



LOKHANDWALA KATARIA CONSTRUCTION PRIVATE LIMITED
Annual Report 2023-24



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Board of Directors	: MR. MOHAMED ABDUL HUSAIN LOKHANDWALA
	: MR ALIASGAR MOHAMMED LOKHANDWALA
Company Secretary	: Mr. Aniket Naresh Prabhu
Statutory Auditors	: Hare K Panda & Co., Address: 206, Kshamalaya, 37, New Marine Lines, Behind Income Tax Office, Mumbai – 400020 Tel: 91 22 22089200 E-mail: harekpanda.co@gmail.com
Secretarial Auditors	: M/s Bindi Vakharia & Associates, Company Secretaries B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai – 400101 Phone : 9920625138 Email Id: bindivakharia18@gmail.com
Registered Office	: 306A and 306B, Ceejay House, Dr. Annie Besant Road, "F" Block, Shiv Sagar Estate, Worli, Mumbai – 400018, India Tel: +91 – 22 – 40805555 / 24926317 Email: admin@lokhandwalainfrastructure.com Website : https://lokhandwalainfrastructure.com/
Registrar & Share Transfer Agent	: Skyline Financial Services Private Limited Address: 506, A Wing, Dattani Plaza, Andheri Kurla Road, Andheri East Mumbai 400072 Tel: 022 28511022 E-mail: kalimk@skylinerta.com
Debenture Trustee	: Vistra ITCL (India) Limited Registered Office: IL&FS Financial Centre, Plot No. C 22, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051 Tel: +91 (22) 28500028 Fax: +91 (22) 28500029 Email: mumbai@vistra.com Contact Person: Compliance officer Website: www.vistra.com



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Lokhandwala Kataria Construction Private Limited

306A and 306B, Ceejay House,
Dr. Annie Besant Road, "F" Block,
Shiv Sagar Estate, Worli, Mumbai – 400018, India.
Tel: +91 – 22 – 40805555 / 24926317
Email Id: admin@lokhandwalainfrastructure.com
CIN : U45200MH1998PTC117468
Website: <https://lokhandwalainfrastructure.com/>

NOTICE

NOTICE is hereby given that the 26th Annual General Meeting of the Members of **Lokhandwala Kataria Construction Private Limited** will be held on Monday, 30th September, 2024 at 11:00 A.M. at the Registered Office of the Company at 306A and 306B, Ceejay House, Dr. Annie Besant Road, F Block, Shiv Sagar Estate, Worli, Mumbai- 400018 to transact the following business:

Ordinary Business:

To receive, consider and adopt a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024 alongwith the reports of the Board of Directors and Auditors thereon. b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2024 alongwith the report of the Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**

- a) **“RESOLVED THAT** the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”
- b) **“RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2024 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

By order of the Board of Directors
For **Lokhandwala Kataria Construction Private Limited**

Sd/-

Aliasgar M. Lokhandwala
Director
DIN: 00219135

Date: 6th September, 2024
Place: Mumbai

Registered Office: 306A and 306B, Ceejay House,
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Notes:

