited | 10,000 | - |
| 1 (Previous Year Nil) @ 0.01% non-convertible debentures series "F" of Rs 10,000 each | | |
| In joint ventures | | |
| Piramal Sunteck Realty Private Limited | 942,577,500 | 942,577,500 |
| 94,257,750 (Previous Year 94,257,750) @ 1% optionally convertible debentures of Rs.10 each | | |
| Investment in Debenture (Quoted), fully paid up, In subsidiaries | | |
| Satguru Corporate Services Private Limited | 1,029,276,838 | 1,021,461,949 |
| 60,430 (Previous Year 60,030) @ 0.01% (Previous Year 6.5%) non-convertible debentures series "A" of Rs 10,000 each | | |
| Satguru Corporate Services Private Limited | 1,368,801,852 | - |
| 70,310 (Previous Year Nil) @ 0.01% non-convertible debentures series "C" of Rs 10,000 each | | |
| Investment in Limited Liability Partnership Firms | | |
| In Subsidiaries | | |
| Starlight Systems (I) LLP | 78,000 | 78,000 |
| Mithra Buildcon LLP | 99,000 | 99,000 |
| In Joint Venture | | |
| Uniworth Realty LLP | 50,000 | 50,000 |
| Assable Buildcon LLP | 50,000 | 50,000 |
| Nariman Infrastructure LLP | 111,669 | 111,669 |
| Pathway Buildcon LLP | 50,000 | 50,000 |
| In Associates | | |
| Topzone Mercantile Company LLP | 20 | 75,401,100 |
| In Others | | |
| V3 Designs LLP | 15 | 15 |
| Investment in Partnership Firms | | |
| Kanaka & Associates (refer note given below and note no. 47) | 50,000,000 | 50,000,000 |
| Long-term investments other than trade (valued at cost unless stated otherwise) | | |
| Investment in Equity Instruments (Quoted), fully paid up | | |
| Punjab Communication Limited | 12,600 | 12,600 |
| 1,000 (Previous Year 1,000) equity shares of Rs.10 each | | |
| Investment in Equity Instruments (Unquoted), fully paid up | | |
| Samhrutha Habitat Infrastructure Private Limited | 2,203,780 | 2,203,780 |
| 220,378 (Previous Year 220,378) equity shares of Rs.10 each | | |
| Saraswat Co-op. Bank Limited | 700 | 700 |
| 70 (Previous Year 70) equity shares of Rs.10 each | | |
| SW Capital Private Limited | 1,500,000 | 1,500,000 |
| 150,000 (Previous Year 150,000) equity shares of Rs.10 each | | |
| Total non-current investments | 5,538,214,394 | 3,887,603,873 |
| Notes | | |
| Aggregate market value of quoted investments | 2,553,903,804 | 1,034,607,920 |
| Aggregate amount of quoted investments | 2,398,091,290 | 1,021,474,549 |
| Aggregate amount of unquoted investments | 3,140,123,103 | 2,866,129,323 |

Details of investment in partnership firm

| Name of partners | Total Capital | | Total Capital | |
|----------------------------------|---------------|--------------------|---------------|--------------------|
| | % share | Rs. | % share | Rs. |
| Sunteck Realty Limited | 50 | 50,000,000 | 50 | 50,000,000 |
| Kanaka & Associates (Proprietor) | 50 | 50,000,000 | 50 | 50,000,000 |
| Total capital of firm | | 100,000,000 | | 100,000,000 |

(Amount in Rs.)

| Particulars | 31.03.16 | 31.03.15 |
|--|----------------------|----------------------|
| 13 Long-Term Loans and Advances | | |
| Unsecured, considered good | | |
| Security deposits | 201,053 | 569,103 |
| Non - convertible debentures application money paid to subsidiary | - | 440,500,000 |
| Prepaid expenses | 1,732,822 | 2,233,779 |
| Advance income tax (net of provision of Rs.186,523,626; Previous Year Rs. 198,072,423) | 19,989,060 | 8,848,030 |
| Total long-term loans and advances | 21,922,935 | 452,150,912 |
| 14 Other Non - Current Assets | | |
| Unamortised other borrowing cost | 11,949,662 | - |
| Interest accrued on investment | 122,118,564 | 126,993,811 |
| Total other non current assets | 134,068,226 | 126,993,811 |
| 15 Current Investments | | |
| Unquoted | | |
| Current account balance in LLP's | | |
| Subsidiaries | | |
| Starlight Systems (I) LLP | 1,252,026,074 | 685,400,464 |
| Starlight Systems (I) LLP - undistributed accumulated profits (refer note no. 45) | - | 14,217,692 |
| Joint Venture | | |
| Nariman Infrastructure LLP | 442,335,000 | 441,835,000 |
| Uniworth Realty LLP | 49,107,500 | 48,135,000 |
| Assable Buildcon LLP | 7,246 | 11,047 |
| Pathway Buildcon LLP | 6,377 | 10,178 |
| Associate | | |
| Topzone Mercantile Company LLP | 29,296,178 | 27,590,500 |
| Current account balance in Partnership firm | | |
| Kanaka & Associates (refer note no. 47) | 20,754,250 | 20,754,250 |
| Total current investments | 1,793,532,625 | 1,237,954,131 |
| Aggregate amount of unquoted current investments | 1,793,532,625 | 1,237,954,131 |
| 16 Inventories (valued at lower of cost and net realisable value) | | |
| (As certified by management) | | |
| Construction work-in-progress (refer note no. 35) | 1,959,724,869 | 1,599,321,801 |
| Completed units | 89,681,877 | 162,849,627 |
| Total Inventories | 2,049,406,746 | 1,762,171,428 |

| Particulars | (Amount in Rs.) | |
|--|--------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| 17 Trade Receivables | | |
| Outstanding for a period exceeding six months from the due date | | |
| Secured, considered good | 125,288 | 174,128 |
| Unsecured, considered good (refer note no. 48) | 201,392,115 | 125,909,126 |
| Others | | |
| Secured, considered good | 6,009,284 | 3,918 |
| Unsecured, considered good | 88,457,553 | 36,457,562 |
| Total trade receivables | 295,984,240 | 162,544,734 |
| 18 Cash and Bank Balances | | |
| i) Cash and cash equivalents | | |
| Balances with bank | 16,690,040 | 15,352,595 |
| Cash on hand | 625,773 | 611,537 |
| Deposit account with maturity less than 3 months | 2,831,822 | - |
| | 20,147,635 | 15,964,132 |
| ii) Other Bank Balances | | |
| Fixed Deposit with Bank | | |
| Deposit accounts with more than 12 months maturity* | 1,719,929 | 109,982 |
| Earmarked Bank Balances | | |
| Unpaid dividend account | 1,817,102 | 1,850,625 |
| | 3,537,031 | 1,960,607 |
| Total Cash and bank balances | 23,684,666 | 17,924,739 |
| *Bank Deposits given as security | | |
| Fixed deposit with bank amounting to Rs. 119,929; (Previous Year Rs. 109,982) pledged with bank against bank guarantee | | |
| 19 Short-Term Loans and Advances | | |
| Unsecured, considered good | | |
| Loans and advances to related parties | 340,382,349 | 3,211,868 |
| Other advances/receivables | | |
| to a related party | 15,004,741 | - |
| to others | 4,101,923 | 18,158,618 |
| Advances to vendors | 15,094,513 | 11,186,206 |
| Advances towards transferable development rights | 9,687,600 | 9,687,600 |
| Advances to employees | 1,224,000 | 1,400,000 |
| Security deposits | 12,064,350 | 12,740,400 |
| Others | | |
| Prepaid expenses | 18,309,613 | 11,780,272 |
| Indirect tax input credit receivable | 826,023 | 5,337,010 |
| Total short-term loans and advances | 416,695,112 | 73,501,974 |
| 20 Other Current Assets | | |
| Interest accrued on fixed deposit | 20,612 | 9,427 |
| Unamortised other borrowing cost | 9,589,074 | - |

| Particulars | (Amount in Rs.) | |
|---|----------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| Unbilled revenue | - | 38,900,000 |
| Other receivables | 81,281,145 | 30,952,350 |
| Total other current assets | 90,890,831 | 69,861,777 |
| 21 Revenue From Operations | | |
| Sales of commercial units | 185,150,000 | 80,968,250 |
| Sale of services | | |
| Rent on immovable property | 27,846,626 | 31,183,196 |
| Project management fees | 82,160,720 | 119,872,072 |
| Maintenance services | 7,872,122 | 3,500,585 |
| Total revenue from operations | 303,029,468 | 235,524,103 |
| 22 Other Operating Income | | |
| Share of Profit From LLPs/ Partnership Firm | 1,331,472,970 | 694,642,838 |
| Total other operating income | 1,331,472,970 | 694,642,838 |
| 23 Other Income | | |
| Interest income on | | |
| Fixed deposit with bank | 12,044 | 667,322 |
| Loans and Advances | 7,626,750 | 7,990,746 |
| Long-term investments | 9,740,506 | 56,713,145 |
| Others | 315,830 | 5,744 |
| Dividend income on | | |
| Long-term investment in subsidiaries | 16,696,250 | 15,187,500 |
| Current investment in mutual fund | 220,211 | 1,027,961 |
| Sundry balances written back (Net) | - | 1,378,873 |
| Other Income (Net of directly attributable expenses of Rs. 86,607,331; previous year 84,461,050) | 6,234,866 | 6,282,068 |
| Total other income | 40,846,457 | 89,253,359 |
| 24 Cost of Revenue | | |
| Cost of construction (Including land cost, material and other expenses) | 73,167,750 | 39,204,049 |
| Total cost of revenue | 73,167,750 | 39,204,049 |
| 25 Employee Benefits Expense | | |
| Salaries and wages | 58,324,304 | 48,136,061 |
| Contribution to provident and other funds | 1,997,724 | 1,767,118 |
| Staff welfare expenses | 55,240 | 112,272 |
| Total employee benefit expense | 60,377,268 | 50,015,451 |
| 26 Finance Costs | | |
| Interest expenses (Including interest paid on duties and taxes Rs.3,44,720; Previous Year 2,51,263) | 55,147,466 | 82,342,931 |
| Other borrowing cost | 1,877,908 | 1,030,000 |
| Total finance costs | 57,025,374 | 83,372,931 |

| Particulars | (Amount in Rs.) | |
|---|-------------------|-------------------|
| | 31.03.16 | 31.03.15 |
| 27 Other Expenses | | |
| Advertisement expenses | 1,759,821 | 4,323,953 |
| Payment to auditors (refer note no. 38) | 1,164,110 | 1,213,791 |
| Business promotion expenses | 5,689,640 | 3,244,620 |
| Commission and brokerage expenses | 1,702,000 | 4,054,265 |
| Directors' sitting fees | 110,000 | 95,000 |
| Electricity expenses | 4,996,771 | 5,363,965 |
| Exchange rate difference (Net) | 2,335,484 | 3,691,422 |
| Legal and professional fees | 15,066,515 | 10,524,363 |
| Membership fees and entrance fees | 1,849,194 | 1,621,627 |
| Rates and taxes | 7,148,206 | 11,615,706 |
| Repairs and maintenance to | | |
| Building | 1,160,709 | 3,313,565 |
| Others | 467,739 | 180,414 |
| Loss on sale of investments (Net) | - | 11,940,624 |
| Fixed assets / Non-Current Investment written off | 169,156 | - |
| Telephone and communication expenses | 1,266,173 | 825,412 |
| Travelling and conveyance expenses | 1,287,744 | 708,625 |
| Insurance | 1,175,887 | 715,894 |
| Donations | 150,000 | - |
| Expenditure towards CSR activity | 1,508,363 | 100,000 |
| Miscellaneous expenses | 6,733,920 | 7,963,406 |
| Total other expenses | 55,741,432 | 71,496,652 |
| 28 Contingent liabilities and commitments | | |
| a) Contingent Liabilities (to the extent not provided for) | | |
| Disputed Income Tax matters | 20,468,334 | 6,026,517 |
| Guarantee given on behalf of a step down subsidiary by way of Standby letter of Credit (to the extent of outstanding loan) | 1,581,167,982 | 1,552,578,847 |
| b) Commitments | | |
| (a) Estimated amount of contracts remaining to be executed on capital account and not provided for | - | - |
| (b) Other commitments | - | - |
| c) The Company's pending litigations comprise of claims against the Company and proceedings pending with tax. The Company has reviewed all its pending litigations and proceedings and disclosed the contingent liabilities, wherever applicable in its financial statements. The Company does not reasonably expect the outcome of these proceedings to have a material impact on its financial statements. | | |
| 29 Lease (Company as a lessor) | | |
| a. Initial direct cost such as legal cost, brokerage cost etc. are charged immediately to statement of profit and loss. | | |
| b. Premises given on operating lease (non-cancellable): | | |
| The total future minimum lease rentals receivable at the balance sheet date is as under: | | |

| Particulars | (Amount in Rs.) | |
|--|------------------|------------------|
| | 31.03.16 | 31.03.15 |
| For a period not later than one year | 11,984,512 | 16,421,646 |
| For a period later than one year and not later than five years | 7,900,065 | 19,884,577 |
| For a period later than five years | - | - |
| c. Lease income recognised (including income in respect of certain cancellable leases) in statement of profit and loss for the year ended 31st March, 2016 is Rs. 27,846,626 (Previous Year Rs. 31,183,196) | | |
| d. Gross carrying amount (being cost) of Investment in Property given on lease is Rs. 142,837,878 (Previous year Rs. 142,837,878). | | |
| 30 Deferred Tax Liability / (Assets) | | |
| Deferred tax liabilities | | |
| Related to fixed assets (depreciation / amortisation) | 9,966,002 | 10,079,182 |
| Gross deferred tax liability | 9,966,002 | 10,079,182 |
| Deferred tax assets | | |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purpose on payment basis. | 2,842,578 | 3,766,293 |
| Gross deferred tax assets | 2,842,578 | 3,766,293 |
| Net Deferred Tax Liabilities / (Assets) (Net) | 7,123,424 | 6,312,889 |
| 31 Employee Benefits Disclosures | | |
| Defined Benefit Plans - Gratuity | | |
| As per Accounting Standard - 15 "Employees Benefits", the disclosure as defined in the Accounting Standard are given below: | | |
| 1 Components of employer expense | | |
| (a) Current service cost | 241,680 | 254,441 |
| (b) Interest cost | 180,960 | 125,280 |
| (c) Expected return on plan assets | - | - |
| (d) Curtailment cost/ (credit) - (excess fund of last year) | - | - |
| (e) Settlement cost/(credit) | - | - |
| (f) Past service cost | - | - |
| (g) Actuarial (gain)/loss | (731,793) | 316,279 |
| (h) Total expense/(gain) recognised in the statement of profit and loss | (309,153) | 696,000 |
| 2 Net (asset)/liability recognised in balance sheet | | |
| (a) Present value of obligation | | |
| at the end of the year | 1,952,847 | 2,262,000 |
| (b) Fair value of plan assets | | |
| as at end of the year | - | - |
| (c) (Asset)/Liability recognised | | |
| in the balance sheet | 1,952,847 | 2,262,000 |
| 3 Change in defined benefit obligation (DBO) during the year | | |
| (a) Present value of obligation as at beginning of the year | 2,262,000 | 1,566,000 |
| (b) Current service cost | 241,680 | 254,441 |
| (c) Interest cost | 180,960 | 125,280 |
| (d) Liability transferred in | - | - |

| Particulars | (Amount in Rs.) | |
|---|-----------------|-----------|
| | 31.03.16 | 31.03.15 |
| (e) Actuarial (gain)/loss | - | - |
| (f) Past service cost | - | - |
| (g) Actuarial (gains)/losses on obligations | (731,793) | 316,279 |
| (f) Present value of obligation as at end of the year | 1,952,847 | 2,262,000 |
| 4 Changes in the fair value of plan assets | | |
| (a) Present value of plan assets as at beginning of the year | - | - |
| (b) Contribution by employer | - | - |
| (c) Expected return on plan assets | - | - |
| (d) Actuarial gain/(loss) | - | - |
| (e) Transfer from other Company | - | - |
| (f) Benefits paid | - | - |
| (g) Fair value of plan assets as at end of the year | - | - |
| 5 Actuarial assumptions | | |
| (a) Discount rate (per annum) | 8.08% | 8.00% |
| (b) Expected rate on return on assets | NA | NA |
| (c) Salary escalation rate* | 6.50% | 6.50% |
| *takes into account the inflation, seniority, promotions and other relevant factors | | |

32 Related Party Disclosures

As per Accounting Standard 18, the disclosures of related parties and transactions with them are given below:

1 Name of the Related Parties :

(i) Related parties where control exists, irrespective of whether transaction has been entered into or not:

a Subsidiary Companies :

Amenity Software Private Limited
Magenta Computer Software Private Limited
Satguru Infocorp Services Private Limited
Starlight Systems Private Limited
Sunteck Property Holdings Private Limited
Sunteck Realty Holdings Private Limited
Skystar Buildcon Private Limited
Sahrish Construction Private Limited
Sunteck Fashion & Lifestyle Private Limited
Advaith Infraprojects Private Limited
Starteck Lifestyle Private Limited
Satguru Corporate Services Private Limited
Sunteck Real Estates Private Limited (From 13th December, 2015)
Sunteck Infraprojects Private Limited (From 17th December, 2015)
Denise Realties Private Limited (From 17th October, 2015)
Eleanor Lifespaces Private Limited (From 17th October, 2015)
Sunteck Lifestyle International Private Limited (Foreign Subsidiary)
Sunteck Lifestyles Limited (Foreign & Step down Subsidiary)
Sunteck Lifestyles Management JLT (Foreign & Step down Subsidiary)

b LLPs :

Starlight Systems (I) LLP
Mithra Buildcon LLP

(ii) Other related parties with whom transactions has been entered during the year

a Joint Ventures :

GGICO Sunteck Limited
Piramal Sunteck Realty Private Limited
Uniworth Realty LLP
Nariman Infrastructure LLP
Pathway Buildcon LLP
Assable Buildcon LLP
Kanaka & Associates (Partnership Firm)

b Associates:

Topzone Mercantile Company LLP

c Key Management Personnel

Mr. Kamal Khetan - Chairman & Managing Director
Mr. Jignesh Sanghavi - Executive Director (Retired on 29th September, 2015)
Mr. Atul Poopal - Executive Director (From 29th September, 2015)
Mrs. Rachana Hingarajia - Company Secretary
Mr. Sumesh Mishra - Chief Operating Officer (From 29th May, 2015)

d Entities over which Key Management Personnel with his relative having significant influence:

Nivedita Mercantile And Financing Limited
S W Capital Private Limited
S W Commodities Private Limited

Note : Related party relationship is as identified by the management and relied upon by the Auditors.

