

INDEPENDENT AUDITOR'S REPORT

To the Members of **GREEN RETREAT AND MOTELS PRIVATE LIMITED**

1) Report on the Financial Statements

We have audited the accompanying financial statements of **GREEN RETREAT AND MOTELS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

2) Management's Responsibility for the Financial Statements.

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporation Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control 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.

3) Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

4) Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) In the case of the Statement of Profit and Loss, of the Expenditure Incurred by the Company for the year ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.



5) Report on Other Legal and Regulatory Requirements

- a) As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- b) As required under provisions of section 227(3) of the Companies Act, 1956, we report that:
- i) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - ii) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.;
 - iii) 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;
 - iv) In our opinion, the Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956 read with the General Circular 15/2003 dated 13th September 2013 of the ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 ;
 - v) On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Act.

201, Suchet Chambers,
1224/5, Naiwala, Bank Street,
Karol Bagh,
Delhi- 110005

Delhi
May 23, 2014

A.K. Jindal & Associates
Chartered Accountants
Firm Registration No. 006659N
By the hand of


Ashok Gupta
Partner

Membership No. 085175



ANNEXURE TO INDEPENDENT AUDITOR'S REPORT

(Annexure referred to in paragraph 5(a) of the Independent Auditor's report of even date to the members of GREEN RETREAT AND MOTELS PRIVATE LIMITED on the financial statements for the year ended March 31, 2014)

- I. (a) The Company has maintained proper record showing full particulars quantity details and situation of the Fixed Assets.

(b) During the year the management has physically verified the fixed assets in the phased programme which, in our opinion is reasonable having regard to the size and nature of the company. Discrepancies noticed on such verification were not material and have been properly dealt with in books of accounts.

(c) During the year no part of Fixed Assets was disposed off by the Company.
- II. The Company does not own any inventory. Accordingly, provisions of clauses (ii) (a), (ii) (b) and (ii) (c) of paragraph 4 of the Order are not applicable to the Company.
- III. (a) In our opinion and according to information and explanations given to us the company had taken unsecured loan from parties covered in the register maintained under section 301 of the Companies Act 1956. The Maximum amount involved during the year was Rs.46,99,47,470/- and yearend balance of loans taken from such parties was Rs.26,04,42,470/- . The rate of interest and other terms and conditions of loan taken by the company are prima facie not prejudicial to the interest of the company. There is no overdue amount.

(b) According to information and explanations given to us the company had not granted any loans secured or unsecured to/from companies, firms or other parties covered in the register maintenance under section 301 of the Companies Act, 1956.
- IV. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business. During the course of our audit, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in internal control systems.
- V. (a) Based on the audit procedures applied by us, and according to the information and explanations provided by the management, we are of the opinion that the transactions that need to be entered into the register maintained under section 301 of the Companies Act, 1956 have been so entered.

(b) Transactions made in pursuance of such contracts or arrangements have been made at prices which are reasonable, having regard to the prevailing market prices at the relevant time.



- VI. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 58A, 58AA or any other relevant provisions of the Act and the rules framed there under.
- VII. In our opinion and according to the information and explanation given to us, the Company is not subject to internal audit. However, the Company has an internal control system commensurate with its size and nature of its business.
- VIII. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under clause (d) of sub-section (1) of section 209 of the Act in respect of activities carried out by the Company.
- IX. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education and protection fund, employees' state insurance, income-tax, sales tax, wealth-tax, service tax, customs duty, cess and other statutory dues to the extent applicable to it, and no undisputed amounts payable were outstanding as at March 31, 2014 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty, excise duty and cess that have not been deposited by the Company with appropriate authorities on account of dispute.
- X. The Company does not have any accumulated losses as at the end of the financial year. The Company has not incurred any cash loss during the financial year covered by our audit and in the immediately preceding financial year. However there is a loss of Rs. 1000/- in Profit and Loss Account due to prior period income tax liability of Rs. 1000/- (2010-11)
- XI. The Company did not have any outstanding dues to any banks, financial institutions or debenture holders.
- XII. The Company has not granted any loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- XIII. The Company is not a chit fund or a nidhi mutual benefit fund/society.
- XIV. The Company is not dealing or trading in shares, securities or debentures.
- XV. According to the Information and explanations given to us, the Company has not given any guarantee during the year , for loans taken by others from banks or financial institutions.
- XVI. The Company has not obtained any term loans.
- XVII. According to the information and explanations given to us, the Company has not raised any funds on short term basis.
- XVIII. The Company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Companies Act, 1956 during the year.