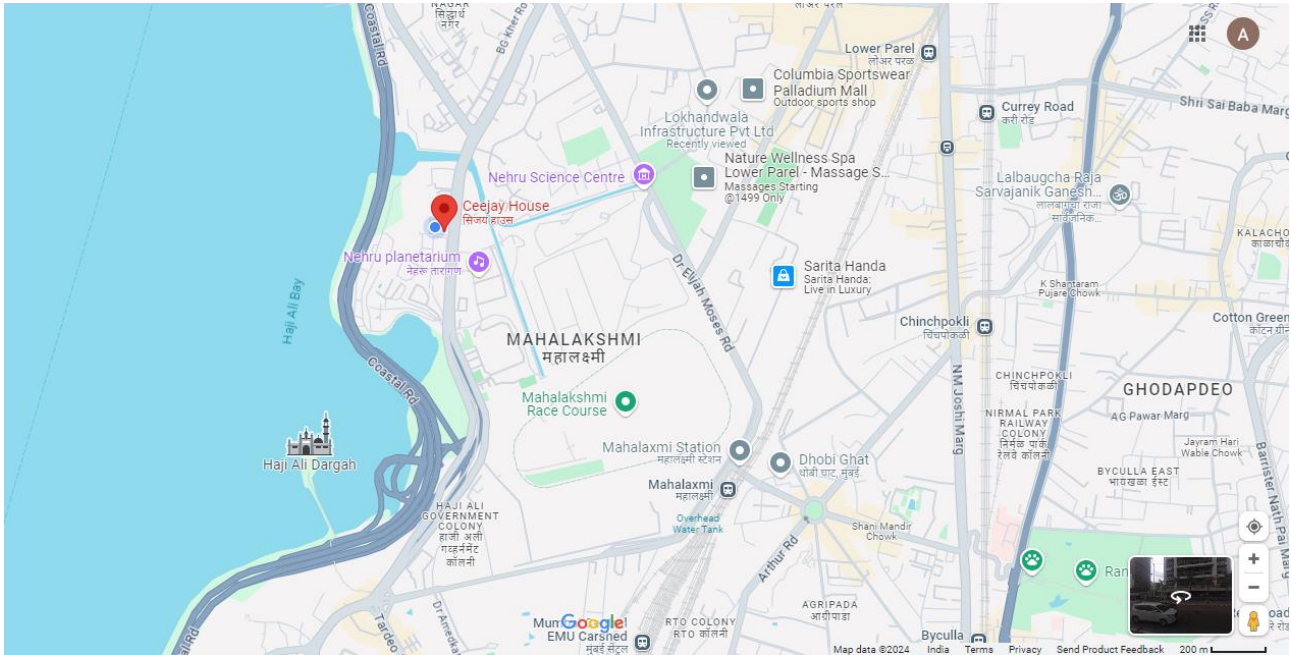
1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) (“AGM”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

Corporate members intending to send their Authorised Representatives to attend the Meeting, pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf.

2. The instrument appointing the proxy, in order to be effective, should be lodged at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
3. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. The Register of Directors and their shareholding, maintained under section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
5. The Register of Contract or Arrangement in which Directors are interested, maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
6. In terms of the requirements of the Secretarial Standards 2 on “General Meetings” issued by the Institute of the Company Secretaries of India and approved & notified by the Central Government, Route Map for the location of the aforesaid meeting is enclosed.
7. For the convenience of Members and proper conduct of the meeting, entry to the meeting venue will be regulated by attendance slip. Members / Proxies are requested to bring their duly filled attendance slips and hand it over at the entrance of the meeting to attend the meeting.

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING

1. 3.5 KM from Mahalakshmi Railway Station, K K Road, Mumbai, Maharashtra 400018
2. 3.2 KM from Lower Parel Station, 125, Lower Parel, Mumbai, Maharashtra 400013
3. 4.5 KM from Mumbai Central railway station building, Mumbai, Maharashtra 400008





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ATTENDANCE SLIP

LOKHANDWALA KATARIA CONSTRUCTION PRIVATE LIMITED

(CIN: U45200MH1998PTC117468)

Registered Office: 306A and 306B, Ceejay House, Dr. Annie Besant Road, "F" Block, Shiv Sagar Estate, Worli, Mumbai – 400018
Tel No.: +91 – 22 – 40805555 / 24926317-40323960
E-mail Id: admin@lokhandwalainfrastructure.com website:
<https://lokhandwalainfrastructure.com/>

DP Id*	
Client Id *	

Folio No.	
No. of Shares	

PLEASE FILL IN ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Name and address of the Shareholder

I hereby record my presence at the 26th Annual General Meeting of the Company on Monday, 30th September 2024 at 11:00 A.M. at the Registered Office of the Company at 306A and 306B, Ceejay House, Dr. Annie Besant Road, F Block, Shiv Sagar Estate, Worli, Mumbai- 400018.

Full name of the Proxy, if attending the Meeting:

Signature of the Shareholder or Proxy

*Applicable for members holding shares in electronic form.