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|--|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. |
| 2 Related Party Transactions | | | | | | |
| (i) TRANSACTIONS DURING THE YEAR | | | | | | |
| a Rent Income | | | | | | |
| S W Capital Private Limited | - | - | - | - | 4,059,000 | 3,762,000 |
| S W Commodities Private Limited | - | - | - | - | 1,353,000 | 1,254,000 |
| | | | | | | |
| b Management fees (Income from operations) | | | | | | |
| Satguru Infocorp Services Private Limited | - | 1,319,223 | - | - | - | - |
| Starlight Systems Private Limited | 8,686,633 | 9,313,137 | - | - | - | - |
| Skystar Buildcon Private Limited | - | 24,000,000 | - | - | - | - |
| Starlight Systems (I) LLP | 73,474,087 | 85,239,712 | - | - | - | - |
| | | | | | | |
| c Shares of profit from LLP/Partnership firm/Associates | | | | | | |
| Starlight Systems (I) LLP | 1,331,404,844 | 673,903,013 | - | - | - | - |
| Kanaka & Associates (refer note no. 47) | - | - | - | 20,754,250 | - | - |
| Topzone Mercantile Company LLP | - | - | 84,222 | - | - | - |
| Assable Buildcon LLP | - | - | (3,801) | (3,801) | - | - |
| Pathway Buildcon LLP | - | - | (3,801) | (3,801) | - | - |
| Mithra Buildcon LLP | - | - | (8,494) | (6,823) | - | - |
| | | | | | | |
| d Interest income | | | | | | |
| On loans and advances | | | | | | |
| Advaita Infraprojects Private Limited | 3,429,830 | 464,638 | - | - | - | - |
| Sunteck Lifestyle International Private Limited | - | 3,808,130 | - | - | - | - |
| Sunteck Lifestyle Limited | 4,145,071 | - | - | - | - | - |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|--|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| | | | | | | |
| SW Capital Private Limited | - | - | - | - | - | 503,013 |
| Nivedita Mercantile And Financing Limited | - | - | - | - | - | 3,214,965 |
| On long-term investments | | | | | | |
| Piramal Sunteck Realty Private Limited | - | - | 9,519,021 | 10,360,700 | - | - |
| Skystar Buildcon Private Limited | 5,956 | 65,170 | - | - | - | - |
| Satguru Coporate Services Private Limited | 93,912 | 3,248,093 | - | - | - | - |
| Advaiith Infraprojects Private Limited | 121,617 | 43,039,182 | - | - | - | - |
| e Dividend income | | | | | | |
| Amenity Software Private Limited | 5,700,000 | 5,500,000 | - | - | - | - |
| Magenta Computer Software Private Limited | 5,690,000 | 5,000,000 | - | - | - | - |
| Satguru Infocorp Services Private Limited | 5,306,250 | 4,687,500 | - | - | - | - |
| f Other income | | | | | | |
| Sunteck Lifestyle Limited (recovery of guarantee commission) | 91,991,849 | 90,684,560 | - | - | - | - |
| SW Capital Private Limited | - | - | - | - | 144,000 | 35,616 |
| g Salary to Key Management Personnel | | | | | | |
| Kamal Khetan | - | - | - | - | 28,785,651 | 16,051,429 |
| Jignesh Sanghavi | - | - | - | - | 2,847,522 | 6,000,000 |
| Atul Poopal | - | - | - | - | 3,750,000 | - |
| Rachana Hingarajia | - | - | - | - | 1,954,483 | 1,646,874 |
| Sumesh Mishra | - | - | - | - | 6,429,707 | - |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|--|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| h Interest expenses | | | | | | |
| Starlight Systems (I) LLP | - | 76,225,199 | - | - | - | - |
| Nivedita Mercantile And Financing Limited | - | - | - | - | 46,563,338 | 7,219,441 |
| i Brokerage paid on purchase of Investments | | | | | | |
| S W Capital Private Limited | | | | | 86,677 | 63,184 |
| j Reimbursement of expenses incurred by the Company | | | | | | |
| Kanaka & Associates (refer note no. 47) | - | - | 423,190 | 385,438 | - | - |
| Sahrish Construction Private Limited | 787,658 | - | - | - | - | - |
| Sunteck Real Estates Private Limited | 6,319 | - | - | - | - | - |
| Sunteck Infraprojects Private Limited | 6,319 | - | - | - | - | - |
| Amenity Software Private Limited | 375,774 | - | - | - | - | - |
| S W Capital Private Limited | - | - | - | - | 26,707 | 221,279 |
| k Reimbursement of expenses incurred on behalf of the Company | | | | | | |
| Piramal Sunteck Realty Private Limited | - | - | 807,916 | - | - | - |
| Starlight Systems (I) LLP | - | - | 40,799 | - | - | - |
| l Investment made / purchased during the year | | | | | | |
| Equity Shares | | | | | | |
| Advaita Infraprojects Private Limited | - | 80,010 | - | - | - | - |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| Sunteck Real Estates Private Limited | 100,000 | - | - | - | - | - |
| Sunteck Infraprojects Private Limited | 100,000 | - | - | - | - | - |
| Starteck Lifestyle Private Limited | - | 100,000 | - | - | - | - |
| Fixed Capital in LLP | | | | | | |
| Mithra Buildcon LLP | - | - | - | 99,000 | - | - |
| Non-Convertible Debentures | | | | | | |
| Advaiith Infraprojects Private Limited | 445,200,000 | 719,154,000 | - | - | - | - |
| Satguru Corporate Services Private Limited | 1,376,626,741 | 1,021,461,949 | - | - | - | - |
| Skystar Buildcon Private Limited | - | 97,000,000 | - | - | - | - |
| Optionally Convertible Debentures | | | | | | |
| Satguru Corporate Services Private Limited | 1,084,760 | - | - | - | - | - |
| m Divestments (buy-back by investee) during the year | | | | | | |
| Equity Shares | | | | | | |
| Sunteck Lifestyle International Private Limited | - | 332,838,313 | - | - | - | - |
| Non-Convertible Debentures | | | | | | |
| Skystar Buildcon Private Limited | 97,000,000 | - | - | - | - | - |
| n Sale of Investments in Skystar Buildcon Private Limited to | | | | | | |
| Advaiith Infraprojects Private Limited | 99,900 | - | - | - | - | - |
| o Conversion of CCPS in equity shares | | | | | | |
| Advadvaith Infraprojects Private Limited | - | 8,001,000 | - | - | - | - |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| | | | | | | |
| p Investment written off | | | | | | |
| Topzone Mercantile Company LLP | - | - | 71,459 | - | - | - |
| q Current Investment - LLP - current capital (Net) | | | | | | |
| Uniworth Realty LLP | - | - | 972,500 | 1,065,000 | - | - |
| Nariman Infrastructure LLP | - | - | 500,000 | 500,000 | - | - |
| Topzone Mercantile Company LLP | - | - | 1,692,915 | 668,750 | - | - |
| Starlight Systems (I) LLP | 552,407,918 | 94,899,924 | - | - | - | - |
| Kanaka & Associates (refer note no. 47) | - | - | - | 20,754,250 | - | - |
| r Loans and advances given | | | | | | |
| Advaith Infraprojects Private Limited | 1,275,000 | - | - | - | - | - |
| Amenity Software Private Limited | 7,500,000 | - | - | - | - | - |
| Magenta Computer Software Private Limited | 6,525,000 | - | - | - | - | - |
| Starteck Lifestyles Private Limited | 2,565,000 | 2,475,000 | - | - | - | - |
| Sunteck Lifestyle Limited | 312,496,858 | - | - | - | - | - |
| Sunteck Fashion & Lifestyle Private Limited | 850,050,000 | 50,000 | - | - | - | - |
| Sahrish Constructions Private Limited | 100,000,000 | - | - | - | - | - |
| Sunteck Property Holding Private Limited | 50,000 | - | - | - | - | - |
| Eleanor Lifespaces Private Limited | 10,900,000 | - | - | - | - | - |
| Sunteck Lifestyle International Private Limited | - | 346,463,816 | - | - | - | - |
| Nivedita Mercantile And Financing Limited | - | - | - | - | - | 710,236,006 |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| s Loans and advances taken | | | | | | |
| Advaith Infracore Private Limited | 150,000 | - | - | - | - | - |
| Nivedita Mercantile And Financing Limited | - | - | - | - | 2,548,885,000 | 1,379,785,959 |
| t Expenses paid on behalf of | | | | | | |
| Kanaka & Associates (refer note no. 47) | - | - | 15,004,741 | - | - | - |
| u Guarantee given | | | | | | |
| Sunteck Lifestyle Limited | 291,028,320 | 1,549,122,300 | - | - | - | - |
| (ii) Outstanding balances as at the year end | | | | | | |
| a Security deposit payable | | | | | | |
| SW Capital Private Limited | - | - | - | - | 18,000,000 | 18,000,000 |
| b Payable in respect of purchase of investment (including brokerage) | | | | | | |
| SW Capital Private Limited | - | - | - | - | - | 471,398,806 |
| c Loans and advances taken | | | | | | |
| Nivedita Mercantile And Financing Limited | - | - | - | - | 652,936,934 | 79,154,443 |
| d Interest accrued but not due on borrowings | | | | | | |
| Nivedita Mercantile And Financing Limited | - | - | - | - | 41,906,988 | 6,497,491 |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| e Reimbursement Payable | | | | | | |
| Piramal Sunteck Realty Private Limited | - | - | - | - | - | - |
| | - | - | 56,670 | - | - | - |
| f Non - convertible debentures application money | | | | | | |
| Advaith Infraprojects Private Limited | - | 440,500,000 | - | - | - | - |
| g Trade receivables | | | | | | |
| Starlight Systems (I) LLP | 44,050,072 | 11,526,296 | - | - | - | - |
| Sumesh Mishra | - | - | - | - | 6,200,563 | - |
| SW Capital Private Limited | - | - | - | - | 53,844 | 53,670 |
| h Reimbursement receivable | | | | | | |
| Kanaka & Associates (refer note no. 47) | - | - | 371,863 | - | - | - |
| i Loans and advances receivable | | | | | | |
| Amenity Software Private Limited | 6,470,491 | - | - | - | - | - |
| Magenta Computer Software Private Limited | 5,325,000 | - | - | - | - | - |
| Sunteck Lifestyle Limited | 312,496,858 | 536,838 | - | - | - | - |
| Sunteck Fashions & Lifestyles Private Limited | 100,000 | 50,000 | - | - | - | - |
| Sahrish Construction Private Limited | - | 150,000 | - | - | - | - |
| Stardeck Lifestyle Private Limited | 5,040,000 | 2,475,000 | - | - | - | - |
| Sunteck Property Holding Private Limited | 50,000 | - | - | - | - | - |
| Eleanor Lifespaces Private Limited | 10,900,000 | - | - | - | - | - |
| Sumesh Mishra | - | - | - | - | 1,200,000 | - |

Notes to Financial Statement

| Particulars | Subsidiaries and other parties where control exist | | Associates / Joint Venture | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| | | | | | | |
| j Interest receivable on investment (Debentures) | | | | | | |
| Advaith Infraprojects Private Limited | 100,884,824 | 114,363,524 | - | - | - | - |
| Piramal Sunteck Realty Private Limited | - | - | 17,891,746 | 9,324,630 | - | - |
| Skystar Buildcon Private Limited | - | 57,564 | - | - | - | - |
| Satguru Corporate Services Private Limited | 3,341,994 | 3,248,093 | - | - | - | - |
| k Other receivables | | | | | | |
| Sunteck Lifestyle Limited | 81,281,145 | 30,952,350 | - | - | - | - |
| Kanaka & Associates (refer note no. 47) | - | - | 15,004,741 | - | - | - |
| l Guarantee given | | | | | | |
| Sunteck Lifestyle Limited | 1,581,167,982 | 1,552,578,847 | - | - | - | - |
| Notes: | | | | | | |
| (i) No balances in respect of the related parties has been provided for/written off / written back, except what is stated above | | | | | | |
| (ii) The provisions of Section 186 of the Companies Act, 2013 with respect to loans made, guarantee given or security provided, are not applicable to the Company, since the Company is engaged in the business of providing infrastructure facilities. | | | | | | |

33 Disclosure of amounts at the year end and maximum amount of loans & advances outstanding during the year are as follows:

| Particulars | As at 31st March, 2016 | Maximum outstanding during the year | As at 31st March, 2015 | Maximum outstanding during the year |
|---|------------------------------|---|------------------------------|---|
| Name of the entity | | | | |
| Loans and advances receivable | | | | |
| Subsidiaries | | | | |
| Advaith Infraprojects Private Limited | - | 1,275,000 | - | - |
| Amenity Software Private Limited | 6,470,491 | 7,500,000 | - | - |
| Magenta Computer Software Private Limited | 5,325,000 | 6,350,000 | - | - |
| Sunteck Lifestyle Limited | 312,496,858 | 312,496,858 | 525,667 | 536,868 |
| Sunteck Fashions & Lifestyles Private Limited | 100,000 | 850,100,000 | 50,000 | 50,000 |
| Sahrish Construction Private Limited | - | 100,150,000 | 150,000 | 150,000 |
| Starteck Lifestyle Private Limited | 5,040,000 | 5,040,000 | 2,475,000 | 2,475,000 |
| Sunteck Property Holding Private Limited | 50,000 | 50,000 | - | - |
| Sunteck Lifestyle International Private Limited | - | - | - | 346,463,817 |
| Eleanor Lifespaces Private Limited | 10,900,000 | 10,900,000 | - | - |
| Key Management Personnel | | | | |
| Sumesh Mishra | 1,200,000 | 1,400,000 | 1,400,000 | 1,400,000 |
| (None of the above mentioned parties hold shares of the Company) | | | | |

34 Investments in Joint Ventures and the company's share in their Assets & Liabilities, Income & Expenditure, Profit & Loss and Contingent Liability.