- XIX. The Company has not issued any debentures during the year.
- XX. The Company has not raised any money by way of public issue during the year
- XXI. 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 on or by the Company, noticed or reported during the year, nor have we been informed of any such case by the management.

201, Suchet Chambers,
1224/5, Naiwala, Bank Street,
Karol Bagh,
Delhi- 110005

Delhi
May 23, 2014

A.K. Jindal & Associates
Chartered Accountants
Firm Registration No. 006659N
By the hand of

Ashok Gupta
Partner
Membership No. 085175



GREEN RETREAT AND MOTELS PVT. LTD.
H-65, Connaught Circus, New Delhi - 110001
Balance Sheet As At March 31, 2014

Particulars	Note No.	As at March 31st March 2014	As at March 31st March 2013
I EQUITY AND LIABILITIES			
(1) Shareholders Funds	1	84,160,290.00	64,160,290.00
(a) Share capital	2	51,669,429.83	51,670,429.83
(b) Reserves and surplus			
(3) Non-current liabilities	3	260,442,470.00	338,562,470.00
(a) Long term borrowings	4	30,000,000.00	-
(b) Other Long term liabilities			
(4) Current Liabilities	5	255,688.00	258,044.00
(a) Other Current liabilities			
TOTAL		406,527,877.83	454,651,233.83
II ASSETS			
(1) Non-Current assets			
(1) (a) Fixed Assets	6	105,428,445.83	103,513,059.83
(i) Tangible assets	7	253,579,500.00	253,579,500.00
(b) Non Current Investment	8	47,510,131.00	47,510,131.00
(c) Long Term Loans and Advances			
(2) Current Assets	9	8,158.00	48,543.00
(a) Cash and cash equivalents	10	1,643.00	50,000,000.00
(b) Other Current Assets			
TOTAL		406,527,877.83	454,651,233.83
Significant accounting Policies and Notes on Accounts	13		

As per our Report of even date attached

For A.K. Jindal & Associates
 Firm Registration No. 006859N
 Chartered Accountants



Partner

Membership No. 085175

For and on behalf of the Board of Directors
DIRECTORS

Amit Sarin(DIN00015837)

28, Sri Ram Road, Civil Lines, Delhi-110054

Pankaj Nakra(DIN 00383673)

B-10, Bijali Apartments, 12 Jamail Bagh,
 G.T. Road, Delhi-110033

Heera Lal (ACS 29783)
 (Company Secretary)

V.P.O. -Budhabar, The. Mukerian, Distt.
 Hoshiapur, Punjab.

Place: Delhi
 Dated: 23.05.2014

GREEN RETREAT AND MOTELS PVT. LTD.
H-65, Connaught Circus, New Delhi - 110001
Statement of Profit And Loss Account For the Year Ended March 31, 2014