Note: Persons attending the Meeting are requested to bring this Attendance Slip with them.



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FORM MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

LOKHANDWALA KATARIA CONSTRUCTION PRIVATE LIMITED

(CIN: U45200MH1998PTC117468)

Registered Office: 306A and 306B, Ceejay House, Dr. Annie Besant Road, "F" Block, Shiv Sagar Estate, Worli, Mumbai – 400018

Tel No.: +91 – 22 – 40805555 / 24926317-40323960

E-mail Id: admin@lokhandwalainfrastructure.com website:
<https://lokhandwalainfrastructure.com/>

26th Annual General Meeting, Monday, 30th September 2024 at 11:00 A.M.

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No. / Client ID :

DP ID :

I/ We, being the Member(s) holding _____ shares of the above-named Company, hereby appoint

Name: _____ E-mail ID: _____

Address: _____

Signature: _____

Or failing him/ her

Name: _____ E-mail ID: _____

Address: _____

Signature: _____

Or failing him/ her

Name: _____ E-mail ID: _____

Address: _____

Signature: _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 26th Annual General Meeting of the Company, to be held on Monday, 30th September 2024 at 11:00 A.M. at the Registered Office of the Company at 306A and 306B, Ceejay House, Dr. Annie Besant Road, F Block, Shiv Sagar Estate, Worli, Mumbai- 400018 and at any adjournment thereof in respect of such resolutions as are indicated below:



Lokhandwala Kataria Construction Private Limited

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Resolution Number	Resolutions	Vote (Optional see Note 2) (Please mention no. of shares)		
		For	Against	Abstain
Ordinary Business				
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 st March, 2024 alongwith the reports of the Board of Directors and Auditors thereon			

Signed this _____ day of _____ 2024.

Affix Re 1/-
Revenue
Stamp

Signature of Shareholder

Signature of Proxy Holder(s)

Notes:

- 1. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. It is optional, to indicate your preference. If you leave the 'For', 'Against' or 'Abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

BOARDS' REPORT

To
The Members,
Lokhandwala Kataria Construction Private Limited

Your Directors have pleasure in presenting the 26th Annual Report of the Company together with the Audited Statement of Accounts for the year ended 31st March, 2024.

1. FINANCIAL SUMMARY AND THE STATE OF COMPANY'S AFFAIRS:

A. FINANCIAL SUMMARY:

The Company's performance during the year ended 31st March, 2024 as compared to the previous financial year, is summarized below:

(Rs. in Lakhs)

Particulars	Standalone		Consolidated	
	For the financial year ended 31 st March, 2024	For the financial year ended 31 st March, 2023	For the financial year ended 31 st March, 2024	For the financial year ended 31 st March, 2023
Income	22,203.39	22,433.83	22,203.39	22,433.83
Other Income	197.83	184.80	197.89	184.80
Total Income	22,401.22	22,618.63	22,401.28	22,618.63
Less: Expenses	50,222.61	50,664.76	50,223.20	50,666.85
Profit/ (Loss) before tax	(27,821.39)	(28,046.14)	(27,821.92)	(28,048.17)
Less: Provision for tax	-	-	-	-
Income Tax of earlier years w/off	-	-	-	-
Exception Income	-	-	-	-
Exception expenditure	-	-	-	-
Profit/ (Loss) after Tax	(27,821.39)	(28,046.14)	(27,821.92)	(28,048.17)

APPROPRIATION

Interim Dividend	-	-	-	-
Final Dividend	-	-	-	-
Tax on distribution of dividend	-	-	-	-
Transfer of General Reserve	-	-	-	-
Balance carried to Balance sheet	(27,821.39)	(28,046.14)	(27,821.92)	(28,048.17)

B. OPERATIONS:

During the year under review, Revenue from operations stood at Rs. 22,203.39 Lakhs as compared to Rs. 22,433.83 Lakhs for the previous year; Loss after tax stood at Rs. 27,821.39 Lakhs as compared to loss of Rs. 28,046.14 Lakhs for the previous year.