The interest of the Company in Joint ventures is listed below :

Piramal Sunteck Realty Private Limited (PSRPL)
 Nariman Infrastructure LLP (NIL)
 Uniworth Realty LLP (URL)
 Kanaka & Associates (Partnership Firm) (refer note no. 47)
 Assable Buildcon LLP (ABL)
 Pathway Buildcon LLP (PBL)

| Particulars | | PSRPL | NIL | URL | ABL | PBL |
|----------------------------------|---------------------|---------------|-------------|------------|------------|------------|
| Current Year | | 50% | 50% | 50% | 50% | 50% |
| Previous Year | | 50% | 50% | 50% | 50% | 50% |
| LIABILITIES | | | | | | |
| Reserves and Surplus | Current Year | 464,469,736 | - | - | - | - |
| Previous Year | | 453,687,609 | - | - | - | - |
| Non - Current Liabilities | Current Year | 943,250,843 | - | 717 | - | - |
| Previous Year | | 942,930,500 | - | 1,959 | - | - |
| Current Liabilities | Current Year | 173,773,609 | 17,175 | 730,725 | 11,250 | 11,250 |
| Previous Year | | 208,989,200 | 16,854 | 640,746 | 7,500 | 7,500 |
| ASSETS | | | | | | |
| Fixed Assets | Current Year | 1,378,214 | - | 3,327 | - | - |
| Previous Year | | 1,829,743 | - | 8,860 | - | - |
| Non - Current Assets | Current Year | 55,692,656 | - | - | - | - |
| Previous Year | | 56,015,520 | - | - | - | - |
| Current Assets | Current Year | 2,089,401,535 | 442,462,603 | 49,663,114 | 68,496 | 67,627 |

| | | | | | | |
|-----------------------------|---------------------|---------------|-------------|------------|---------|---------|
| | Previous Year | 2,112,740,262 | 441,962,282 | 48,681,345 | 68,547 | 67,678 |
| INCOME | Current Year | 191,447,017 | - | - | - | - |
| | Previous Year | 267,494,200 | - | - | - | - |
| EXPENSES | Current Year | 175,347,615 | - | - | 3,801 | 3,801 |
| | Previous Year | 262,114,001 | - | - | 3,801 | 3,801 |
| PROFIT AFTER TAX | Current Year | 10,780,398 | - | - | (3,801) | (3,801) |
| | Previous Year | 3,776,004 | - | - | (3,801) | (3,801) |
| CONTINGENT LIABILITY | Current Year | 487,265 | - | 25,000,000 | - | - |
| | Previous Year | 487,265 | - | 25,000,000 | - | - |

Note:

Disclosure of financial data as per Accounting Standards-27 "Financial Reporting of Interest in the Joint Venture" has been based on the standalone audited financial statements of the above Joint Venture entities.

| Particulars | (Amount in Rs.) | |
|---|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| 35 Construction Work-in-Progress | | |
| Land cost | 785,774,880 | 771,454,163 |
| Legal and professional fees | 10,783,447 | 13,920,415 |
| Finance costs | 389,796,095 | 264,410,833 |
| Employee benefits expense | 3,367,257 | 297,381 |
| Other project related expenses* | 770,003,190 | 549,239,009 |
| Closing construction work-in-progress | 1,959,724,869 | 1,599,321,801 |
| Less: Opening construction work-in-progress | 1,599,321,801 | 1,159,412,187 |
| Increase /(decrease) in Construction Work-in-Progress | 360,403,068 | 439,909,614 |
| During the year, finance cost amounting to Rs. 125,385,262 (Previous Year Rs. 117,283,142) has been charged to construction work-in- progress in accordance with AS-16 "Borrowing Costs" | | |

| 36 Disclosure in accordance with Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006: | | |
|---|---|---|
| The details of amounts outstanding to micro, small and medium enterprises based on available information with the company are as under: | | |
| Principal amount due and remaining unpaid | - | - |
| Interest due on above and the unpaid interest | - | - |
| Interest paid | - | - |
| Payment made beyond the appointed day during the year | - | - |
| Interest due and payable for the period of delay | - | - |
| Interest accrued and remaining unpaid | - | - |
| Amount of further interest remaining due and payable in succeeding years | - | - |

| 37 Earnings per share (EPS) | | |
|--|---------------|-------------|
| Profit/(Loss) after tax (Rs.) | 1,400,559,638 | 747,091,507 |
| Weighted average number of equity shares of Rs. 2 in calculating basic EPS (No.) | 62,966,207 | 62,966,207 |
| Add: Effect of Dilutive Options | - | - |
| Diluted Weighted average number of equity shares of Rs. 2 in calculating Diluted EPS (No.) | 62,966,207 | 62,966,207 |
| Basic and Diluted EPS | 22.24 | 11.86 |

| 38 Payment to auditors (excluding service tax) | | |
|---|---------|---------|
| As auditor | | |
| Audit fee | 937,500 | 937,500 |

| Particulars | (Amount in Rs.) | |
|---|-------------------|-------------------|
| | 31.03.16 | 31.03.15 |
| In other capacity | | |
| Certification fee | 130,000 | 160,000 |
| Re-imbursement of expenses | 96,610 | 116,291 |
| Total auditors remuneration | 1,164,110 | 1,213,791 |
| 39 a. Expenditure in foreign currency (accrual basis) | | |
| Membership fees | 647,550 | 685,531 |
| Legal and professional fees | 6,788,688 | 1,291,604 |
| Brokerage | 900,425 | - |
| Total | 8,336,663 | 1,977,135 |
| b. Earning in foreign currency (accrual basis) | | |
| Other income | 91,991,849 | 90,684,560 |
| Interest income | 4,145,071 | - |
| Total | 96,136,920 | 90,684,560 |
| c. Value of Imports (including in-transit) calculated on C.I.F basis | | |
| C.I.F value of material purchased | - | 21,376,294 |
| Total | - | 21,376,294 |

40 Foreign Exchange Currency Exposure not covered by derivatives instrument

| Particulars | Currency Type | 2015-16 | | 2014-15 | |
|-------------------------------|---------------|------------------|-----------------------|------------------|-----------------------|
| | | Foreign Currency | Indian Currency (Rs.) | Foreign Currency | Indian Currency (Rs.) |
| Other receivable | USD | 1,228,874 | 81,281,145 | 495,000 | 30,952,350 |
| Loans and advances receivable | USD | 4,724,579 | 312,496,858 | - | - |
| Loans and advances receivable | AED | - | - | 31,540 | 536,868 |

- 41** Pursuant to enactment of the Companies Act, 2013 (the Act), the Company had, effective 1st April, 2014, reviewed and revised the useful life of certain tangible fixed assets, in accordance with Schedule II of the Act. The Company had given impact of Rs.455,862 on account of assets whose useful life has already been exhausted on 1st April, 2014 to Retained Earnings. Further, in case of assets acquired prior to 1st April, 2014, the carrying value of assets is depreciated over the remaining useful life determined by the Schedule II of the Act. Consequently, depreciation expense for the previous year was higher by Rs.2,878,224.
- 42** As the Company is primarily engaged in only one business segment Viz. "Real Estate/ Real Estate Development and related activities" and substantial activities are carried out in India, there are no separate reportable segments as per Accounting Standard - 17 "Segment Reporting".
- 43** The Company's normal operating cycle in respect of operations relating to under construction real estate projects may vary from project to project depending upon the size of the project, type of development, project complexities and related approvals. Operating cycle for all completed projects and other business is based on 12 months period. Assets and liabilities have been classified into current and non-current based on the operating cycle of respective businesses.
- 44 a.** In the opinion of the board, all the assets other than fixed assets and non-current investments have a value on realisation in the ordinary course of business at least equal to the amount at which these are stated.
- b.** The accounts of certain trade receivables, trade payables, loans and advances and banks are, however, subject to formal confirmations or reconciliations and consequent adjustments, if any. However there is no indication of dispute on these accounts, other than those mentioned in the financial statements. The management does not expect any material difference affecting the current year's financial statements on such reconciliation/adjustments.

- 45** Undistributed accumulated profits amounting to Rs. 14,217,692 in the previous year (included in current account balance in LLP) represents accumulated profit of the investee company, namely Starlight Systems (I) Private Limited which was converted into LLP on 22nd March, 2013. The said accumulated profit can be distributed by the LLP after 21st March, 2016 .
- 46** Pursuant to the approval to the Scheme of Amalgamation/Arrangement (the 'Scheme') by the Hon'ble Bombay High Court vide its Order dated 19th December, 2014, all assets and liabilities of erstwhile Sanchit Derivatives Private Limited, (referred to as the "Transferor company" hereinafter), were transferred to and vested in the Company (referred to as the "Transferee company" hereinafter) from 15th January, 2014, the appointed date. The Scheme became effective on 14th February, 2015 upon filing of court order with the Registrar of Companies, Maharashtra. Accordingly, the effect of the Scheme was given in financial statements of financial year 2014-15.
- The amalgamation had been accounted for under the Purchase method as specified by the Accounting Standard AS - 14 "Accounting for Amalgamations" prescribed under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. As on the appointed date, the Transferor company was holding 8,863,845 equity shares of face value of Rs. 2 each of the Transferee company as Investment, which has been cancelled pursuant to the scheme. 8,863,845 equity shares of face value of Rs. 2 each of the Transferee company has been issued to shareholders of Transferor company towards purchase consideration. The difference between excess of the net assets value of the Transferor Company transferred & recorded by the Transferee Company at their respective book values after cancellation of investments, over purchase consideration was recorded as Capital reserve.
- 47** The Company is a partner in a partnership firm, Kanaka & Associates, in which the Company has total exposure comprising of capital invested, and other receivables aggregating to Rs. 86,130,854. Pending settlement of dispute with the other 50% partner and non availability of financial statement for the current year, the Company has not accounted for its share of loss for the year. Necessary steps for resolving the dispute, including filing arbitration petition in the High Court, have been taken. The management does not expect any material financial impact on settlement of dispute.
- 48** The Company has overdue trade receivables of Rs. 120,350,000 (previous year Rs. 120,350,000) in respect of which necessary steps for its recovery has been taken including filing of legal case . The management is confident of recovering the said due and therefore no provision, in their opinion, is considered necessary at this stage.
- 49** Figures pertaining to Previous Year have been regrouped / reclassified wherever found necessary to conform to Current Year presentation.

Signature to Notes No 1 to 49

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Atul Poopal
Executive
Director
(DIN: 07295878)

Sumesh Mishra
Chief Operating
Officer

Kishore Vussonji
Director
(DIN: 00444408)

Ramakant Nayak
Director
(DIN: 00129854)

Rachana Hingrajia
Company Secretary

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Place: Mumbai
Date: May 30, 2016

Consolidated Financial Statements Auditors' Report

To the Members of Sunteck Realty Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Sunteck Realty Limited ("the Parent Company"), its subsidiaries, joint ventures and an associate, collectively referred to as "the Group", which comprise the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information ("the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the preparation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group 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. The Parent Company's Board of Directors and the respective Board of Directors / Management of the subsidiaries, joint-ventures and associate 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; the 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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 consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent Company's preparation of the consolidated 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 Parent Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in the paragraph "Other Matters" below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

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 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 consolidated state of affairs of the group as at 31st March, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Emphasis of Matter:

Without qualifying our opinion, we draw your attention to following matters:

- a) The Group has overdue trade receivable amounting to Rs. 120,350,000 from a customer against sale of a commercial unit. The management has taken necessary steps for recovery of this receivable, including filing of legal case and are hopeful of recovering the same in due course of time. In their opinion, therefore, no provision is considered necessary at this stage (refer note no. 43 of the financial statements).
- b) The Parent Company is a partner in a partnership firm, Kanaka & Associates, a joint venture, in which the Group has total exposure comprising of capital invested, loans given and other receivables aggregating to Rs. 86,130,854. Since, there is some dispute with the other partner, the financial statements of the firm are not available and therefore, the same has not been consolidated for the year, which as explained by the management, would be immaterial. The management is hopeful of recovering/ realising the aforesaid exposure in due course of time, as concerted efforts are being made to resolve the dispute, including filing of an arbitration petition in the High Court. In their opinion, therefore, no provision is considered necessary at this stage (refer note no. 41 of the financial statements).
- c) The Group continues to apply 'project completion method' on transactions and activities of real estate development which it had applied over the years consistently. The Institute of Chartered Accountants of India has issued "Guidance note on Accounting for Real Estate Transactions (Revised 2012)" which is applicable to projects which have commenced on or after 1st April, 2012 and also to projects which have already commenced but where revenue is being recognized for the first time on or after 1st April, 2012 to follow 'percentage completion method'. The impact of Guidance note on the consolidated financial statements for the year has not been quantified by the Group.

Other Matters:

We have not audited the financial statements of:

- a) twenty one subsidiaries included in the consolidated financial statements, whose financial statements reflect total assets of Rs. 40,565,203,230 as at 31st March, 2016 and total revenue of Rs. 7,821,928,731 for the year ended 31st March, 2016.
- b) five joint ventures included in the consolidated financial statements, whose financial statements reflect total assets of Rs. 8,388,527,347 as at 31st March, 2016, out of which the Group's share is of Rs. 4,194,263,674 and total revenue of Rs. 6,171 for the year ended 31st March, 2016, out of which the Group's share is of Rs. 3086.
- c) an associate included in the consolidated financial statements, whose financial statements reflect profit for the year of Rs. 842,222,755 for the year ended as on 31st March, 2016, out of which the Group's share is of Rs. 210,555,717.

These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, joint ventures and associate and our report in terms of Sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, joint ventures and associate, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statements.
- d) In our opinion, the aforesaid consolidated 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 of the Parent Company as on 31st March, 2016 taken on record by the Board of directors of the Parent Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies are disqualified as on 31st March, 2016 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 Parent Company and its subsidiary companies, incorporated in India 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 Auditors' 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 Group has disclosed the impact of pending litigations on the consolidated financial position in the aforesaid consolidated financial statements. Refer Note 27(c) to the consolidated financial statement;
 - (ii) The Group 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 Parent Company or its subsidiary companies incorporated in India.

For Lodha & Company
Chartered Accountants
Firm Registration No. 301051E

A. M. Hariharan
Partner
Membership No. 38323

Place: Mumbai
Date: May 30, 2016

“ANNEXURE A” REFERRED TO IN PARAGRAPH (F) UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT ON CONSOLIDATED FINANCIAL STATEMENTS TO THE MEMBERS OF THE SUNTECK REALTY LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March, 2016, we have audited the internal financial controls over financial reporting of SUNTECK REALTY LIMITED (“the Parent Company”) and its subsidiary companies, which are companies incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Parent company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the these companies 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 the respective 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 Act.

Auditor’s 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”) issued by the ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, 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 auditors’ 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the paragraph “Other Matters” below, 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 Parent Company and its subsidiary companies, which are companies incorporated in India, 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 31st March, 2016, based on the internal control over financial reporting criteria established by the these companies 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.

Other Matter

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to 16 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary companies incorporated in India.

For Lodha & Company
Chartered Accountants
Firm Registration No. 301051E

A. M. Hariharan
Partner
Membership No. 38323

Place: Mumbai
Date: May 30, 2016

Consolidated Balance Sheet

as at 31st March 2016

(Amount in Rs.)

| Particulars | Notes | 31.03.16 | 31.03.15 |
|--|--------|-----------------------|-----------------------|
| EQUITY AND LIABILITIES | | | |
| SHAREHOLDERS' FUNDS | | | |
| Share Capital | 2 | 119,932,414 | 119,932,414 |
| Reserves and Surplus | 3 | 16,222,971,106 | 14,582,887,753 |
| MINORITY INTEREST | | 554,745,882 | 628,493,494 |
| NON - CURRENT LIABILITIES | | | |
| Long-Term Borrowings | 4 | 350,000,000 | 655,702 |
| Deferred Tax Liabilities | 29 (b) | 7,125,173 | 6,358,007 |
| Other Long-Term Liabilities | 5 | 31,440,000 | 29,849,700 |
| Long-Term Provisions | 6 | 9,618,213 | 5,100,911 |
| CURRENT LIABILITIES | | | |
| Short-Term Borrowings | 7 | 12,087,037,361 | 10,704,840,190 |
| Trade Payables | 8 | | |
| Total Outstanding Dues of Micro Enterprises and Small Enterprises | | 648,676 | 2,475,044 |
| Total Outstanding Dues of Creditors Other Than Micro Enterprises and Small Enterprises | | 3,431,969,600 | 1,391,474,426 |
| Other Current Liabilities | 9 | 10,580,718,702 | 14,539,138,423 |
| Short-Term Provisions | 10 | 1,174,817,893 | 190,748,069 |
| TOTAL | | 44,571,025,020 | 42,201,954,133 |
| ASSETS | | | |
| NON - CURRENT ASSETS | | | |
| Fixed Assets | 11 | | |
| Tangible Assets | | 120,458,526 | 129,081,611 |
| Intangible Assets | | 2,600,289 | 3,013,822 |
| Goodwill on Consolidation | | 598,665,890 | 597,933,264 |
| Non-Current Investments | 12 | 246,622,580 | 271,973,680 |
| Deferred Tax Assets | 29 (a) | 7,188,600 | 4,652,460 |
| Long-Term Loans and Advances | 13 | 129,268,515 | 187,723,234 |
| Other Non-Current Assets | 14 | 11,949,662 | - |
| CURRENT ASSETS | | | |
| Current Investments | 15 | 260,521,923 | 27,590,500 |
| Inventories | 16 | 37,680,544,908 | 34,591,957,726 |
| Trade Receivables | 17 | 1,596,131,632 | 2,097,655,224 |
| Cash and Bank Balances | 18 | 930,648,414 | 1,091,837,206 |
| Short-Term Loans and Advances | 19 | 2,123,043,883 | 2,798,326,736 |
| Other Current Assets | 20 | 863,380,198 | 400,208,670 |
| TOTAL | | 44,571,025,020 | 42,201,954,133 |
| Significant Accounting Policies | 1 | | |

The accompanying notes including other explanatory information form an integral part of financial statements

As per our attached report of even date

For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E

A. M. Hariharan
Partner
Membership
No. 38323

Place: Mumbai
Date: May 30, 2016

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Kishore Vussonji
Director
(DIN: 00444408)

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Atul Poopal
Executive
Director
(DIN: 07295878)

Ramakant Nayak
Director
(DIN: 00129854)

Sumesh Mishra
Chief Operating
Officer

Rachana Hingrajia
Company Secretary

Consolidated Profit and Loss Statement

for the year ended 31st March 2016

(Amount in Rs.)