Particulars	Note No.	For the year Ended 31.3.2014	For the year Ended 31.3.2013
I Revenue from operations		-	-
II Other Income		-	-
III Total Revenue (I+II)		-	-
IV Expenses :			
Employee Benefit Expenses	11	337,542.00	309,589.00
Other Expenses	12	1,577,844.00	1,134,189.00
Less: Expenditure Capitalised during the year		(1,915,386.00)	(1,443,778.00)
Total Expenses		-	-
V. Profit before exceptional and extraordinary item and tax (III-IV)		-	-
VI. Exceptional Items			
Prior Period		(1,000.00)	-
VII Profit before Extraordinary Items and tax (V-VI)		(1,000.00)	-
VIII Extraordinary Items		(1,000.00)	-
IX Profit before tax (VII-VIII)		(1,000.00)	-
X Tax expense			
current tax		(1,000.00)	-
XI Profit /(Loss) for the period from Continuing operations (IX-X)		-	-
XII Profit /(Loss) from discontinuing operations			
XIII Tax Expenses of discontinuing operations			
XIV Profit /(Loss) from discontinuing operations (after tax XII-XIII)		(1,000.00)	-
XV Profit/(Loss) for the period (XII-XIV)		-	-
XVI Earning per equity share:			
(1) Basic		0.00	-
(2) Diluted		0.00	-

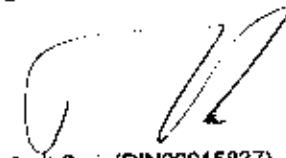
Significant accounting Policies and Notes on Accounts
As per our Report of even date attached


For and on behalf of the Board of Directors


DIRECTORS

For A.K. Jindal & Associates
Firm Registration No. 096659N
Chartered Accountants & Associates


(Ashok Gupta)
Partner
Membership No. 085175


Amit Sarin (DIN00015837)
28, Sri Ram Road, Civil Lines, Delhi-110054


Pankaj Nakra (DIN 00383673)
B-10, Bijali Apartments, 12 Jamail Bagh,
G.T. Road, Delhi-110033


Heera Lal (ACS 29783)
(Company Secretary)
V.P.O. -Budhabar, The. Mukerian, Distt.
Hoshiapur, Punjab.

Place: Delhi
Dated: 23.05.2014

NOTE NO.

	31.03.2014	31.03.2013
	<u>Rupees</u>	<u>Rupees</u>
1 <u>SHARE CAPITAL</u>		
a) Authorised		
7000000 (7000000) Equity Shares of Rs.10 (Rs. 10) each	<u>70,000,000.00</u>	<u>70,000,000.00</u>
b) Issued,Subscribed & paid up	<u>64,160,290.00</u>	<u>64,160,290.00</u>
6416029 (6416029) Equity Shares of Rs.10/- each fully paid-up		
c) Reconciliation of equity share capital	<u>As at March 31, 2014</u>	<u>As at March 31, 2013</u>
	<u>Number</u>	<u>Amount</u>
	<u>Number</u>	<u>Amount</u>
Number of shares outstanding at the beginning of the year	6416029	64160290
Number of shares outstanding at the end of the year	6416029	64160290
d) Shares held by holding Company, Anant Raj Ltd.		
i) 6416029 (6416029) Equity Shares	64160290	64160290
e) Shares in the company held by each share holder holding more than 5% shares		
<u>Name of Shareholders</u>		
1) Anant Raj Ltd.		
a) Number of equity shares held	6416029	6416029
% of shareholding	100%	100%
2 <u>RESERVES & SURPLUS</u>		
<u>Profit & Loss Account</u>		
Opening Balance	51,670,429.83	51,670,429.83
Add: Profit during the year	(1,000.00)	-
Closing Balance	<u>51,669,429.83</u>	<u>51,670,429.83</u>
3 <u>LONG TERM BORROWINGS</u>		
1) Loans & advances from Related Parties	<u>260,442,470.00</u>	<u>338,562,470.00</u>
Unsecured From Holding Company		
- The Above loan is not guaranteed by Directors/Others		
- Term of Repayment Interest Free		
- Long Term Loan		
- As on Balance Sheet Date there is no default in payment of loans & interest .		
4 <u>OTHER LONG TERM LIABILITIES</u>		
Advance for which value to be given	<u>30,000,000.00</u>	-
	<u>30,000,000.00</u>	-



