

INDEPENDENT AUDITOR'S REPORT

To the Members of **High Land Meadows Private Limited**

1) Report on the Financial Statements

We have audited the accompanying financial statements of **High Land Meadows 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 Loss 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 High Land Meadows Private Limited on the financial statements for the year ended March 31, 2014)

- I. The Company does not own any fixed assets. Accordingly, provisions of clauses (i)(a), (i)(b) and (i)(c) of paragraph 4 of the Order are not applicable to 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. 4,73,60,000/- and year end balance of loans taken from such parties was Rs. NIL . 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 granted loans to one company covered in the register maintenance under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 27,01,15,000/- and the year end balance from such parties was Rs. 6,49,55,000/-
- 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 incurred cash loss during the financial year covered by our audit and in the immediately preceding financial year.
- 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.



- 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.
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HIGH LAND MEADOWS PVT. LTD.
E-2, Jhandewalan Extension, New Delhi -110055
Balance Sheet as at March 31, 2014

Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
I EQUITY AND LIABILITIES			
(1) Shareholders Funds			
(a) Share capital	1	625,000.00	625,000.00
(b) Reserves and surplus	2	499,311,560.99	499,325,227.99
(2) Non-current liabilities			
(a) Long term borrowings	3	-	47,360,000.00
(3) Current Liabilities			
(a) Other Current liabilities	4	8,362.00	7,500.00
TOTAL		499,944,922.99	547,317,727.99
II ASSETS Non-Current assets			
(1) Non-Current assets			
(a) Non Current Investment	5	252,500,000.00	252,500,000.00
(b) Long-term loans and Advances	6	247,425,000.00	294,795,000.00
(2) Current Assets			
(a) Cash and cash equivalents	7	19,822.99	22,727.99
TOTAL		499,944,922.99	547,317,727.99
Significant accounting Policies and Notes on Accounts	9		

This is the Balance Sheet referred to in our report of even date.


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


Ashok Gupta
Partner
Membership No. 085175



For and on behalf of the Board of Directors
DIRECTORS


Amit Sarin (DIN 00015837)
28, Sri Ram Road, Civil Lines, Delhi-110054



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


Place: Delhi
Dated: 23.05.2014

HIGH LAND MEADOWS PVT. LTD.
E-2, Jhandewalan Extension, New Delhi -110055
Statement of Profit And Loss Account For the Year Ended March 31, 2014

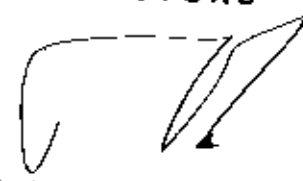
Particulars	Note No.	For the year Ended 31.3.2014	For the year Ended 31.3.2013
I Revenue from operations			
II Other Income			
III Total Revenue (I+II)			
IV Expenses :			
Other Expenses	8	13,667.00	9,388.00
Total Expenses		13,667.00	9,388.00
V. Profit before exceptional and extraordinary item and tax (III-IV)		(13,667.00)	(9,388.00)
VI. Exceptional Items			
VII Profit before Extraordinary Items and tax (V-VI)		(13,667.00)	(9,388.00)
VIII Extraordinary Items			
IX Profit before tax (VII-VIII)			
X Tax expense		(13,667.00)	(9,388.00)
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)			
XV Profit/(Loss) for the period (XII-XIV)		(13,667.00)	(9,388.00)
XVI Earning per equity share:			
(1) Basic		(2.19)	(1.50)
(2) Diluted		(2.19)	(1.50)
Significant accounting Policies and Notes on Accounts As per our Report of even date attached	9		

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



(Ashok Gupta)
 Partner
 Membership No. 086475



For and on behalf of the Board of Directors
DIRECTORS


 Amit Sarin (DIN 00015837)
 28, Sri Ram Road, Civil Lines, Delhi-110054

Place: Delhi
 Dated: 23.05.2014


 Parikaj Nakra (DIN 00383673)
 B-10, Bijali Appartments, 12, Jarnail Bagh,
 G.T.Road, Delhi-110033

NOTE NO.