| Particulars | Notes | 31.03.16 | 31.03.15 |
|--|-------|----------------------|----------------------|
| INCOME | | | |
| Revenue from Operations | 21 | 7,864,931,465 | 3,028,457,044 |
| Other Income | 22 | 75,864,816 | 140,248,319 |
| Total Revenue (I) | | 7,940,796,281 | 3,168,705,363 |
| EXPENSES | | | |
| Operating Expenses | 23 | 4,951,918,399 | 1,417,913,445 |
| Employee Benefits Expense | 24 | 76,386,637 | 54,797,834 |
| Finance Costs | 25 | 142,985,232 | 176,192,958 |
| Depreciation and Amortisation Expense | 11 | 20,895,064 | 19,694,291 |
| Other Expenses | 26 | 336,529,221 | 216,407,656 |
| Total Expenses (II) | | 5,528,714,553 | 1,885,006,184 |
| Profit Before Tax (I -II) | | 2,412,081,728 | 1,283,699,179 |
| Tax Expenses : | | | |
| Current Tax | | 820,124,100 | 470,513,396 |
| Taxation of Earlier Years | | 301,375 | 372,315 |
| Deferred Tax | | (1,520,552) | (1,077,347) |
| Profit before Minority Interest | | 1,593,176,805 | 813,890,815 |
| Less: Minority Interest | | (100,726,022) | (132,313,753) |
| Add: Share of Profit from an Associate (refer note no. 45) | | 135,204,617 | - |
| Profit for the year | | 1,627,655,400 | 681,577,062 |
| Earnings per equity share (EPS) of face value Rs. 2 each: | | | |
| Basic & Diluted EPS | 35 | 27.14 | 11.37 |
| Significant Accounting Policies | 1 | | |

The accompanying notes including other explanatory information form an integral part of financial statements
As per our attached report of even date

For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E

A. M. Hariharan
Partner
Membership
No. 38323

Place: Mumbai
Date: May 30, 2016

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Kishore Vussonji
Director
(DIN: 00444408)

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Atul Poopal
Executive
Director
(DIN: 07295878)

Ramakant Nayak
Director
(DIN: 00129854)

Sumesh Mishra
Chief Operating
Officer

Rachana Hingrajia
Company Secretary

Consolidated Cash Flow Statement for the year ended 31st March 2016

(Amount in Rs.)

| Particulars | 31.03.16 | 31.03.15 |
|---|-----------------|-----------------|
| Cash Flow from Operating Activities | | |
| Profit before tax as per Statement of Profit and Loss | 2,412,081,728 | 1,283,699,179 |
| Adjusted for: | | |
| Depreciation and Amortisation Expense | 20,895,064 | 19,694,291 |
| Interest Income | (74,575,942) | (134,015,209) |
| Dividend Income | (221,214) | (1,028,796) |
| Finance Cost | 142,985,232 | 175,845,011 |
| Loss on Sale of Fixed Assets | - | 539,045 |
| Profit on Sale of Investments | - | (67,362) |
| Fixed Assets Written Off | 169,156 | - |
| Changes in Foreign Currency Translation Reserve | (946,491) | 16,112,969 |
| Liabilities no Longer Required Written Back | (49,544) | (5,062,283) |
| | 88,256,261 | 72,017,666 |
| Operating Profit before Working Capital Changes | 2,500,337,989 | 1,355,716,845 |
| Adjusted for: | | |
| (Increase)/Decrease in Inventories | (3,246,060,596) | (4,190,427,877) |
| (Increase)/Decrease in Trade Receivables | 498,429,445 | (983,647,984) |
| (Increase)/Decrease in Other Receivables | 46,650,177 | 3,772,225,886 |
| Increase/(Decrease) in Other Liabilities and Provisions | (610,552,513) | (276,963,114) |
| | (3,311,533,487) | (1,678,813,089) |
| Cash Generated from / (used in) Operations | (811,195,498) | (323,096,244) |
| Income Tax Paid | (579,451,677) | (530,176,949) |
| Net Cash from / (used in) Operating Activities (A) | (1,390,647,175) | (853,273,193) |
| Cash Flow from Investing Activities | | |
| Sale of Fixed Assets | - | 3,383,309 |
| Purchase of Fixed Assets | (13,707,241) | (17,733,887) |
| Purchase of Investments | (1,692,919) | (668,750) |
| Business (Acquisition) / Dilution | (472,157,007) | (1,779,962,697) |
| Interest Income | 71,749,599 | 214,744,039 |
| Dividend Income | 221,214 | 1,028,796 |
| Net Cash from / (used in) Investing Activities (B) | (415,586,354) | (1,579,209,190) |
| Cash Flow from Financing Activities | | |
| Secured Loans Taken | 4,754,470,180 | 9,294,438,335 |
| Secured Loans Repaid | (4,112,391,089) | (3,807,765,436) |
| Other Borrowings(Net) | 1,155,215,808 | (1,089,237,413) |
| Repayment of Share application money | - | (894,900,000) |
| Dividend Paid (including Dividend Distribution Tax) | (20,127,683) | (18,416,414) |
| Finance Cost Paid | (344,894,081) | (138,421,668) |
| Net Cash from / (used in) Financing Activities (C) | 1,432,273,135 | 3,345,697,404 |

| | | | | |
|--|--|---------------|--|---------------|
| Net Increase/ (Decrease) in Cash and Cash Equivalents (A+B+C) | | (373,960,394) | | 913,215,021 |
| Cash and Cash Equivalents - Opening Balance | | 1,034,836,453 | | 121,621,432 |
| Cash and Cash Equivalents - Closing Balance | | 660,876,059 | | 1,034,836,453 |

Note:

- 1) The above Cash Flow Statements has been prepared under the "Indirect Method" as set out in the Accounting Standards- 3 on "Cash Flow Statements"
- 2) Previous years' figures have been regrouped/rearranged wherever necessary to conform to the current years' presentation.

As per our attached report of even date

For Lodha & Company
Chartered Accountants
Firm Registration
No. 301051E

A. M. Hariharan
Partner
Membership
No. 38323

Place: Mumbai
Date: May 30, 2016

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Kishore Vussonji
Director
(DIN: 00444408)

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Atul Poopal
Executive
Director
(DIN: 07295878)

Ramakant Nayak
Director
(DIN: 00129854)

Sumesh Mishra
Chief Operating
Officer

Rachana Hingrajia
Company Secretary

Consolidated Notes to Policies

Significant Accounting Policies forming part of Consolidated Financial Statements for the year ended 31st March, 2016.

1 SIGNIFICANT ACCOUNTING POLICIES

a) Nature of Operations

Sunteck Realty Limited ('The Parent Company') and its subsidiaries, joint-ventures and an associate collectively referred to as "Group". The group is primarily engaged in the business of real estate/ real estate development and incidental services

b) Principles of consolidation

The consolidated financial statements which include the financial statements of the Parent Company, its subsidiaries, joint ventures and an associate have been prepared in accordance with the consolidation procedures laid down in Accounting Standard (AS) 21 'Consolidated Financial Statements', Accounting Standard (AS) 27 Financial Reporting of Interests in Joint Ventures and Accounting Standard (AS) 23 Accounting for Investments in Associates in Consolidated Financial Statements. The consolidated financial statements have been prepared on the following basis:

- i. The financial statements of the Parent Company and its subsidiary companies / entities are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances / transactions and resulting unrealized profit / loss in full, in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements".
- ii. Interest in Joint Ventures has been accounted by using the proportionate consolidation method as per Accounting Standard (AS) 27 - "Financial Reporting of Interest in Joint Ventures".
- iii. Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting as laid down under Accounting Standard (AS) 23 - "Accounting for Investment in Associate in Consolidated Financial Statements". The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date. The Group's investment in associates includes goodwill identified on the date of acquisition.
- iv. The excess of cost of investment in the subsidiaries / joint ventures, over Group's share in the net assets at the date of acquisition of shares / stake in the subsidiaries / joint ventures is recognised as Goodwill in the consolidated financial statements. When the cost of investment is less than the Group's share of net assets, the difference is recognized in the consolidated financial statements as Capital Reserve.
- v. Minority's share of net profit/loss of consolidated subsidiaries for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the Parent Company.
- vi. Minority's share of net assets of consolidated subsidiaries is identified and presented as minority interest in the consolidated balance sheet separate from liabilities and the equity of the Group.
- vii. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Parent Company's separate financial statements.
- viii. The list of Subsidiary Companies, Joint venture and an Associate which are included in the consolidation and the Group's holdings therein are as under :
- viii. The list of Subsidiary Companies, Joint venture and an Associate which are included in the consolidation and the Group's holdings therein are as under :

| | Country of Incorporation | Proportion of ownership interest 2016 | Proportion of ownership interest 2015 |
|---|--------------------------|---------------------------------------|---------------------------------------|
| I. Subsidiary Companies / LLPs | | | |
| Amenity Software Private Limited | India | 100% | 100% |
| Magenta Computer Software Private Limited | India | 100% | 100% |
| Satguru Infocorp Services Private Limited | India | 100% | 100% |
| Starlight Systems Private Limited | India | 100% | 100% |
| Starlight Systems (I) LLP | India | 78% | 78% |
| Sunteck Property Holdings Private Limited | India | 100% | 100% |
| Skystar Buildcon Private Limited | India | 100% | 100% |
| Sahrish Constructions Private Limited | India | 100% | 100% |
| Sunteck Realty Holdings Private Limited | India | 100% | 100% |
| Sunteck Fashion & Lifestyles Private Limited | India | 100% | 100% |
| Starteck Lifestyle Private Limited (w.e.f. 1st October 2014) | India | 100% | 100% |
| Advait Infraprojects Private Limited (w.e.f. 1st October 2014) | India | 100% | 100% |
| Satguru Corporate Services Private Limited. (w.e.f. 1st October 2014) | India | 100% | 98% |
| Sunteck Lifestyles International Private Limited | Mauritius | 100% | 100% |
| Sunteck Lifestyle Limited | U.A.E. | 100% | 100% |
| Sunteck Lifestyle Management JLT | U.A.E. | 100% | 100% |
| Mithra Buildcon LLP (w.e.f. 8th August, 2014) | India | 99% | 99% |
| Sunteck Real Estates Private Limited (w.e.f. 13th December, 2015) | India | 100% | - |
| Sunteck Infraprojects Private Limited (w.e.f. 17th December, 2015) | India | 100% | - |
| Denise Realities Private Limited (w.e.f. 17th October, 2015) | India | 100% | - |
| Eleanor Lifespaces Private Limited (w.e.f. 17th October, 2015) | India | 100% | - |
| II Joint Venture | | | |
| Piramal Sunteck Realty Private Limited | India | 50% | 50% |
| Uniworth Realty LLP | India | 50% | 50% |
| Assable Buildcon LLP | India | 50% | 50% |
| Pathway Buildcon LLP | India | 50% | 50% |
| Nariman Infrastructure LLP | India | 50% | 50% |
| GGICO Sunteck Limited | U.A.E. | 50% | - |
| Kanaka and Associates (refer note no. 41) | India | - | 50% |
| III Associates | | | |
| Topzone Mercantile Company LLP | India | 25% | 25% |

c) General

The consolidated financial statements are prepared and presented under the historical cost convention, on the accounting principles of a going concern.

Accounting Policies not specifically referred to otherwise are consistent and in consonance with the applicable accounting standards prescribed by under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI) to the extent applicable.

All expenses and income to the extent ascertainable with reasonable certainty are accounted for on accrual basis.

The preparation of consolidated financial statements in conformity with generally accepted accounting

principles (GAAP) requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent liabilities on the date of consolidated financial statements and reported amounts of revenue and expenses for that year. Actual result could differ from these estimates. Any revision to accounting estimates is recognised prospectively.

All assets and liabilities have been classified as current and non-current as per the Group's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

d) Revenue Recognition

i. Revenue for real estate development/sale

The Group follows completed project method of accounting. Direct/Allocable expenses incurred during the year are debited to work- in-progress account. The revenue is accounted for as and when the significant risks and rewards of ownership of the units in real estate have passed or deemed to have passed to the buyer and the Projects get completed or substantially completed, to the extent that the economic benefits will flow to the Group and the revenue can be reliably measured.

ii. Rent

Rental Income is recognised on a time proportion basis as per the contractual obligations agreed with the respective tenant.

iii. Interest

Interest Income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

iv. Dividend

Dividend Income is recognised when the shareholders' right to receive payment is established by the balance sheet date.

v. Profit /Loss from Partnership Firms

Share of profit / loss from firms in which the Group is a partner is accounted for in the financial period ending on (or before) the date of the balance sheet on the basis of audited accounts and as per the terms of the respective partnership deed.

vi. Maintenance Services

Revenue in respect of maintenance services is recognised on an accrual basis, in accordance with the terms of the respective contract.

vii. Project Management Services

Revenue in respect of Project Management services is recognised on an accrual basis, in accordance with the terms of the respective agreement.

e) Inventories

Inventories comprise of Land and development rights, Construction materials, Work-in-progress, completed unsold flats/units. These are valued at lower of the cost or net realizable value.

Construction Work in Progress are valued as follows:

| | |
|-----------------------------|---|
| Land and development rights | Land and development rights (including development cost) are valued at lower of cost and net realizable value. Costs include land acquisition cost and initial development cost. |
| Construction materials | Construction materials are valued at cost if the completed unsold flats/units in which they will be incorporated are expected to be sold at or above cost otherwise lower of cost and net realizable value. Cost is determined on a weighted average basis. |

| | |
|--|---|
| Work-in-progress (Land/ Real Estate under development) | Work-in-progress is valued at cost if the completed unsold flats/units are expected to be sold at or above cost otherwise at lower of cost and net realizable value. Cost includes direct expenditure relating to construction activity (including land cost) and indirect expenditure (including borrowing costs) during the construction period to the extent the expenditure is related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is neither related to the construction activity nor is incidental thereto is charged to the Statement of profit and loss. |
| Completed unsold flats/units | Lower of cost or net realizable value. |

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs of completion (wherever applicable) and estimated costs necessary to make the sale.

f) Fixed Assets

Fixed assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Borrowing costs relating to acquisition of fixed assets which takes substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use. Capital work in progress includes expenditure incurred till the assets are put into intended use.

g) Depreciation

Depreciation on tangible fixed assets is provided using the Straight Line Method using the useful life as prescribed under Schedule II of the Companies Act, 2013. In case of intangible fixed assets – Software, the same is amortized over a period of its useful life or five years whichever is less.

h) Impairment of Assets

The carrying amounts of assets are reviewed at each balance sheet dates and if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. If at the balance sheet date, there is an indication that a previously assessed impairment loss no longer exists, then such loss is reversed and the asset is restated to extent of the carrying value of the asset that would have been determined (net of amortization / depreciation), had no impairment loss been recognised.

After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

i) Investments

Investments that are readily realizable and intended to be held for not more than one year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost or fair value determined on individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary decline in the value of the investments.

j) Employee Benefits

Defined Contribution Plan

Retirement benefits in the form of Provident Fund are a defined contribution scheme and the contributions are charged to the Profit and Loss Account of the period when the contributions to the fund are due. There are no other obligations other than the contribution payable to the government funds.

Defined Benefit Plan

Group's liabilities towards gratuity liability are provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each balance sheet date. Actuarial gains/losses are immediately taken to Profit and Loss Account and are not deferred.

Compensated absences

i. Short term

Liability in respect of compensated absences becoming due or expected to be availed within one year from the balance sheet date is recognised on the basis of undiscounted value of estimated amount required to be paid or estimated value of the benefit expected to be availed by the employees.

ii. Long Term

Liability in respect of compensated absences becoming due or expected to be availed more than one year after the balance sheet date is estimated on the basis of an actuarial valuation performed by an independent actuary using the projected unit credit method. Actuarial gains and losses arising from past experience and changes in actuarial assumptions are credited or charged to statement of profit and loss in the year in which such gains or losses are determined.

Employee Share-Based Payments

The stock options granted under Employee Stock Option Scheme - 2013 to employees of the Group are accounted for in accordance with the Employee Stock Option Scheme and Employee Stock Purchase Scheme Guidelines, 1999 ("ESOP Guidelines") issued by Securities and Exchange Board of India ("SEBI") and the Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India, whereby the intrinsic value of options is recognised as deferred employee compensation. The deferred employee compensation is charged to the Statement of Profit and Loss on the straight-line basis over the vesting period of the option.

k) Borrowing Costs

Borrowing costs relating to acquisition and/or construction of qualifying assets are capitalized to the extent that the funds are borrowed and used for purpose of constructing a qualifying asset until the time all substantial activities necessary to prepare the qualifying assets for their intended use or sale are complete. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use or sale. All other borrowing costs which are not related to acquisition and/or construction activities nor are incidental thereto are charged to the Profit and Loss account.

l) Taxation

Tax expense comprises of current income tax and deferred income tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. 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 there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits. At each balance sheet date, the Group re-assesses unrecognised deferred tax assets. It recognizes unrecognised deferred tax assets to the extent that it has become reasonably certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

Minimum Alternative Tax (MAT) credit is recognised as an asset and carried forward only if there is a reasonable certainty of it being set off against regular tax payable within the stipulated statutory period.

m) Foreign Currency Transactions

Transactions in foreign currency are recorded at the rate of exchange in force on the date of the transactions. Foreign Currency assets and liabilities (monetary items) are translated at the exchange rate prevalent at the date of the Balance Sheet. Non - Monetary item such as investments are carried at historical cost using the exchange rate on the date of transaction.

Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.

Foreign operations carried out with a significant degree of autonomy are classified as "non integral" operations" as per the provisions of Accounting Standard (AS) 11 "Effects of changes in foreign exchange rates". All assets and liabilities, both monetary and non-monetary, are translated at the closing rate while the income and expenses are translated at the average rate for the year. The resulting exchange differences are accumulated in the "Foreign Currency Translation Reserve".

Foreign operations other than non-integral operations are classified as integral. All monetary assets and liabilities are translated at closing rates while non monetary assets are translated at historical rates and income and expenses are translated at the average rates for the year and the resulting exchange differences are accounted in the Consolidated Statement of Profit and Loss.

n) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

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

o) Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when an enterprise has a present obligation as a result of past event it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Possible future obligations or present obligations that may but will probably not require outflow of resources or where the same cannot be reliably estimated, is disclosed as contingent liabilities in the notes to accounts of financial statements.

Contingent Assets are neither recognised nor disclosed in the financial statements.

p) Share Issue Expenses

Share issue expenses are adjusted against Securities Premium Account.

q) Leases

i) Where Group is the lessee

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating lease. Operating lease payments are recognised as an expense in the Profit and Loss Account on Straight Line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the Lease.

ii) Where Group is the lessor

Assets representing Lease arrangements given under operating leases are included in Investments. Lease income is recognised in the Profit and Loss Account on Straight Line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the Lease.

Consolidated Notes to Financial Statements

| Particulars | (Amount in Rs.) | |
|---|--------------------|--------------------|
| | 31.03.16 | 31.03.15 |
| 2 Share Capital | | |
| Authorised | | |
| 93,800,000 (Previous Year 93,800,000) Equity Shares of Rs. 2 each | 187,600,000 | 187,600,000 |
| 1,250,000 (Previous Year 1,250,000) Preference Shares of Rs. 10 each | 12,500,000 | 12,500,000 |
| Total authorised share capital | 200,100,000 | 200,100,000 |
| Issued, Subscribed and Paid up | | |
| 59,966,207 (Previous Year 59,966,207) Equity Shares of Rs. 2 each fully paid up | 119,932,414 | 119,932,414 |
| Total issued, subscribed and fully paid up share capital | 119,932,414 | 119,932,414 |

a. Reconciliation of shares outstanding at the beginning and at the end of the Year

| | Number of shares | Number of shares |
|---|-------------------|-------------------|
| Outstanding at the beginning of the Year | 59,966,207 | 59,966,207 |
| Issued during the year (refer note no. 40) | - | 8,863,845 |
| Cancelled during the Year (refer note no. 40) | - | 8,863,845 |
| Outstanding at the end of the Year | 59,966,207 | 59,966,207 |

b. Terms/rights attached to equity shares

The Company has only one class of equity share having value of Rs. 2 each with an entitlement of one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors are subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shares of holding Company held by subsidiaries

3,000,000 (Previous Year 3,000,000) equity shares of Rs. 2 each fully paid-up, of holding Company are held by subsidiaries Companies which are eliminated for the purpose of consolidation.

d. Details of shareholders holding more than 5% shares in the Company

| | 31st March, 2016 | | 31st March, 2015 | |
|--|------------------|------------------------|------------------|------------------------|
| | Number of shares | % holding in the class | Number of shares | % holding in the class |
| Manisha Khetan | - | - | 24,251,487 | 38.52% |
| Paripurna Trust | 10,774,454 | 17.11% | 10,774,454 | 17.11% |
| Kotak Mahindra Trusteeship Services Limited A/c Kotak Alternate Opportunities (India) Fund | 4,099,633 | 6.51% | 4,099,633 | 6.51% |
| Astha Trust | 5,063,485 | 8.04% | - | - |
| Matrabhav Trust | 24,653,398 | 39.15% | - | - |

e. Aggregate number of Bonus shares issued and shares issued for consideration other than cash during the last five years:

| | | |
|---|-----------|-----------|
| Equity Shares allotted on 14th February, 2015 (refer note no. 40) | 8,863,845 | 8,863,845 |
|---|-----------|-----------|

- f. 146,187 (Previous Year 259,204) Equity Shares of Face Value of Rs. 2 each are reserved for issue under Employee Stock Option Scheme - 2013 (ESOP-2013)

i) Under the ESOS-2013, the Company has granted 146,187 options to the eligible directors and employees of the group during financial year 2013-14, the details of which are given here under:

| | |
|-----------------------------------|---|
| No. of options granted | 353851 |
| Grant date | October 1st, 2013 |
| Grant price (per share) | 295 |
| Market price on the date of grant | 294 |
| Method of accounting | Intrinsic Value |
| Graded vesting plan | 25% every year, commencing after one year or two year, as the case may be, from the date of grant |
| Maximum exercise period | 7 year from the date of grant |

ii) Summary of the options outstanding under the ESOP and the Weighted Average Exercise Price (WAEP):

| | 31.03.16 | | 31.03.15 | |
|--|----------|------|----------|------|
| | Options | WAEP | Options | WAEP |
| Options outstanding at the beginning of the year | 259,204 | 295 | 353,851 | 295 |
| Less : Forfeited / lapsed during the year | 113,017 | 295 | 94,647 | 295 |
| Options outstanding at the end of the year ** | 146,187 | 295 | 259,204 | 295 |
| Vested options pending to be exercised | 71,611 | 295 | 55,215 | 295 |

** Includes Current year Nil (Previous year 68,966) options granted to Executive director of the Parent Company

iii) The following summarizes information about outstanding stock options:

| Particulars | (Amount in Rs.) | |
|--|-----------------|----------|
| | 31.03.16 | 31.03.15 |
| Exercise price | 295 | 295 |
| No. of shares arising out of options | 146,187 | 259,204 |
| Weighted average remaining life (In Years) | 2 | 3 |
| Weighted average exercise price (Rs.) | 295 | 295 |

The Company uses the intrinsic value-based method of accounting for the compensation cost of stock options. Intrinsic value is the amount by which the quoted market price of the underlying shares as on date of the grant exceeds the exercise price of the option. Had the compensation cost of stock options been determined in the manner consistent with the fair value approach based on Black and Scholes model, the Company's net profit would be lower by Rs. 9,939,184, (Previous Year: lower by Rs. 16,101,908) and Basic/Diluted earning per share would be Rs. 26.98 (Previous year : Rs. 11.10) as against reported Basic / Diluted earnings per shares of Rs. 27.14 (Previous year 11.37)

The fair value of each option is estimated on the date of grant based on the following assumptions:

| | |
|--|--------|
| Dividend yield (%) | 0.05% |
| Expected life - option effective 2015 (in years) | 4.5 |
| Expected life - option effective 2016 (in years) | 5.5 |
| Risk free interest rate (%) | 8.00% |
| Volatility (%) | 41.70% |

3 Reserve & Surplus

| Capital reserves on consolidation | | |
|---|----------------------|----------------------|
| Balance as per last financial statements | 8,581,604,983 | 32,068,614 |
| Add : Addition during the year | 174,472,397 | 8,549,536,369 |
| Closing balance | 8,756,077,380 | 8,581,604,983 |
| Capital reserve on merger | | |
| Opening Balance | 311,799 | - |
| Add : Capital reserve on merger (refer note no. 40) | - | 311,799 |
| Closing balance | 311,799 | 311,799 |
| Securities premium account | | |

| Particulars | (Amount in Rs.) | |
|---|-----------------------|-----------------------|
| | 31.03.16 | 31.03.15 |
| Balance as per last financial statements | 3,612,290,044 | 3,612,290,044 |
| Closing balance | 3,612,290,044 | 3,612,290,044 |
| Debentures redemption reserve | | |
| Balance as per last financial statements | - | - |
| Add: Transferred from Statement of profit and loss | 137,500,000 | - |
| Closing balance | 137,500,000 | - |
| Statutory reserve | | |
| Balance as per last financial statements | 720,925 | - |
| Add: Transferred from surplus in the Statement of Profit and Loss | - | 720,925 |
| Closing balance | 720,925 | 720,925 |
| Foreign currency translation reserve | | |
| Balance as per last financial statements | 67,772 | (16,045,197) |
| Add: Addition during the year | (946,491) | 16,112,969 |
| Closing balance | (878,719) | 67,772 |
| General reserve | | |
| Balance as per last financial statements | 15,278,723 | 15,278,723 |
| Closing balance | 15,278,723 | 15,278,723 |
| Surplus in the statement of profit and loss | | |
| Balance as per last financial statements | 2,372,613,507 | 1,713,941,197 |
| Profit for the Year | 1,627,655,400 | 681,577,062 |
| Depreciation on transition to Schedule II of the Companies Act, 2013 (refer note no. 37) | - | (1,267,958) |
| Loss from Merged entity (refer note no. 40) | - | (3,801) |
| Add/(Less) : Appropriations | | |
| Proposed final equity dividend (Dividend per share Rs.2 to all shareholders; Previous year Re.1 to shareholders other than promoters) | (125,932,414) | (16,695,142) |
| Tax on equity dividend | (38,564,561) | (6,798,042) |
| Dividend distribution tax credit from subsidiaries | 3,399,022 | 2,581,116 |
| Transferred to statutory reserve | - | (720,925) |
| Transferred to debentures redemption reserve | (137,500,000) | - |
| Transferred to general reserve | - | - |
| Closing balance | 3,701,670,954 | 2,372,613,507 |
| Total reserves and surplus | 16,222,971,106 | 14,582,887,753 |
| 4 Long-Term Borrowings | | |
| Secured loans | | |
| Non Convertible Debentures | 350,000,000 | - |
| Term loans | | |
| From Others | - | 655,702 |
| Total long-term borrowings | 350,000,000 | 655,702 |
| Terms and Conditions for Long-Term Borrowings | | |
| Non Convertible Debentures | | |
| 2,000 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "D" of Rs. 100,000 each Repayment Terms: Redeemable at par on 13th January, 2020 | 200,000,000 | - |
| 1,000 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "C" of Rs. 100,000 each Repayment Terms: Redeemable at par on 13th January, 2019 | 100,000,000 | - |

| | | |
|---|--------------------|---|
| 500 (Previous year Nil) @ 11.75% Non-Convertible Debentures Series "B" of Rs. 100,000 each Repayment Terms: Redeemable at par on 13th January, 2018 | 50,000,000 | - |
| Total | 350,000,000 | - |

All the above mentioned non-convertible debentures secured by:

- a) First pari passu charge by way of mortgage over certain immovable property situated Vileparle (East), Mumbai.
- b) First pari passu charge on unsold inventory including escrow of rent receivables (both present and future) from the above mentioned mortgaged properties.

From others

Secured Loan Rs. Nil (Previous year Rs. 655,702 at rate of interest 9.75%) is secured by hypothecation of vehicle to be repaid within 2 years.

| Particulars | (Amount in Rs.) | |
|--|-----------------------|-----------------------|
| | 31.03.16 | 31.03.15 |
| 5 Other Long-Term Liabilities | | |
| Security deposits received for premises given on lease * | 31,440,000 | 29,849,700 |
| Total other long-term liabilities | 31,440,000 | 29,849,700 |
| *Security deposits received are interest free and are repayable after completion of lease term | | |
| 6 Long-Term Provisions | | |
| Provision for employee benefits | | |
| Gratuity | 5,253,713 | 4,145,000 |
| Leave entitlements | 4,364,500 | 955,911 |
| Total long-term provisions | 9,618,213 | 5,100,911 |
| 7 Short-Term Borrowings (Refer note no. 36) | | |
| Secured Loans | | |
| Non convertible debentures (NCD) | 200,000,000 | - |
| Term Loans | | |
| From banks | 3,595,384,563 | 3,218,809,461 |
| Others | 3,573,972,328 | 3,857,812,637 |
| Bank overdraft | 170,178,564 | 153,893,434 |
| Unsecured Loans | | |
| From body corporates and others | 2,401,842,000 | 1,952,837,451 |
| Loans and advances from related parties | 2,145,659,906 | 817,478,107 |
| Non convertible debentures (NCD) | - | 703,110,000 |
| Optionally convertible debentures (OCD) | - | 899,100 |
| Total short-term borrowings | 12,087,037,361 | 10,704,840,190 |
| 8 Trade Payables | | |
| Total outstanding dues of Micro Enterprises and Small Enterprises (refer note no. 34) | 648,676 | 2,475,044 |
| Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises | 3,431,969,600 | 1,391,474,426 |
| Total trade payables | 3,432,618,276 | 1,393,949,470 |
| 9 Other Current Liabilities | | |
| Current maturities of long-term borrowings | 655,702 | 744,740 |
| Interest accrued but not due on borrowings | 272,051,336 | 453,559,610 |
| Others | | |
| Security deposits received for premises given on lease * | 33,678,029 | 52,394,682 |

| Particulars | (Amount in Rs.) | |
|--|-----------------------|-----------------------|
| | 31.03.16 | 31.03.15 |
| Fit out deposits | 43,750,000 | 6,759,267 |
| Duties and taxes payable | 7,325,888 | 8,523,447 |
| Statutory dues | 81,640,838 | 207,663,419 |
| Advances received from customers | 342,820,479 | 994,122,192 |
| Payable in respect of capital expenditure/ Investments | - | 471,580,706 |
| Amount payable towards flat cancellation | 21,346,773 | 2,000,000 |
| Billed in advance | 9,324,741,643 | 12,044,309,266 |
| Amount received towards society maintenance | 449,985,309 | 40,819,987 |
| Debenture redemption premium payable | - | 253,997,368 |
| Unpaid dividend | 1,817,065 | 1,850,588 |
| Other payables | 905,640 | 813,151 |
| Total other current liabilities | 10,580,718,702 | 14,539,138,423 |
| *Deposits received are interest free and are repayable after completion of lease term | | |
| 10 Short-Term Provisions | | |
| Provision for income tax (net of advance tax of Rs. 785,584,231; Previous Year Rs.Nil) | 252,378,635 | 6,798 |
| Provision for employee benefits | | |
| Gratuity | 107,903 | 273,500 |
| Leave entitlements | 180,997 | 129,088 |
| Others | | |
| Proposed dividend | 125,932,414 | 16,695,142 |
| Tax on proposed dividend | 38,564,561 | 6,798,042 |
| Provision for project expenses | 757,653,383 | 166,845,499 |
| Total short-term provisions | 1,174,817,893 | 190,748,069 |

Note - 11
Non Current Assets - Fixed Assets
Current Year

| S. No | Fixed Assets | Gross Block | | | | | Accumulated Depreciation/Amortisation | | | | | Net Block As At 31st March, 2016 | |
|----------|---------------------------------|-----------------------------|---------------------------------|---------------------------------|----------------|------------------------------|---------------------------------------|-------------------------------------|---------------|------------------------------|--------------------|---|--|
| | | As at 1st April, 2015 | Additions during the year | Deduction during the year | Adjustments | As at 31st March, 2016 | Up to 31st March, 2015 | For the year* during the year | Adjustments | Up to 31st March, 2016 | | | |
| 1 | Tangible Assets | | | | | | | | | | | | |
| a | Own Assets | | | | | | | | | | | | |
| | Building | 52,974,882 | - | - | - | 52,974,882 | 4,290,964 | 839,339 | - | 5,130,303 | 47,844,579 | | |
| | Plant & Machinery | 1,187,975 | - | 117,680 | - | 1,070,295 | 118,956 | 74,796 | 19,987 | 173,765 | 896,530 | | |
| | Furniture and fixtures | 36,382,317 | 11,044,054 | - | - | 47,426,371 | 12,042,877 | 5,580,889 | - | 17,623,766 | 29,802,605 | | |
| | Vehicles | 24,337,270 | - | - | - | 24,337,270 | 7,603,409 | 3,177,623 | - | 10,781,032 | 13,556,238 | | |
| | Office equipment | 5,215,770 | 597,393 | - | 6,500 | 5,806,663 | 3,098,176 | 831,325 | - | 3,926,137 | 1,880,523 | | |
| | Air Conditioners | 7,909,449 | 233,528 | - | 16,300 | 8,126,677 | 2,135,752 | 957,522 | - | 3,804,846 | 5,041,833 | | |
| | Computers and Peripherals | 21,318,327 | 1,025,016 | - | 24,525 | 22,318,818 | 18,082,415 | 1,725,565 | - | 19,785,276 | 2,533,543 | | |
| | Total | 149,325,990 | 12,899,991 | 117,680 | 47,326 | 162,060,976 | 47,372,549 | 13,187,059 | 19,987 | 60,505,125 | 101,555,851 | | |
| b | Assets given on operating lease | | | | | | | | | | | | |
| | Furniture and fixtures | 119,567,274 | - | - | - | 119,567,274 | 95,323,559 | 7,603,118 | - | 102,926,677 | 16,640,597 | | |
| | Air Conditioners | 5,397,025 | 58,500 | - | - | 5,455,525 | 2,512,570 | 680,877 | - | 3,193,447 | 2,262,078 | | |
| | Total | 124,964,299 | 58,500 | - | - | 125,022,799 | 97,836,129 | 8,283,995 | - | 106,120,124 | 18,902,675 | | |
| 2 | Intangible Assets | | | | | | | | | | | | |
| | Computer Software | 6,016,124 | 748,750 | - | - | 6,764,874 | 3,002,302 | 1,162,283 | - | 4,164,585 | 2,600,289 | | |
| | Total | 6,016,124 | 748,750 | - | - | 6,764,874 | 3,002,302 | 1,162,283 | - | 4,164,585 | 2,600,289 | | |
| | TOTAL | 280,306,413 | 13,707,241 | 117,680 | 117,680 | 293,895,974 | 148,210,980 | 22,633,337 | 19,987 | 170,837,159 | 123,058,815 | | |