5 OTHER CURRENT LIABILITIES

<u>Other Payable</u>	110,959.00	110,959.00
Advance for which value to be given	15,581.00	
Bank Overdraft	38,875.00	108,252.00
Sundry Creditors for Capital Goods & Services	5,888.00	11,393.00
Statutory Dues Payable	84,385.00	27,440.00
Expenses Payable	<u>255,688.00</u>	<u>258,044.00</u>

6 FIXED ASSETS

<u>Tangible Assets</u>	62,248,200.00	62,248,200.00
Land (Free Hold)		
	<u>62,248,200.00</u>	<u>62,248,200.00</u>
Hotel Building	41,264,859.83	39,814,331.83
Add: Addition during the year	1,915,386.00	1,450,528.00
	<u>43,180,245.83</u>	<u>41,264,859.83</u>
(a) + (b)	105,428,445.83	103,513,059.83

Addition to Hotel Building Current Year Rs. 19,15,386.00

7 NON-CURRENT INVESTMENT

(1) Madras Stock Exchange Limited	3,579,500.00	3,579,500.00
1360210 Equity Shares of Rs. 1.00 each fully paid up		
(2) Edge to Edge Buildrop Pvt. Ltd.	250,000,000.00	250,000,000.00
2500000 Equity Shares of Rs. 10.00 each fully paid up	<u>253,579,500.00</u>	<u>253,579,500.00</u>

8 LONG TERM LOANS & ADVANCES

<u>Other Loans & Advances</u>		
Unsecured Considered Goods	40,000,000.00	40,000,000.00
Capital Advance		
Others	7,510,131.00	7,510,131.00
MAT Credit Entitlement	<u>47,510,131.00</u>	<u>47,510,131.00</u>

9 Cash and Cash Equivalents

Bank balance in current account with State Bank of India	-	40,615.00
Cash in Hand	3,158.00	2,928.00
Total Cash and Cash Equivalents	<u>3,158.00</u>	<u>43,543.00</u>
Other Bank Balances with Federal Bank (FDR)	5,000.00	5,000.00
Deposits with original Maturity of More than 12 Months	5,000.00	5,000.00
Total Bank Balances	<u>10,000.00</u>	<u>10,000.00</u>
Total Cash and Bank Balances	<u>13,158.00</u>	<u>53,543.00</u>

10 Short-term loans and Advances

Advance Recoverable in Cash or Kind	<u>1,643.00</u>	<u>50,000,000.00</u>
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11 Employee Benefit Expenses

Salary & Wages	<u>337,542.00</u>	<u>309,589.00</u>
	337,542.00	309,589.00



	31.03.2014	31.03.2013
	<u>Rupees</u>	<u>Rupees</u>
12 OTHER EXPENSES		
Advertisement Exps.	5,476.00	-
Interest	143.00	408.00
Security Charges	272,640.00	477,580.00
Bank Charges	266.00	227.00
Electricity Charges	76,540.00	89,670.00
Filing Fees	14,776.00	1,124.00
Legal & Professional	664,669.00	51,405.00
House Tax	472,870.00	487,722.00
Survey Fees	26,000.00	
Audit Fee	17,500.00	17,500.00
Rent	26,964.00	8,553.00
	<u>1,577,844.00</u>	<u>1,134,189.00</u>

13 Notes to Accounts

Accounting Policies and Notes on accounts

1 Significant Accounting Policies

i Conventions

The Accounts have been prepared Primarily under the historical Cost Convention and on the accrual basis of accounting

ii Fixed Assets

Fixed assets are stated at cost including duties, taxes and all other incidental expenses to bring the assets to its intended purposes .

2 Notes Forming part of accounts:

i In the opinion of the Board of Directors all assets other than fixed assets and non current investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated .

ii The company is a wholly owned subsidiary of Anant Raj Ltd. since all shares are held by Anant Raj Ltd. and its nominees.

iii Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the Income tax Act, 1961 Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.