	31.03.2014 Rupees		31.03.2013 Rupees	
1 SHARE CAPITAL				
a) Authorised 10000 (10000) Equity Shares of Rs.100 (Rs. 100) each		1,000,000.00		1,000,000.00
b) Issued,Subscribed & paid up 6250 (6250) Equity Shares of Rs.100/- each fully paid-up		625,000.00		625,000.00
c) Reconciliation of equity share capital	As at March 31, 2014		As at March 31, 2013	
	Number	Amount	Number	Amount
Number of shares outstanding at the beginning of the year	6250	625000	6250	625000
Number of shares outstanding at the end of the year	6250	625000	6250	625000
d) Shares held by holding Company, Anant Raj Ltd.				
i) 5000 (5000) Equity Shares		500000		500000
Shares held by Nilgiri Infrastructure Development Ltd.				
ii)1250 (1250) Equity Shares		125000		125000
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		5000		5000
% of shareholding		80%		80%
2) Nilgiri Infrastructure Development Ltd.				
a) Number of equity shares held		1250		1250
% of shareholding		20%		20%
2 RESERVE & SURPLUS				
<u>Securities Premium Reserve</u>				
Share Premium		499,875,000.00		499,875,000.00
<u>Profit & Loss Account</u>				
Opening Balance	(549,772.01)		(540,384.01)	
Add: Profit/Loss during the year	(13,667.00)		(9,988.00)	
Closing Balance	(563,439.01)	(563,439.01)	(549,772.01)	(549,772.01)
		499,311,560.99		499,325,227.99
3 LONG TERM BORROWINGS				
1) Loans & advances from Related Parties				
Unsecured From Holding Company				47,360,000.00
- 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 OTHER CURRENT LIABILITIES				
Expenses Payable		8,362.00		7,500.00



5 NON CURRENT INVESTMENT
INVESTMENT IN EQUITY INSTRUMENT (UNQUOTED)

a) Trade Investments

25000000 Equity Shares of Rs. 10 each of Vishwas Marketing Services Pvt.Ltd. 250,000,000.00 250,000,000.00

Long term trade investments - Unquoted

b) Investment in Subsidiaries

50000 Equity Shares of Rs. 10 each of Capital Buildcon Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Krishna Buildtech Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Rising Realty Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Advance Buildcon Pvt. Ltd.	500,000.00	500,000.00
50000 Equity Shares of Rs. 10 each of Ankur Buildcon Pvt. Ltd.	500,000.00	500,000.00
	<u>500,000.00</u>	<u>500,000.00</u>
	<u>252,500,000.00</u>	<u>252,500,000.00</u>

6 LONG TERM LOANS & ADVANCES

(Unsecured)

i) Loans & Advances to Related Parties
 Loan to Subsidiaries

64,855,000.00 270,095,000.00

ii) Others

Advance Recoverable in Cash Kind

182,470,000.00	24,700,000.00
<u>247,425,000.00</u>	<u>294,795,000.00</u>

7 CASH AND CASH EQUIVALENTS

Cash in Hand		
Bank balance in current account with State Bank of India	2,422.00	2,422.00
	<u>17,500.99</u>	<u>20,305.99</u>
	<u>19,922.99</u>	<u>22,727.99</u>

8 OTHER EXPENSES

Filing Charges	4,200.00	607.00
Legal & Professional	1,967.00	1,281.00
Auditor's Remuneration		
Audit Fee	7,500.00	7,500.00
Unamortised Expenditure written off		
	<u>13,667.00</u>	<u>9,388.00</u>



9 Notes to Accounts

Accounting Policies and Notes on accounts

(A) Significant Accounting Policies

1 Conventions

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

2 Investment

Investment in Subsidiaries are stated at cost and diminution in value if any is provided.

(B) Notes Forming part of accounts:

1 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 .

2 The company is a subsidiary Company of M/s. Anant Raj Ltd. since 5000 Equity Shares of Rs. 100/-each fully paid up (Out of total No. of 6250 Equity Shares fullt paid up of Rs. 100/- each)

Share holding pattern

<u>S N</u>	<u>Name of the Company</u>	<u>% holding</u>
1	Anant Raj Ltd	80
2	Nilgiri Infrastructure Development Ltd.	20

3 Related Party Disclosures

i. Name of related parties and description of relationship:

1. Holding Company	Anant Raj Ltd.
2. Subsidiary Company	Capital Buildcon Pvt. Ltd. Krishna Buildtech Pvt.Ltd. Rising Realty Pvt. Ltd. Advance Buildcon Pvt.Ltd. Ankur Buildcon Pvt.Ltd.
3. Associate Company	Vishwas Marketing Services Pvt. Ltd.