* Includes Depreciation of Rs. 17,38,272 transferred to Construction Work-In-Progress

Previous Year (Amount in Rs.)

| S. No | Fixed Assets | Gross Block | | | | Accumulated Depreciation/Amortisation | | | | Net Block | |
|-------|---------------------------------|-----------------------|---------------------------|---------------------------|-------------|---------------------------------------|------------------------|---|------------------|------------------------|------------------------|
| | | As at 1st April, 2014 | Additions during the year | Deduction during the year | Adjustments | As at 31st March, 2015 | Up to 31st March, 2014 | For the year* Deduction during the year | Adjustments | Up to 31st March, 2015 | As At 31st March, 2015 |
| 1 | Tangible Assets | | | | - | | | | | | |
| a | Own Assets | | | | - | | | | | | |
| | Building (Freehold) | 52,974,882 | - | - | - | 52,974,882 | 3,453,961 | 837,003 | - | 4,290,964 | 48,683,918 |
| | Plant & Machinery | 1,038,735 | 149,240 | - | - | 1,187,975 | 43,974 | 74,982 | - | 118,956 | 1,069,019 |
| | Furniture and fixtures | 35,536,360 | 845,957 | - | - | 36,382,317 | 8,157,447 | 3,885,430 | - | 12,042,877 | 24,339,440 |
| | Vehicles | 18,555,402 | 12,964,065 | 7,182,197 | - | 24,337,270 | 7,728,412 | 3,132,250 | 3,257,253 | 7,603,409 | 16,733,861 |
| | Office equipment | 4,799,102 | 416,668 | - | - | 5,215,770 | 1,263,746 | 1,089,544 | 447 | 3,098,176 | 2,117,594 |
| | Air Conditioners | 7,804,849 | 104,600 | - | - | 7,909,449 | 1,194,686 | 942,739 | 1,673 | 2,135,752 | 5,773,697 |
| | Computers and Peripherals | 19,611,903 | 1,706,424 | - | - | 21,318,327 | 15,695,272 | 1,864,987 | 470 | 18,082,415 | 3,235,911 |
| | Total | 140,321,233 | 16,186,954 | 7,182,197 | - | 149,325,990 | 37,537,498 | 11,826,935 | 3,259,843 | 47,372,549 | 101,953,441 |
| b | Assets given on operating lease | | | | - | | | | | | |
| | Furniture and fixtures | 119,493,249 | 74,025 | - | - | 119,567,274 | 87,754,250 | 7,569,309 | - | 95,323,559 | 24,243,715 |
| | Air Conditioners | 4,347,025 | 1,050,000 | - | - | 5,397,025 | 1,873,154 | 639,416 | - | 2,512,570 | 2,884,455 |
| | Total | 123,840,274 | 1,124,025 | - | - | 124,964,299 | 89,627,404 | 8,208,725 | - | 97,836,129 | 31,807,265 |
| 2 | Intangible Assets | | | | - | | | | | | |
| | Computer Software | 5,593,316 | 422,808 | - | - | 6,016,124 | 1,880,352 | 1,121,950 | - | 3,002,302 | 3,013,822 |
| | Total | 5,593,316 | 422,808 | - | - | 6,016,124 | 1,880,352 | 1,121,950 | - | 3,002,302 | 3,013,822 |
| | TOTAL | 69,754,823 | 17,733,787 | 7,182,197 | - | 280,306,413 | 129,045,254 | 21,157,610 | 3,259,843 | 148,210,980 | 136,774,529 |

* Includes Depreciation of Rs.14,63,315 transferred to Construction work in progress.

| Particulars | (Amount in Rs.) | | | |
|--|--------------------|--------------------|---------------|--------------------|
| | 31.03.16 | 31.03.15 | | |
| 12 Non - Current Investments | | | | |
| Long-term, trade investments (valued at cost unless stated otherwise) | | | | |
| Investment in property | 191,357,438 | 191,357,438 | | |
| Investment in Partnership Firms | | | | |
| Kanaka & Associates - Partnership Firm (refer note no. 41) | 50,000,000 | - | | |
| Investment in an Associate | | | | |
| Topzone Mercantile Company LLP (refer note no. 45) (Includes Goodwill of Rs. Nil, Previous year Rs. 75,351,100) | 50,000 | 75,401,100 | | |
| In Others | | | | |
| V3 Designs LLP | 15 | 15 | | |
| Long-term, investments other than trade (valued at cost unless stated otherwise) | | | | |
| Investment in Equity Instruments (Unquoted), fully paid up | | | | |
| Janakalyan Sahakari Bank Limited 1000 (Previous Year 1000) equity shares of Rs.10 each | 10,000 | 10,000 | | |
| Mandavi Bank Limited 200 (Previous Year 200) equity shares of Rs.10 each | 2,000 | 2,000 | | |
| North Canara Bank Limited 2 (Previous Year 2) equity shares of Rs.25 each | 50 | 50 | | |
| Shamrao Vithal Bank Limited 50 (Previous Year 50) equity shares of Rs.10 each | 1,250 | 1,250 | | |
| Essar Steel Limited 4,500 (Previous Year 4,500) equity shares of Rs.10 each | 218,201 | 218,201 | | |
| SW Capital Private Limited 150,000 (Previous Year 150,000) equity shares of Rs.10 each | 1,500,000 | 1,500,000 | | |
| Samhrutha Habitat Infrastructure Private Limited 220,378 (Previous Year 220,378) equity shares of Rs.10 each | 2,203,780 | 2,203,780 | | |
| Saraswat Co-op. Bank Limited 150 (Previous Year 150) equity shares of Rs.10 each | 1,500 | 1,500 | | |
| Investment in Equity Instruments (Quoted), fully paid up | | | | |
| MRPL Limited 5,000 (Previous Year 5,000) equity shares of Rs. 10 each | 247,656 | 247,656 | | |
| PSL Limited 2,000 (Previous Year 2,000) equity shares of Rs. 10 each | 1,018,090 | 1,018,090 | | |
| Punjab Communication Limited 1,000 (Previous Year 1,000) equity shares of Rs. 10 each | 12,600 | 12,600 | | |
| Total non-current investments | 246,622,580 | 271,973,680 | | |
| Notes | | | | |
| Aggregate market value of quoted investments | 391,550 | 405,910 | | |
| Aggregate amount of quoted investments | 1,278,346 | 1,278,346 | | |
| Aggregate amount of unquoted investments | 245,344,234 | 270,695,334 | | |
| Details of investment in partnership firm | | | | |
| Name of partners | Total Capital | | Total Capital | |
| | % share | Rs. | % share | Rs. |
| Sunteck Realty Limited | 50 | 50,000,000 | 50 | 50,000,000 |
| Kanaka & Associates (Proprietor) | 50 | 50,000,000 | 50 | 50,000,000 |
| Total capital of firm | | 100,000,000 | | 100,000,000 |

| Particulars | (Amount in Rs.) | |
|---|-----------------------|-----------------------|
| | 31.03.16 | 31.03.15 |
| 13 Long-Term Loans and Advances | | |
| Unsecured, considered good | | |
| Capital advances | - | 250,000 |
| Security deposits | 4,597,121 | 6,388,171 |
| Prepaid expenses | 1,732,822 | 2,233,779 |
| Other advances | 42,959,203 | 109,379,161 |
| Advance income tax (net of provision Rs.1,492,638,960; Previous Year Rs. 1,540,095,158) | 79,979,369 | 69,472,123 |
| Total long-term loans and advances | 129,268,515 | 187,723,234 |
| 14 Other Non-Current Assets | | |
| Unamortised other borrowing costs | 11,949,662 | - |
| Total other non-current assets | 11,949,662 | - |
| 15 Current Investments | | |
| Unquoted | | |
| Current account balance in Partnership firm | | |
| Kanaka & Associates (refer note no. 41) | 20,754,250 | - |
| Current account balance in an associate | | |
| Topzone Mercantile Company LLP (refer note no. 45) | 239,767,673 | 27,590,500 |
| Total current investments | 260,521,923 | 27,590,500 |
| Notes | | |
| Aggregate amount of unquoted investments | 260,521,923 | 27,590,500 |
| 16 Inventories (valued at lower of cost and net realizable value) | | |
| (As certified by management) | | |
| Construction work-in-progress (refer note no. 33) | 29,972,695,786 | 30,783,152,889 |
| Completed units | 7,707,849,122 | 3,808,804,837 |
| Total inventories | 37,680,544,908 | 34,591,957,726 |
| 17 Trade Receivables | | |
| Outstanding for a period exceeding six months from the due date | | |
| Secured, considered good | 125,288 | 692,927 |
| Unsecured, considered good (refer note no. 43) | 204,582,867 | 126,639,747 |
| Others | | |
| Secured, considered good | 6,808,713 | 2,304,803 |
| Unsecured, considered good | 1,384,614,764 | 1,968,017,747 |
| Total trade receivables | 1,596,131,632 | 2,097,655,224 |
| 18 Cash and Bank Balances | | |
| i) Cash and cash equivalents | | |
| Balances with banks | 649,945,673 | 1,029,067,845 |
| Cash on hand | 8,098,565 | 5,768,608 |
| Deposit account with maturity within 3 months | 2,831,821 | - |
| | 660,876,059 | 1,034,836,453 |
| ii) Other Bank Balances | | |
| Fixed deposit with bank | | |
| Deposit accounts with maturity within 12 months | 34,550,000 | - |

| Particulars | (Amount in Rs.) | |
|---|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| Deposit accounts with more than 12 months maturity | 233,405,253 | 55,150,135 |
| Earmarked bank balances - unpaid dividend account | 1,817,102 | 1,850,618 |
| | 269,772,355 | 57,000,753 |
| Total cash and bank balances | 930,648,414 | 1,091,837,206 |
| 19 Short-Term Loans and Advances | | |
| Unsecured, considered good | | |
| Advances to related parties | 886,062,215 | 59,756,148 |
| Advances to vendors | 169,659,977 | 245,295,273 |
| Other advances/receivables | | |
| Related party | 15,004,741 | - |
| Others | 44,984,002 | 30,801,969 |
| Security deposits | 19,386,863 | 21,086,992 |
| Advances towards transferable development rights & projects | 19,139,200 | 9,687,600 |
| Loans and Advances to body corporate & others | 521,002,800 | 1,990,812,138 |
| Others | | |
| Duties and taxes recoverable | 113,324,580 | 65,057,425 |
| Prepaid expenses | 332,424,845 | 374,005,291 |
| Advances to employees | 2,054,660 | 1,823,900 |
| Total short-term loans and advances | 2,123,043,883 | 2,798,326,736 |
| 20 Other Current Assets | | |
| Interest accrued on fixed deposit | 5,510,195 | 3,005,451 |
| Interest accrued on others | 321,599 | - |
| Unamortised other borrowing costs | 9,589,074 | - |
| Unbilled revenue | 847,959,330 | 397,203,219 |
| Total other current assets | 863,380,198 | 400,208,670 |
| 21 Revenue From Operations | | |
| Sales of residential and commercial units | 7,733,014,548 | 2,819,617,496 |
| Sale of services | | |
| Rent from properties | 87,926,723 | 95,860,173 |
| Maintenance services | 7,872,122 | 3,500,585 |
| Other services | 36,118,072 | 109,478,790 |
| Total revenue from operations | 7,864,931,465 | 3,028,457,044 |
| 22 Other Income | | |
| Interest income on | | |
| Fixed deposit with banks | 6,680,210 | 9,191,272 |
| Loans and advances | 16,759,822 | 42,537,625 |
| Long-term investments | 4,759,511 | 26,433,326 |
| Others | 46,376,400 | 55,852,985 |
| Dividend Income on | | |
| Current investments | 220,211 | 1,027,961 |
| Long-term investments | 1,003 | 835 |
| Net gain on sale of long-term investments | - | 67,361 |
| Sundry balances written back (Net) | 49,544 | 5,062,283 |

| Particulars | (Amount in Rs.) | |
|---|----------------------|----------------------|
| | 31.03.16 | 31.03.15 |
| Other income | 1,018,115 | 74,671 |
| Total other income | 75,864,816 | 140,248,319 |
| 23 Operating Expenses | | |
| Cost of Land, Development and Construction | | |
| Construction materials and other expenses | 4,951,918,399 | 1,417,913,445 |
| Total operating expenses | 4,951,918,399 | 1,417,913,445 |
| 24 Employee Benefits Expense | | |
| Salaries and wages | 74,184,472 | 52,694,875 |
| Contribution to provident and other funds | 1,997,724 | 1,767,118 |
| Staff welfare expenses | 204,441 | 335,841 |
| Total employee benefits expense | 76,386,637 | 54,797,834 |
| 25 Finance Costs | | |
| Interest expenses | 40,238,646 | 128,180,830 |
| Other borrowing costs | 102,746,586 | 48,012,128 |
| Total finance costs | 142,985,232 | 176,192,958 |
| 26 Other Expenses | | |
| Advertising expenses | 29,570,681 | 9,516,133 |
| Payment to auditors | 2,945,652 | 2,067,378 |
| Business promotion expenses | 8,071,007 | 5,102,137 |
| Director's sitting fees | 306,243 | 354,716 |
| Commission and brokerage expenses | 171,165,286 | 76,447,580 |
| Electricity expenses | 10,333,383 | 8,566,795 |
| Exchange rate difference (Net) | 2,362,191 | 17,410,335 |
| Legal and professional fees | 30,964,679 | 20,534,237 |
| Membership fees and entrance fees | 1,849,194 | 1,621,627 |
| Rates and taxes | 11,667,447 | 15,980,937 |
| Repairs and maintenance to | | |
| Building | 4,520,960 | 6,830,928 |
| Others | 1,682,232 | 137,820 |
| Loss on sale of fixed asset | - | 539,045 |
| Fixed assets / non-current investment written off | 169,156 | - |
| Telephone and communication expenses | 2,182,573 | 1,468,114 |
| Travelling and conveyance expenses | 5,048,043 | 1,640,511 |
| Insurance | 1,329,229 | 943,517 |
| Rent | 24,246,674 | 26,812,152 |
| Donations | 150,000 | - |
| Expenditure towards CSR activity | 1,508,363 | 100,000 |
| Miscellaneous expenses | 26,456,228 | 20,333,694 |
| Total other expenses | 336,529,221 | 216,407,656 |
| 27 Contingent Liabilities and Commitments | | |
| a. Contingent Liabilities (to the extent not provided for) | | |
| i) Disputed Income Tax matters | 250,155,831 | 238,061,412 |

| | | |
|--|------------|------------|
| b. Commitments | | |
| i) The group may have to pay directly to Rajasthan Financial Corporation (RFC) on behalf of Man Industrial Corporation Limited, towards repayment of the loans, as per the development agreement entered by the Uniworth Realty LLP with them. | 25,000,000 | 25,000,000 |
| c. The Group has reviewed all its pending litigations and proceedings and disclosed the contingent liabilities, wherever applicable in its financial statements. The Group does not reasonably expect the outcome of these proceedings to have a material impact on its financial statements. | | |

28 Leases

- a.** The Group has given offices and other facilities under non-cancellable operating leases, which are renewable on a periodic basis with escalation as per agreement. All the initial direct income/payment relating to lease are charged to statement of profit and loss.

| Particulars | (Amount in Rs.) | |
|---|-----------------|------------|
| | 31.03.16 | 31.03.15 |
| b. Premises given on operating lease: | | |
| The total future minimum lease rentals receivable at the balance sheet date is as under: | | |
| For a period not later than one year | 27,232,908 | 41,996,828 |
| For a period later than one year and not later than five years | 7,900,065 | 35,132,973 |
| For a period later than five years | - | - |
| Lease income (including income in respect of certain cancellable leases) recognised in statement of profit and loss | 73,224,764 | 95,264,851 |
| c. Gross carrying amount (being cost) of Investment in Property given on lease is Rs. 142,837,878 (Previous year Rs. 142,837,878). | | |