3 Related Party Disclosures

i. Name of related parties and description of relationship:

1. Holding Company Anant Raj Ltd.

ii. Transactions with related parties

Holding Company

Loan Received from holding company Rs. 151880000 (PY. 81430000)

Loan Repaid Rs. 230000000(PY.30000000)

iii. Closing Balances with related parties: Rs. 260442470(PY. 338562470)

4 Segment Reporting

The company has no reportable Business or Geographical segment

5 Earning per Shares

Particulars		2013-2014 (1000)	2012-2013 0
Loss attributable in the Shareholders	(A)		
Basic/Weighted average number of Equity			
Shares outstanding during the year	(B)	6416029	6416029
Nominal Value of Equity Shares		10	10
Basic Diluted Earnings per Shares	(A/B)	0.00	N/A

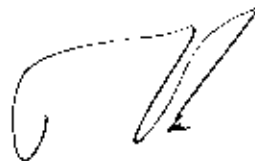
6 Previous year figures have been regrouped wherever found necessary .

7 Signature to the above Schedules which form an integral Part of the Balance Sheet and Profit & Loss Account.

DIRECTORS

Place : Delhi

Dated:23.05.2014



Amit Sarin(DIN00015837)

28, Sri Ram Road, Civil Lines, Delhi-110054




Pankaj Nakra(DIN 00383673)

B-10, Bijali Appartments, 12 Jamail Bagh,
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(Company Secretary)

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Hoshiapur, Punjab.

GREEN RETREAT AND MOTELS PYT. LTD.
H-65, Connaught Circus, New Delhi-110001
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

	For the year ended March 31, 2014 Rs.	For the year ended March 31, 2013 Rs.
A. CASH FLOW FROM OPERATIONS		
Profit before tax and extraordinary items	-	-
Interest received	-	-
Unamortised Expenditure Written off	-	-
Dividend received	-	-
Adjustment for:		
- Miscellaneous expenditure	-	-
- Preoperative expenditure pending capitalisation	-	-
Operating profit before working capital changes	<u>-</u>	<u>-</u>
Adjustment for:		
- Loans and advances	30,000,000	-
- Long term liabilities	(2,356)	(24,086)
- Current liabilities	<u>29,997,644</u>	<u>(24,086)</u>
Cash generated from operations	(1,000)	-
Income Tax (Previous Year)	<u>29,996,644</u>	<u>(24,086)</u>
Net cash flow from operating activities	(A)	
B. CASH FLOW FROM INVESTING ACTIVITIES		
Addition to fixed assets	(1,915,386)	(1,450,528)
Capital Advance	-	-
Advance Recoverable In Cash or In kind	49,998,357	(50,000,000)
Investment in shares	-	-
Dividend received	-	-
Net cash flow from investing activities	(B)	
C. CASH FLOW FROM FINANCING ACTIVITIES		
Increase/(Decrease) in unsecured loans	(78,120,000)	51,430,000
Interest received	-	-
Net cash used in financing activities	(C)	
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(A+B+C)	
Cash and cash equivalents - Opening balance	(40,385)	(44,614)
Cash and cash equivalents - Closing balance	48,543	93,157
	8,158	48,543

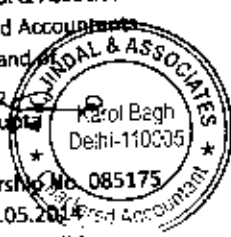
Note: Figures in brackets indicate cash outflow

This is the cash flow statement referred to in our report of even date.

A.K. Jindal & Associates

Chartered Accountants

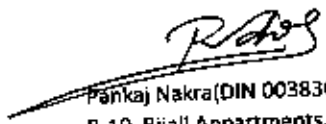
By the hand of


 Ashok Gupta
 Partner
 Date: 23.05.2014
 Place: New Delhi

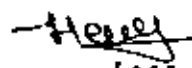
Directors


 Amit Sarin (DIN00015837)

28, Sri Ram Road, Civil Lines, Delhi-110054


 Pankaj Nakra (DIN 00383673)

B-10, Bijali Apartments, 12 Jarnal Bagh,
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