ii. Transactions with related parties

Particulars	Holding Company Rs.	Subsidiary Company Rs.
Loan Received	30000 (P.Y.95000000)	205160000 (PY. NIL)
Loan Paid/ Repaid	47390000 (P.Y.70300000)	20000(PY. 20000)

III Closing Balances with related parties:

Name of Transactions	Holding Company	Subsidiaries Co.
Outstanding payable Anant Raj Ltd.	NIL (P.Y. 47360000)	
Outstanding Receivable Rising Realty Pvt. Ltd.		NIL (P.Y. 103170000)



Krishna Buildtech Pvt. Ltd.

NIL
(P.Y. 101970000)

Ankur Buildcon Pvt. Ltd.

12,325,000
(P.Y.12325000)

Capital Buildcon Pvt. Ltd.

52,630,000
(P.Y. 52630000)

Investments

Vishwas Marketing Services Pvt. Ltd.(Associate Co.)

No. of Shares
25,000,000
(P.Y. 25000000)

Amount
250000000
(P.Y. 250000000)

4 Segment Reporting

The company has no reportable Business or Geographical segment

5 Earning per Shares

Particulars

Profit attributable in the Shareholders

(A)

2013-2014
(13667.00)

2012-2013
(9388.00)

Basic/Weighted average number of Equity

Shares outstanding during the year

(B)

6250

6250

Nominal Value of Equity Shares

100

100

Basic Diluted Earnings per Shares A/B

(2.19)

(1.50)

6 The statement required under-section 212 of the Companies Act. 1956 of the Company's subsidiaries, are appended .

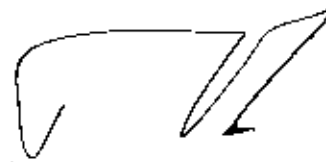
7 Previous year figures have been regrouped wherever found necessary .

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

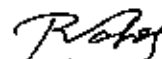
Place : Delhi

Dated: 23.05.2014

DIRECTORS



Amit Sarin(DIN 00015837)
28, Sri Ram Road, Civil Lines, Delhi-110054



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

HIGH LAND MEADOWS PRIVATE LIMITED
E-2, Jhandewala Extension, New Delhi- 11 0001
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2014

Particulars	For the year ended March 31, 2014 Rs.	For the year ended March 31, 2013 Rs.
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax and extraordinary items	(13,667)	(9,388)
Adjustment for:		
Unamortised Expenditure Written off	-	-
Depreciation	-	-
Interest paid	-	-
Interest received	-	-
Operating profit before working capital changes	(13,667)	(9,388)
Adjustment for:		
Inventories	-	-
Sundry creditors and other payables	862	-
Trade and other receivables	-	-
Long term Loans & Advances	-	-
Cash generated from operations	205,140,000	(20,000)
Taxes Paid Including TDS	205,127,195	(29,388)
NET CASH FROM OPERATING ACTIVITIES	(A) 205,127,195	(29,388)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Additions to fixed assets including project in progress	-	-
Capital Advances for Property Purchase	-	-
Investment made in Shares	-	-
Advance Recoverable	-	-
Interest received	(157,770,000)	(24,700,000)
NET CASH FLOW FROM/(USED IN) INVESTING ACTIVITIES	(B) (157,770,000)	(24,700,000)
C. CASH FLOW FROM FINANCE ACTIVITIES		
Proceeds from issue of Share Capital	-	-
Proceeds from Share Premium on issue of share	-	-
Increase in unsecured loans	(47,360,000)	24,700,000
Interest paid	-	-
NET INCREASE IN CASH AND CASH EQUIVALENTS	(C) (47,360,000)	24,700,000
D. NET INCREASE IN CASH AND CASH EQUIVALENTS	(A+B+C) (2,805)	(29,388)
Cash and cash equivalents opening balance	22,728	52,116
Cash and cash equivalents closing balance	19,923	22,728

Note: Figures in brackets indicate cash outflow.

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

For A K Jindal & Associates
Chartered Accountants



Director

Amit Sarin (DIN 00015837)
28, Sri Ram Road, Civil Lines, Delhi-110054

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

Place New Delhi.
Date : 23.05.2014