29 Deferred Tax Liabilities / Assets

| | | |
|--|------------------|-------------------|
| a. Deferred tax liabilities | | |
| Related to fixed assets (depreciation / amortisation) | 520,377 | 603,730 |
| Others | - | - |
| Gross deferred tax liabilities | 520,377 | 603,730 |
| Deferred tax assets | | |
| Related to fixed assets (depreciation / amortisation) | 5,931,731 | 4,303,380 |
| Impact of expenditures charged to the statement of profit and loss in the year but allowed for tax purposes on payment basis | 1,777,246 | 952,810 |
| Gross deferred tax assets | 7,708,977 | 5,256,190 |
| Net deferred tax assets | 7,188,600 | 4,652,460 |
| b. Deferred tax liabilities | | |
| Related to fixed assets (depreciation / amortisation) | 9,967,750 | 10,124,300 |
| Gross deferred tax liabilities | 9,967,750 | 10,124,300 |
| Deferred tax assets | | |
| Impact of expenditures charged to the statement of profit and loss in the year but allowed for tax purposes on payment basis | 2,842,577 | 3,766,293 |
| Gross deferred tax assets | 2,842,577 | 3,766,293 |
| Net deferred tax liabilities | 7,125,173 | 6,358,007 |

30 Employee Benefits Disclosures

| | | |
|---|-----------|-----------|
| Defined Benefit Plans - Gratuity | | |
| As per Accounting Standard - 15 "Employees Benefits", the disclosure as defined in the Accounting Standard are given below: | | |
| 1 Components of employer expense | | |
| (a) Current service cost | 1,332,094 | 1,104,634 |
| (b) Interest cost | 353,480 | 231,240 |

| | | |
|---|-----------------|-----------------|
| (c) Expected return on plan assets | - | - |
| | | (Amount in Rs.) |
| Particulars | 31.03.16 | 31.03.15 |
| (d) Curtailment cost/ (credit) - (excess fund of last year) | - | - |
| (e) Settlement cost/(credit) | - | - |
| (f) Past service cost | - | - |
| (g) Actuarial (gain)/loss | (1,530,026) | 192,127 |
| (h) Total expense/(gain) recognised in the statement of profit and loss | 155,548 | 1,528,000 |
| 2 Net (asset)/liability recognised in balance sheet | | |
| (a) Present value of obligation | | |
| at the end of the year | 5,361,616 | 4,418,500 |
| (b) Fair value of plan assets | | |
| as at end of the year | - | - |
| (c) (Asset)/Liability recognised | | |
| in the balance sheet | 5,361,616 | 4,418,500 |
| 3 Change in defined benefit obligation (DBO) during the year | | |
| (a) Present value of obligation as at beginning of the year | 4,418,500 | 2,890,500 |
| (b) Current service cost | 1,332,094 | 1,104,634 |
| (c) Interest cost | 353,480 | 231,240 |
| (d) Liability transferred in | - | - |
| (e) Actuarial (gain)/loss | - | - |
| (f) Benefits paid | (32,752) | - |
| (g) Past service cost | - | - |
| (h) Actuarial (gains)/losses on obligations | (1,497,274) | 192,127 |
| (i) Present value of obligation as at end of the year | 4,574,048 | 4,418,500 |
| 4 Changes in the fair value of plan assets | | |
| (a) Present value of plan assets as at beginning of the year | - | - |
| (b) Contribution by employer | - | - |
| (c) Expected return on plan assets | - | - |
| (d) Actuarial gain/(loss) | - | - |
| (e) Transfer from other Company | - | - |
| (f) Benefits paid | - | - |
| (g) Fair value of plan assets as at end of the year | - | - |
| 5 Actuarial assumptions | | |
| (a) Discount rate (per annum) | 8.08% | 8.00% |
| (b) Expected rate on return on assets | NA | NA |
| (c) Salary escalation rate* | 6.50% | 6.50% |
| *takes into account the inflation, seniority, promotions and other relevant factors | | |

31 Related Party Disclosures

As per Accounting Standard 18, the disclosures of related parties and transactions with them are given below:

1 Name of the Related Parties :

a Joint Ventures:

Piramal Sunteck Realty Private Limited
Kanaka and Associates (refer note no. 41)
GGICO Sunteck Limited

b Associates:

Topzone Mercantile Company LLP

c Key Management Personnel:

Mr. Kamal Khetan - Chairman & Managing Director

Mr. Jignesh Sanghavi - Executive Director (Retired on 29th September, 2015)
 Mrs. Rachana Hingarajia - Company Secretary
 Mr. Sumesh Mishra - Chief Operating Officer (From 29th May, 2015)
 Mr. Atul Poopal - Executive Director (From 29th September, 2015)

d Entity/Person/s having Significant Influence:

Jignesh Sanghvi (HUF)
 Mrs. Manisha Khetan (Wife of Mr. Kamal Khetan)

e Entities over which Key Management Personnel with his relative having significant influence:

Nivedita Mercantile And Financing Limited
 S W Capital Private Limited
 S W Commodities Private Limited
 Starteck Infraprojects Private Limited

Note : Related party relationship is as identified by the Management and relied upon by the Auditors.

2 Related Party Transactions

(Amount in Rs.)

| Particulars | Associates | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|--|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| i) Transaction during the year | | | | |
| a Rent Income | | | | |
| S W Capital Private Limited | - | - | 4,059,000 | 3,762,000 |
| S W Commodities Private Limited | - | - | 1,353,000 | 1,254,000 |
| Starteck Infraprojects Private Limited | - | - | 2,351,600 | - |
| b Shares of profit | | | | |
| Kanaka and Associates (refer note no. 41) | - | 20,754,250 | - | - |
| Topzone Mercantile Company LLP | 135,204,617 | - | - | - |
| c Interest income | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 42,465,552 | 30,197,223 |
| S W Capital Private Limited | - | - | - | 503,013 |
| d Other income | | | | |
| S W Capital Private Limited | - | - | 144,000 | 35,616 |
| e Salary to Key Management Personnel: | | | | |
| Mr. Kamal Khetan | - | - | 28,785,651 | 16,051,429 |
| Mr. Jignesh Sanghavi | - | - | 2,847,522 | 6,000,000 |
| Mr. Atul Poopal | - | - | 3,750,000 | - |
| Mrs. Rachana Hingarajia | - | - | 1,954,483 | 1,646,874 |
| Mr. Sumesh Mishra | - | - | 6,429,707 | - |
| f Interest expenses | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 124,718,235 | 23,645,969 |
| g Brokerage paid on purchase of Investments | | | | |
| S W Capital Private Limited | - | - | 86,677 | 63,184 |
| h Reimbursement of expenses incurred by the Company | | | | |
| S W Capital Private Limited | - | - | 26,707 | 221,279 |
| Kanaka and Associates (refer note no. 41) | 423,190 | 385,438 | | |
| i Investment written off | | | | |

| Particulars | Associates | | Key Management Personnel / Entities over which Key Management Personnel with his relative having significant influence | |
|---|-------------------------------------|-------------------------------------|--|-------------------------------------|
| | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 | For the year ended 31st March, 2016 | For the year ended 31st March, 2015 |
| Topzone Mercantile Company LLP | 71,459 | - | - | - |
| j Current investment (Current capital) | | | | |
| Topzone Mercantile Company LLP | 1,692,915 | 668,750 | - | - |
| Kanaka and Associates (refer note no. 41) | - | 20,754,250 | | |
| k Loans and advances given | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 1,220,609,089 | 1,125,408,557 |
| l Loans taken | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 4,082,517,374 | 2,117,472,937 |
| Starteck Infraprojects Private Limited | - | - | 636,042,000 | - |
| m Expenses paid on behalf of | | | | |
| Kanaka and Associates (refer note no. 41) | 15,004,741 | - | - | - |
| ii) Outstanding balances at the year end | Rs. | Rs. | Rs. | Rs. |
| a Security deposit payable | | | | |
| S W Capital Private Limited | - | - | 18,000,000 | 18,000,000 |
| b Payable in respect of purchase of investment (including brokerage) | | | | |
| S W Capital Private Limited | - | - | - | 471,398,806 |
| c Loans taken | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 1,548,166,865 | 214,568,458 |
| Piramal Sunteck Realty Private Limited | - | - | 592,992,241 | 602,307,006 |
| GGICO Sunteck Limited | - | - | 4,500,800 | - |
| Starteck Infraprojects Private Limited | - | - | 636,042,000 | - |
| Manisha Khetan | - | - | - | 602,644 |
| d Interest accrued but not due on borrowings | | | | |
| Nivedita Mercantile And Financing Limited | - | - | 111,506,927 | 7,996,907 |
| e Investment in Associates/Joint-Venture | | | | |
| Kanaka and Associates (refer note no. 41) | 50,000,000 | 50,000,000 | - | - |
| Topzone Mercantile Company LLP (refer note no. 45) | 20 | 75,401,100 | - | - |
| f Trade receivables | | | | |
| Mr. Kamal Khetan | - | - | 233,981,170 | 21,500,000 |
| Mrs. Manisha Khetan | - | - | 187,873,463 | 137,450,000 |
| Jignesh Sanghvi (HUF) | - | - | - | 5,769,138 |
| Mr. Jignesh Sanghavi | - | - | - | 12,500,000 |
| Mr. Sumesh Mishra | - | - | 14,081,373 | - |
| S W Capital Private Limited | - | - | 53,844 | 53,670 |
| g Reimbursement receivable | | | | |
| Kanaka and Associates (refer note no. 41) | 371,863 | - | - | - |

| | | | | | |
|----------|---|-------------|------------|-------------|------------|
| h | Loans and advances given | | | | |
| | Nivedita Mercantile And Financing Limited | - | - | 711,332,326 | 59,753,904 |
| | GGICO Sunteck Limited | - | - | 174,729,889 | - |
| | S W Capital Private Limited | - | - | - | 2,245 |
| | Mr. Sumesh Mishra | - | - | 1,200,000 | - |
| i | Current account balance | | | | |
| | Topzone Mercantile Company LLP | 239,767,673 | 27,590,500 | - | - |
| | Kanaka and Associates (refer note no. 41) | 20,754,250 | 20,754,250 | - | - |
| j | Other receivables | | | | |
| | Kanaka and Associates (refer note no. 41) | 15,004,741 | | | |
| | Notes: | | | | |
| | (i) No balances in respect of the related parties has been provided for/written off / written back, except what is stated above | | | | |
| | (ii) The provisions of Section 186 of the Companies Act, 2013 with respect to loans made, guarantee given or security provided, are not applicable to the Group, since the Group is engaged in the business of providing infrastructure facilities. | | | | |

32 Group share in Contingent Liability of Joint-Ventures

The interest of the Group in Joint ventures are listed below :

Piramal Sunteck Realty Private Limited (PSRPL) -50%

Uniworth Realty LLP (URL) -50%

Contingent Liabilities as disclosed in note no. 27(a) above, following items relates to group share in contingent liability of Joint-Ventures

(Amount in Rs.)

| Particulars | | |
|----------------------|--------------|---------------|
| | Current Year | Previous Year |
| Contingent Liability | 487,265 | 25,000,000 |
| | 487,265 | 25,000,000 |

(Amount in Rs.)

| Particulars | 31.03.16 | 31.03.15 |
|--|---|-----------------------|
| | 33 Construction Work-in-Progress | |
| Land cost | 21,275,588,058 | 20,947,714,170 |
| Legal and professional fees | 67,713,033 | 93,238,642 |
| Finance cost | 2,852,853,733 | 3,450,774,940 |
| Employee benefits expenses | 131,229,014 | 229,355,273 |
| Other project related expenses | 5,645,311,948 | 6,062,069,864 |
| Closing Construction work-in-progress | 29,972,695,786 | 30,783,152,889 |
| Less: Opening construction work-in-progress | 30,783,152,889 | 14,348,363,070 |
| Increase /(decrease) in Construction Work-in-Progress | (810,457,103) | 16,434,789,819 |

During the Year, finance cost amounting to Rs. 1,053,611,040 (Previous Year Rs. 2,619,168,630) has been charged to construction work-in- progress in accordance with AS-16 " Borrowing Costs".

34 Disclosure in accordance with Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

The details of amounts outstanding to micro, small and medium enterprises based on available information with the company are as under:

| | | |
|--|---------|-----------|
| Principal amount due and remaining unpaid | 648,676 | 2,475,044 |
| Interest due on above and the unpaid interest | - | - |
| Interest paid | - | - |
| Payment made beyond the appointed day during the year | - | - |
| Interest due and payable for the period of delay | - | - |
| Interest accrued and remaining unpaid | - | - |
| Amount of further interest remaining due and payable in succeeding years | - | - |

| 35 Earnings Per Share (EPS) | | |
|---|---------------|-------------|
| The following reflects the profit and share data used in the Basic and Diluted EPS computations: | | |
| Profit after Tax after minority interest & before considering exceptional items (Rs.) | 1,627,655,400 | 681,577,062 |
| Less : exceptional items (Rs.) | - | - |
| Profit after Tax after minority interest & after considering exceptional items (Rs.) | 1,627,655,400 | 681,577,062 |
| Weighted average number of equity shares of Rs. 2 in calculating basic EPS | 59,966,207 | 59,966,207 |
| Add : Effect of Dilutive Options | - | - |
| Diluted Weighted average number of equity shares of Rs. 2 in calculating Diluted EPS (No.) | 59,966,207 | 59,966,207 |
| Basic and Diluted EPS | 27.14 | 11.37 |

Note No. 36

| Particulars | As at 31st March, 2016 | As at 31st March, 2015 | Interest Rate | Security details | Repayment terms |
|---|------------------------|------------------------|---------------|---|---|
| Secured Debentures | | | | | |
| Non-Convertible Debentures (NCD) | | | | | |
| 2,000 (Previous year Nil) Non-Convertible Debentures Series "A" of Rs. 1,00,000 each" | 200,000,000 | - | 11.75% | a) First pari passu charge by way of mortgage over certain immovable property situated Vileparle (East), Mumbai. b) First pari passu charge on unsold inventory including escrow of rent receivables (both present and future) from the above mentioned mortgaged properties. | Redeemable at par on 13th January, 2017 |
| Term Loan | 199,808,877 | - | 10 - 11% | First mortgage charge over the property (i.e land situated at Andheri, in the name of Poonam CHS, to be developed by the Company for Project - Signia Pride) and the rights to develop the said property. Charge on all present and future current assets relating to the said project. | Repayable in 5 quarterly installments commencing from September 2017. |
| Term Loan | 824,863,073 | 545,000,000 | 13 - 14% | First mortgage charge over the property (i.e project land and structure thereon of project "Signia High" situated at Borivall and assignment of receivables from the project - Signia High | Repayable in 18 monthly installments commencing from 19th month of loan. |
| Term Loan | 1,819,764,592 | 1,813,234,326 | 12 - 14% | First mortgage charge over the property (i.e project land and structure thereon of project "Signia Pearl" situated at "Bandra" and assignment of receivables from the project. | Repayable in 12 monthly installments commencing from 15 January, 2018. |
| Term Loan | 447,516,424 | 2,016,519,582 | 12 - 14% | First mortgage charge over the property (i.e project land and structure thereon of project "Signia Isles" situated at "Bandra" and assignment of receivables from the project. | Repayable in 7 monthly installments commencing from 30th month of loan. |
| Term Loan | 1,575,811,094 | 1,405,575,135 | 2.2%+Libor | Term loan facility of USD 5.25 Crore sanctioned from Deutsche Bank secured by way of Stand-by Letter of Credit (SBLC) facility. | Repayment of first installment equivalent to 10% of first disbursement and second installment equivalent to 10% of second disbursement after 12th and 18th month from the 2nd July, 2014 respectively, thereafter, four equal half yearly installments equivalent to 22.5% of the outstanding loan amount starting from the 24th month from the 2nd July, 2014. |
| Term Loan | 2,301,592,831 | 1,296,293,054 | | First mortgage charge over the property (i.e project land and structure thereon of project "Sunteck City" situated at Goregaon and assignment of receivables from the project. | Repayment in 8 installments after 41th month of loan |
| Bank overdraft | 163,442,459 | 153,893,434 | 12 - 14% | Secured by way of mortgage of a portion of 4th floor in wing A and wing B of the building "Sunteck Centre" situated in Vile Parle. | - |
| Bank overdraft | 6,736,105 | - | 13 - 14% | First mortgage charge over the property (i.e project land and structure thereon of project "Signia Pearl" situated at "Bandra" and assignment of receivables from the project. | - |

| Particulars | As at 31st March, 2016 | As at 31st March, 2015 | Interest Rate | Security details | Repayment terms |
|---|------------------------------|------------------------------|------------------|------------------|---|
| Unsecured Debentures | | | | | |
| Non Convertible Debentures (NCD) | - | 703,110,000 | 6.50% | NA | Repayable in 4 years from the Closing date i.e 14th December 2015 |
| Optionally Convertible Debentures (OCD) | - | 899,100 | 6.50% | NA | Repayable in 4 years from the Closing date i.e 14th December 2015 |
| Related Parties | 2,141,159,106 | 816,875,464 | 10-15% | NA | Repayable on demand |
| Related Parties | 4,500,800 | 602,644 | - | NA | Repayable on demand |
| Body Corporates | 863,700,000 | 1,901,187,451 | 10-15% | NA | Repayable on demand |
| Body Corporates | 1,538,142,000 | 51,650,000 | 10-15% | NA | Repayable on demand |

- 37** In the previous year, pursuant to enactment of the Companies Act, 2013 (the Act), the Group had, effective 1st April, 2014, reviewed and revised the useful life of certain tangible fixed assets, in accordance with Schedule II of the Act. The Company had given impact of Rs.12,67,959 on account of assets whose useful life had already been exhausted on 1st April, 2014 to Retained Earnings. Further, in case of assets acquired prior to 1st April,2014, the carrying value of assets is depreciated over the remaining useful life determined by the Schedule II of the Act. Consequently, depreciation expenses for the previous year were higher by Rs.4,643,719.
- 38** As the group is primarily engaged in only one business segment Viz. " Real Estate/ Real Estate Development and related activities" and substantial activities are carried out in India, there are no separate reportable segments as per Accounting Standard -17 " Segment Reporting".
- 39** The group's normal operating cycle in respect of operations relating to under construction real estate projects may vary from project to project depending upon the size of the project, type of development, project complexities and related approvals. Operating cycle for all completed projects and other business is based on 12 months period. Assets and liabilities have been classified into current and non-current based on the operating cycle of respective businesses.
- 40** In the previous year pursuant to the approval to the Scheme of Amalgamation/Arrangement (the 'Scheme') by the Hon'ble Bombay High Court vide its Order dated 19th December, 2014, all assets and liabilities of erstwhile Sanchit Derivatives Private Limited, (referred to as the "Transferor company" hereinafter), were transferred to and vested in the Sunteck Realty Limited (referred to as the "Transferee company" hereinafter) from 15th January, 2014, the appointed date. The Scheme became effective on 14th February, 2015 upon filing of court order with the Registrar of Companies, Maharashtra. Accordingly, the effect of the Scheme has been given in this financial statements, of financial year 2014-15.

