Deloitte Haskins & Sells

Chartered Accountants 7th Floor, Building 10, Tower B, DLF Cyber City Complex, DLF City Phase - II, Gurgaon - 122 002, Haryana

Tel: +91 124 679 2000 Fax: +91 124 679 2012

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ILD MILLENIUM PRIVATE LIMITED Report on the Financial Statements

We have audited the accompanying financial statements of **ILD MILLENIUM PRIVATE LIMITED** ("the **Company**"), which comprise the Balance Sheet as at 31 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 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 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 prescribed under section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order under section 143 (11) of the Act.

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

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

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





Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2016, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
- e) On the basis of the written representations received from the directors as on 31 March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements Refer Note 22.3 (i) to the financial statements,
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses- Refer Note 22.3 (iv) to the financial statements,
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company- Refer Note 22.3 (v) to the financial statements,

2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

B Place: Gurgaon Date: 29-SEP-2016



Chartered Accountants (Firm's Registration No. 015125N) MM



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ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

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

We have audited the internal financial controls over financial reporting of ILD MILLENIUM PRIVATE LIMITED ("the Company") as of 31 March, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

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 Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 auditor's 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





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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

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In our opinion, to the best of our information and according to the explanations given to us, 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 31 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 Deloitte Haskins & Sells Chartered Accountants (Firm's Registration No. 015125N)

Jaski Charlered tountab

Vijay Agarwal Partner (Membership No.094468)



Place: Gurgaon Date: 29 - SEP - 2016

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) The Company does not have any immovable properties of freehold or leasehold land and building, as fixed assets and hence reporting under clause (i)(c) of the Order is not applicable.
- (ii) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deeds, site visits by the Management and certification of extent of work completion by competent persons, are at reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of the Order is not applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public during the year.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Incometax, Service Tax, Cess, Value Added Tax and other material statutory dues applicable to it with the appropriate authorities. We are informed that the provisions of Employees Provident Fund and Miscellaneous Provisions Act, 1952, Employees State Insurance Act, 1948 are not applicable to the Company and the Company's operations, during the year, did not give rise to any liability for Customs Duty, Excise Duty, and Sales Tax.





- (b) There were no undisputed amounts payable in respect of Income-tax, Service tax, Value added tax, and other material statutory dues in arrears as at 31 March, 2016 for a period of more than six months from the date they became payable.
- (c) Details of Income-tax and Value added tax which have not been deposited as on March 31, 2016 on account of disputes, is given below:

Name of statute	Nature of dues	dispute is amount relates		Amount involved (Rs.)	Amount unpaid (Rs.)
Income Tax Act, 1961	Income Tax	Commissioner of Income Tax (Appeals)	2012-13	66,302,870	66,302,870
Haryana Value Added Tax Act, 2003	Value Added Tax	Joint excise and taxation commissioner	2010-11, 2011-12. 2012-13, 2013-14	12,697,575	66,75,499

We are informed that there are no dues in respect of Service Tax which have not been deposited on account of disputes.

- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and dues to debenture holders. The Company has not taken any loans from banks and government.
- (ix) No money was raised by way of initial public offer/ further public offer (including debt instruments). In our opinion and according to the information and explanations given to us the term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The Company is a private company and hence the provisions of section 197 of the Companies Act, 2013 do not apply to the Company.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 of the Companies Act, 2013, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The Company is a private company and hence the provisions of section 177 of the Companies Act, 2013 do not apply to the Company.





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- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Deloitte Haskins & Sells Chartered Accountants (Firm's Registration No. 015125N)



Vijay Agarwal

(Membership No.094468)



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Place: Gurgaon Date: 29-SEP-2016

ILD MILLENNIUM PRIVATE LIMITED

Balance Sheet as at March 31, 2016

	Particulars	Note	As at March 31, 2016	As at March 31, 2015
		non	₹	2
A	EQUITY AND LIABILITIES		1	
1	Shareholders' funds			
	(a) Share capital	3	34,699,980	34,699,980
	(b) Reserves and surplus	4	351,741,094	330,534,300
	(b) Reserves and surplus	4	386,441,074	365,234,280
2	Non-current liabilities		3	
	(a) Long-term borrowings	5	480,000,000	-
16	(b) Long-term provisions	6	559,162	365,477
			480,559,162	365,477
3	Current liabilities	7	(a) = classical and active concerning	
	(a) Trade payables	1		
	 (i) Total outstanding dues of micro enterprises and small enterprises; 			
	(ii) Total outstanding dues of other than micro enterprises		62,005,595	68,515,620
	and small enterprises and acceptances		100 000 100	
	(b) Other current liabilities	8	468,303,469	854,764,079
	(c) Short-term provisions	9	3,256,514	959,76
			533,565,578	924,239,46
	TOTAL		1,400,565,814	1,289,839,22
B	ASSETS		001 PL	
1	Non-current assets	- 25 Î		
	(a) Fixed assets			
	(i) Tangible assets	10	1,287,664	1,504,77
			1,287,664	1,504,77
	(b) Deferred tax assets (net)	28.1	20,810,322	30,750,09
	(c) Long-term loans and advances	11	6,990,248	
	(c) cong-term loans and advances		27,800,570	
2	Current assets			
	(a) Inventories	12	1,165,275,770	
	(b) Cash and cash equivalents	13	34,954,170	
	(c) Short-term loans and advances	14	167,994,777	
	(d) Other current assets	15	3,252,863	
		1	1,371,477,580	1,253,094,09
		1		
	ΤΟΤΑΙ		1,400,565,814	1,289,839,22
	TOTAL	1 to 28		1,289,839,22

In terms of our report attached.