The amalgamation has been accounted for under the Purchase method as specified by the Accounting Standard AS - 14 "Accounting for Amalgamations" prescribed under section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. As on the appointed date, the Transferor company was holding 8,863,845 equity shares of face value of Rs. 2 each of the Transferee company as Investment, which has been cancelled pursuant to the scheme. 8,863,845 equity shares of face value of Rs. 2 each of the Transferee company has been issued to shareholders of Transferor company towards purchase consideration. The difference between excess of the net assets value of the Transferor Company transferred & recorded by the Transferee Company at their respective book values after cancellation of investments, over purchase consideration has been recorded as Capital reserve.

- 41** The Holding Company is a partner in a partnership firm, Kanaka & Associates, in which the group has total exposure comprising of capital invested, loan given and other receivables aggregating to Rs. 86,130,854. Pending settlement of dispute with the other 50% partner and non availability of financial statement for the current year, the group has not consolidated the said firm for the year. Necessary steps for resolving the dispute, including filing arbitration petition in the High Court, have been taken. The management does not expect any material financial impact on settlement of dispute.
- 42**
- a.** In the opinion of the board, all the assets other than fixed assets and non-current investments have a value on realisation in the ordinary course of business at least equal to the amount at which these are stated.
 - b.** The accounts of certain trade receivables, trade payables, loans and advances and banks are, however, subject to formal confirmations/ reconciliations and consequent adjustments, if any. However, there is no indication of dispute on these accounts, other than those mentioned in the financial statements. The management does not expect any material difference affecting the Current Year's financial statements on such reconciliation / adjustments.
- 43** The Group has overdue trade receivables of Rs. 120,350,000 (previous year Rs. 120,350,000) in respect of which necessary steps for its recovery has been taken including filing of legal case . The management is confident of recovering the said dues and therefore, no provision, in their opinion, is considered necessary at this stage.
- 44**
- a) The Group has during the year incorporated two new companies namely, Sunteck Infraprojects Private Limited and Sunteck Real Estates Private Limited. Additionally, Sunteck Fashions and Lifestyle Private Limited a wholly owned subsidiary of the Parent Company, acquired 100% stake in Denise Realities Private Limited (Denise), during the year, Consequently, also attained 100% control over Eleanor Lifespaces Private Limited, the wholly owned subsidiary of Denise.
 - b) During the year, the Group attained 100% control over Satguru Corporate Services Private Limited, by acquiring balance 2% stake from minority shareholder.

- 45** Share of Profit of an associate of Rs. 135,204,617 (previous year NIL) if after adjustment of goodwill written of amounting to Rs. 75,351,100 (previous year NIL).
- 46** Figures pertaining to Previous Year have been regrouped / reclassified wherever found necessary to conform to Current Year presentation.

Signature to Notes No 1 to 46

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Atul Poopal
Executive
Director
(DIN: 07295878)

Sumesh Mishra
Chief Operating
Officer

Kishore Vussonji
Director
(DIN: 00444408)

Ramakant Nayak
Director
(DIN: 00129854)

Rachana Hingrajia
Company Secretary

Place: Mumbai
Date: May 30, 2016

Mahadevan Kalahasthi
Director
(DIN: 01246519)

ANNEXURE - A

Additional information as required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Subsidiary /Associates/ Joint Ventures.

(In Rs.)

| | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | | |
|---|--|---------------|-------------------------------------|---------------|---------------|
| | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount | |
| Parent | | | | | |
| Sunteck Realty Limited | 46.01 | 7,053,570,385 | 172.08 | 1,400,559,638 | |
| Subsidiaries | | | | | |
| Indian | | | | | |
| 1 | Amenity Software Private Limited | 0.34 | 52,022,185 | 0.06 | 490,862 |
| 2 | Magenta Computer Software Private Limited | 0.34 | 51,734,920 | 0.17 | 1,382,676 |
| 3 | Satguru Infocorp Services Private Limited | 0.66 | 101,912,719 | (1.17) | (9,489,345) |
| 4 | Skystar Buildcon Private Limited | (0.37) | (56,257,453) | (2.44) | (19,858,282) |
| 5 | Sunteck Property Holding Private Limited | 0.16 | 24,160,320 | 1.79 | 14,600,195 |
| 6 | Sunteck Realty Holding Private Limited | 0.16 | 24,201,543 | 1.79 | 14,597,124 |
| 7 | Starlight Systems Private Limited | 1.44 | 221,232,271 | 1.11 | 9,061,231 |
| 8 | Sahrish Construction Private Limited | (0.00) | (11,596) | (0.00) | (15,535) |
| 9 | Sunteck Fashion & Lifestyles Private Limited | 0.00 | 43,252 | (0.00) | (17,605) |
| 10 | Starteck Lifestyle Private Limited | (0.00) | (121,434) | (0.02) | (192,900) |
| 11 | Advait Infraprojects Private Limited | 0.05 | 7,926,787 | (0.01) | (72,630) |
| 12 | Satguru Corporate Services Private Limited | 56.90 | 8,723,678,750 | (0.00) | (2,966) |
| 13 | Mithra Buildcon LLP | 0.00 | 100,000 | (0.00) | (8,580) |
| 14 | Sunteck Real Estates Private Limited | 0.00 | 88,681 | (0.00) | (11,319) |
| 15 | Sunteck Infraprojects Private Limited | 0.00 | 88,681 | (0.00) | (11,319) |
| 16 | Denise Realities Private Limited | 1.37 | 210,559,827 | 25.86 | 210,465,885 |
| 17 | Eleanor Lifespaces Private Limited | 5.04 | 773,280,675 | (0.06) | (492,757) |
| 18 | Starlight System (I) LLP | 0.00 | 99,999 | 179.55 | 1,461,358,071 |
| Foreign | | | | | |
| 1 | Sunteck Lifestyle Limited | (1.16) | (178,446,022) | (14.51) | (118,082,393) |
| 2 | Sunteck Lifestyle International Private Limited | 0.07 | 10,278,632 | (0.13) | (1,051,896) |
| 3 | Sunteck Lifestyle Management JLT | (0.23) | (34,876,177) | (4.27) | (34,734,578) |
| Minority Interests in all subsidiaries | | 3.62 | 554,745,882 | (12.38) | (100,726,022) |
| Share of Profit from as associate | | | | | |
| 1 | Topzone Mercantile Company LLP | 0.00 | - | 16.61 | 135,204,617 |
| Joint Ventures (as per proportionate consolidation method) | | | | | |
| 1 | Piramal Sunteck Realty Private Limited | 3.06 | 469,596,221 | 1.32 | 10,780,398 |
| 2 | Nariman Infrastructure LLP | 0.00 | 50,000 | 0.00 | - |
| 3 | Uniworth Realty LLP | 0.00 | 50,000 | 0.00 | - |
| 4 | Assable Buildcon LLP | 0.00 | 50,000 | (0.00) | (3,801) |
| 5 | Pathway Buildcon LLP | 0.00 | 50,000 | (0.00) | (3,801) |
| Foreign | | | | | |
| 1 | GGICO Sunteck Limited | 8.13 | 1,245,851,693 | (2.84) | (23,122,682) |

For and on behalf of the Board of Directors of Sunteck Realty Limited

Kamal Khetan
Chairman & Managing
Director
(DIN:00017527)

Atul Poopal
Executive
Director
(DIN: 07295878)

Sumesh Mishra
Chief Operating
Officer

Kishore Vussonji
Director
(DIN: 00444408)

Ramakant Nayak
Director
(DIN: 00129854)

Rachana Hingrajia
Company Secretary

Mahadevan Kalahasthi
Director
(DIN: 01246519)

Place: Mumbai
Date: May 30, 2016

FORM AOC-I

SALIENT FEATURES OF FINANCIAL STATEMENTS OF SUBSIDIARY / ASSOCIATES / JOINT VENTURES AS PER COMPANIES ACT , 2013

PART "A" : SUBSIDIARIES

| Sr. No | Name of the Subsidiary | Report- ing Current- Cy | Paid Up Share Capital | Reserves & Surplus | Total Assets | Total Liabilities | Investments | Turnover (Including other Income) | Profit / (Loss) before Tax | Profit / (Loss) after Tax | Proposed Dividend | % of share-hold- ing |
|--------|--|-------------------------|-----------------------|--------------------|-----------------|-------------------|----------------|-----------------------------------|----------------------------|---------------------------|-------------------|----------------------|
| 1 | Advaith Infraprojects Private Limited | INR | 81,01,000 | (1,74,213) | 1,27,32,06,775 | 1,27,32,06,775 | 1,05,86,67,043 | 35,38,408 | (72,630) | (72,630) | Nil | 100% |
| 2 | Amenity Software Private Limited | INR | 500,000 | 5,15,22,185 | 6,44,80,604 | 6,44,80,604 | 6,12,64,965 | 29,48,808 | 21,60,426 | 4,90,862 | (48,22,663) | 100% |
| 3 | Magenta Computer Software Private Limited | INR | 500,000 | 5,12,34,920 | 6,32,06,348 | 6,32,06,348 | 5,89,43,657 | 30,29,764 | 23,18,431 | 13,82,676 | 47,90,006 | 100% |
| 4 | Sahrish Construction Pvt Ltd. | INR | 100,000 | (111,596) | 15,25,19,115 | 15,25,19,115 | - | - | (15,535) | (15,535) | Nil | 100% |
| 5 | Satguru Corporate Services Private Limited | INR | 100,000 | 8,72,35,78,750 | 12,96,16,26,697 | 12,96,16,26,697 | 10,578,050 | 8,31,233 | (2966) | (2966) | Nil | 98% |
| 6 | Satguru Infocorp Services Private Limited | INR | 37,50,000 | 9,81,62,719 | 10,93,79,438 | 10,93,79,438 | 5,45,20,304 | 34,31,221 | (1,01,83,769) | (94,89,346) | 45,82,500 | 100% |
| 7 | Skystar Buildcon Private Limited | INR | 100,000 | (5,63,57,453) | 4,83,50,78,545 | 4,83,50,78,545 | - | 1,95,000 | (1,99,37,904) | (1,98,58,282) | Nil | 100% |
| 8 | Starteck Lifestyle Private Limited | INR | 100,000 | (2,21,434) | 53,41,377 | 53,41,377 | - | - | (1,92,900) | (1,92,900) | Nil | 100% |
| 9 | Starlight Systems Private Limited | INR | 40,00,000 | 21,72,32,272 | 28,29,38,252 | 28,29,38,252 | 21,28,61,845 | 5,77,06,149 | 1,35,13,822 | 90,61,230 | 2,50,49,354 | 100% |
| 10 | Sunteck Fashions & Lifestyle Pvt Ltd. | INR | 100,000 | (56,748) | 1,60,252 | 1,60,252 | 1,00,000 | - | (17,605) | (17,605) | Nil | 100% |
| 11 | Sunteck Property Holdings Private Limited | INR | 100,000 | 2,40,60,320 | 3,88,33,307 | 3,88,33,307 | 3,87,58,507 | 1,46,13,537 | 1,46,00,195 | 1,46,00,195 | 1,21,30,438 | 100% |
| 12 | Sunteck Realty Holdings Private Limited | INR | 100,000 | 2,41,01,543 | 3,88,28,881 | 3,88,28,881 | 38,758,007 | 1,46,13,580 | 1,45,97,124 | 1,45,97,124 | 1,21,27,886 | 100% |
| 13 | Sunteck Infraprojects Private Limited | INR | 100,000 | (11,319) | 93,681 | 93,681 | - | - | (11,319) | (11,319) | Nil | 100% |
| 14 | Sunteck Real Estates Private Limited | INR | 100,000 | (11,319) | 93,681 | 93,681 | - | - | (11,319) | (11,319) | Nil | 100% |
| 15 | Denise Realities Private Limited | INR | 100,000 | 21,04,59,827 | 1,06,05,67,327 | 1,06,05,67,327 | 1,06,03,72,575 | 21,04,71,495 | 21,04,59,827 | 21,04,59,827 | Nil | 100% |
| 16 | Eleanor Lifespaces Private Limited | INR | 56,00,000 | 76,76,80,675 | 78,42,17,175 | 78,42,17,175 | - | - | (7,51,426) | (7,51,426) | Nil | 100% |
| 17 | Sunteck Lifestyle Limited | AED | 10,000 | (6,233,453) | 104,284,416 | 104,284,416 | 70,500,000 | 2,028,000 | (6,630,229) | (6,630,229) | Nil | 100% |
| 18 | Sunteck Lifestyle International Pvt Ltd | USD | 172,600 | (15,073) | 163,944 | 163,944 | 29,773 | - | (16,081) | (16,081) | Nil | 100% |
| 19 | Sunteck Lifestyle Management JLT | AED | 100,000 | (1,950,318) | 68,752 | 68,752 | - | - | (1,950,318) | (1,950,318) | Nil | 100% |

PART "B" : ASSOCIATES AND JOINT VENTURES
Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

| Sr. No | Name of Associates/Joint Ventures | 31.03.2016 | Starlight Systems (I) LLP | Assable Buildcon LLP | Mithra Buildcon LLP | Pathway Buildcon LLP | Narman Infrastructure LLP | Topzone Mercantile Company LLP | Uniworth Realty LLP | Kanaka & Associates | GGICO Sunteck Limited |
|-----------|--|----------------------|---------------------------|----------------------|---------------------|----------------------|---------------------------|--------------------------------|---------------------|----------------------------------|-----------------------|
| 1 | Latest Audited Balance Sheet Date | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 | 31.03.2016 |
| 2 | Shares of Associate/Joint Ventures held by the Company on the Year End | | | | | | | | | | |
| | a) Number | 5,00,001 | - | - | - | - | - | - | - | - | 7050 |
| | b) Amount of Investment in Associates/Joint Venture | | | | | | | | | | |
| | c) Extend of Holding % | 50% | 78% | 50% | 100% | 50% | 50% | 25% | 50% | 50% | 50% |
| 3 | Description of how there is significant influence | Due to Share-holding | Due to share in LLP | Due to share in LLP | Due to share in LLP | Due to share in LLP | Due to share in LLP | Due to share in LLP | Due to share in LLP | Due to Share in Partnership Firm | Due to Share holding |
| 4 | Reason why the associate/joint venture is not consolidated | N/A | N/A | N/A | N/A | N/A | N/A | N/A | N/A | N/A | N/A |
| 5 | Networth attributable to Shareholding as per latest audited Balance Sheet | 46,95,96,222 | 1,46,97,22,565 | 57,246 | 61,550 | 56,377 | 44,24,45,428 | N/A | 4,89,35,000 | N/A | 69,201,680 |
| 6 | Profit/Loss for the year | | | | | | | | | | |
| i | Considered in Consolidation | 10,780,398 | 1,461,358,071 | (3,801) | (8,580) | (3,801) | - | N/A | - | N/A | (485,907) |
| ii | Not Considered in Consolidation | - | - | - | - | - | - | - | - | - | - |



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