For Deloitte Haskins & Sells Chartered Accountants

noon asku Vijay Agarwal Chartened Accountant Partner SB

Place: GURGIAON Date: 29-SEP-2016 For and on behalf of the Board of Directors

(Shahid Ali Khan) Director DIN: 02559248

Place : GURGAON Date : 29-SEP-2016

(Vipen Kapur) Director DIN : 01623192

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ILD MILLENNIUM PRIVATE LIMITED

Profit and Loss for the year ended March 31, 2016

	Particulars		For the year ended 31 March, 2016 ₹	For the year ended 31 March, 2015 준
1 2	Revenue from operations	16	349,513,235	469,675,357
2	Other income	17	5,943,505	8,004,538
	Total revenue (A)		355,456,740	477,679,895
3	Expenses			
	(a) Cost of sales (Construction and incidental expenses)	18	262,623,760	378,481,382
	(b) Employee benefits expense	19	3,531,634	3,332,577
	(c) Finance costs	. 20	27,545,527	23,253,402
	(d) Depreciation and amortisation expense	10	639,421	1,344,777
	(e) Other expenses	21	29,969,829	37,091,007
	Total expenses (B)		324,310,171	443,503,145
4	Profit before tax (A-B)		31,146,569	34,176,750
5	Tax expense:			
	(a) Current tax expense		8,355,757	7,136,089
	(b) Less: MAT credit		(8,355,757)	(7,136,089
	(c) Deferred tax charge	28.1	9,939,775	8,552,083
	Net tax expense		9,939,775	8,552,083
8	Profit for the year		21,206,794	25,624,667
9	Earnings per share (of ₹ 10/- each):			
	Basic and Diluted (₹)	27.1	9.82	11.80
	See accompanying notes forming part of the financial statements	1 to 28		

In terms of our report attached.

For Deloitte Haskins & Sells Chartered Accountants

ъ an Chartered Accountants Vijay Agar) Partner BB

Place : GURG AON Date : 29-SEP-2016 For and on behalf of the Board of Directors

(Shahid Ali Khan) Director DIN: 02559248

(Vipen Kapur) Director DIN : 01623192

Place: GURGAON Date: 29-SEF-2016

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	Particulars		Note	For the year ended March 31, 2016	For the year ended March 31, 2015 र
	CASH FLOW FROM OPERATING ACTIVITIES				
a	Profit before tax		-	31,146,569	34,176,750
	Adjustments for:				
	Depreciation and amortisation expense			639,421 27,545,527	1,344,777 23,168,242
	Finance costs			(2,898,548)	(3,694,173
1	Interest income Net gain on sale of mutual funds		06	(1,877,119)	(495,461
	Operating profit before working capital changes			54,555,850	54,500,135
-	Changes in working capital:				
	Adjustment for (increase)/decrease in operating assets:		1.	(175,238,883)	(139,787,669
	Inventories Short-term loans and advances			15,965,702	(25,194,559
	Long-term loans and advances	3		(2,500,000)	1,388,885
	Adjustment for increase/(decrease) in operating liabilities:				
	Trade payables	-	and the second	(6,510,025)	20,373,516
	Other current liabilities	1		(75,293,706)	(2,548,295) (1,385,274
	Short-term provisions	1000-04	and the second second second	3,671 193,685	228,024
	Long-term provisions	a		(188,823,706)	(92,425,237
	Cash generated from operations	۰,		(
	Net income tax paid			2,293,079	2,341,30
	Net cash (used in) operating activities	[A]		(186,530,627)	(90,083,93
3.	CASH FLOW FROM INVESTING ACTIVITIES				
	Capital expenditure on fixed assets	-	6	(422,306)	(212,51
	Bank balances not considered as Cash and cash equivalents			14 C	
	- Placed			- 14 C	17,957,53
	- Matured			1,427,838	2,498,40
	Interest received Net gain on sale of mutual funds			1,877,119	495,46
	Net cash flow from / (used in) investing activities	[8]		2,882,651	20,738,88
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с.	CASH FLOW FROM FINANCING ACTIVITIES			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Proceeds from issue of debentures (NCD)			coo 000 000	250,000,00
	Proceeds from issue of Inter corporate deposits			600,000,000 (420,000,000)	(80,000,00
	Repayment of debentures (NCD)			(38,712,431)	(87,321,20
	Finance costs (includes borrowing costs capitalised - Refer Note 25) Net cash flow from financing activities	[C]		141,287,569	82,678,80
				(42,360,407)	13,333,7
	Net increase/(decrease) in Cash and cash equivalents [A+B+C] Cash and cash equivalents as at beginning of year			66,420,577	53,086,8
	Cash and cash equivalents at the end of the year*	~		24,060,170	66,420,5
	*Comprises				
а.	Cash on hand			4,002	263,8
b.	Balances with banks			1,524,674	25,818,4
	L in current accounts			22,531,494	40,338,2
	II. In deposit accounts			24,060,170	66,420,5
	See accompanying notes forming part of the financial statements		1 to 28		
in te	rms of our report attached			For and on behalf of the Board	

Vijay Agar Partner

Place: GURGAON Date: 29-SEP- 2016 (Shahid Ali Khan) Director DIN: 02559248

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(Vipen Kapur) Director DIN : 01623192

Place: GURGAON Date: 29-SEP-2016

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