C. BUSINESS REVIEW AND OUTLOOK:

India's real estate sector in general and the housing segment in particular, have shown quick recovery from the Covid-induced crisis.

Healthy capital markets have enabled real estate companies to access equity capital, helping them de-leverage quickly. In the last few years, slowdown in the sector resulted in survival of only few players with better financial health and strong brand identity. Structural reforms like Real Estate Regulatory Authority (RERA) and Goods and Service Tax (GST) in recent years, have led to consolidation and formalisation of the sector.

Demand for quality housing is immense in India and long-term structural drivers of consolidated supply and growing demand with moderate price growth are in place. The current consolidation and long-term drivers both present significant growth opportunities for our Company in the near to medium term.

D. DIVIDEND:

The Board of Directors of your company, after considering holistically the relevant circumstances and keeping in view the losses incurred in F.Y. 2023-24, has decided that it would be prudent, not to recommend any Dividend for the year under review.

E. TRANSFER TO RESERVES:

The Company did not transfer any amount to reserves in view of the losses incurred by the Company during the year under review.

F. COMPANIES WHO HAVE BECOME / CEASED TO BE SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANIES:

During the year under review, there were no companies who have become or ceased to be Subsidiaries, Joint Venture or Associate Companies. However, as on 31st March, 2024, there were three subsidiary companies as follows.

- Solo Commodities Private Limited,
- Ratan Infrastructure Private Limited and
- Ratan Real Estates Services Private Limited.

G. REPORT ON PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES:

The Company has three Subsidiaries Companies during the F.Y. 2023-24 namely Solo Commodities Private Limited, Ratan Infrastructure Private Limited and Ratan Real Estates Services Private Limited. The details of the performance of the subsidiaries are enclosed in **Annexure I**.

H. REVISION OF FINANCIAL STATEMENT:

There was no revision of the financial statements for the year under review.

I. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

No material changes and commitments affecting the financial position of the Company during the period from the end of the financial year on 31st March, 2024 to the date of this Report.

J. CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the nature of business of the Company.

2. A. SHARE CAPITAL:

The Authorised Share Capital of the Company as on 31st March, 2024 was Rs 26,25,00,000/- comprising of 1,50,000 equity shares of Class A of Rs. 10/- each, 1,00,000 equity shares of Class B of Rs. 10/- each, 7,50,000 equity shares of Class C of Rs. 10/- each and 2,52,50,000 preference shares of Rs. 10/- each.

The Issued and Paid-up Capital of the Company as on 31st March, 2024 was Rs. 25,21,31,370/- comprising of 1,43,137 equity shares of Class A of Rs. 10/- each, 10,000 equity shares of Class B of Rs. 10/- each and 25,060,000 preference shares of Rs. 10/- each.

B. DEBENTURE:

During the financial year under review, the Company has issued and allotted 7,500 units of Senior, Listed, Rated, Secured, Redeemable Non-Convertible Debentures. The details of outstanding debentures as on the date of this report are as under:

- i) 9,030 secured, unlisted, unrated, non- convertible debentures having face value of Rs. 10,00,000/- each aggregating to Rs. 903,00,00,000/- only at a coupon rate of 7% per annum;
- ii) 3,640 secured, listed, rated, non- convertible debentures having face value of Rs. 10,00,000/- each aggregating to Rs. 364,00,00,000/- only at a coupon rate of 7% p.a. are listed on BSE Limited.
- iii) 7,500 senior, secured, listed, rated, non- convertible debentures having face value of Rs. 1,00,000/- each aggregating to Rs. 75,00,00,000/- only at a coupon rate of 7% p.a. are listed on BSE Limited.

C. DISCLOSURE UNDER SECTION 43(a)(ii) OF THE COMPANIES ACT, 2013:

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a)(ii) of the Act read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

D. DISCLOSURE UNDER SECTION 54(1)(d) OF THE COMPANIES ACT, 2013:

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Section 54(1)(d) of the Act read with Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

E. DISCLOSURE UNDER SECTION 62(1)(b) OF THE COMPANIES ACT, 2013:

The Company has not issued any equity shares under Employees Stock Option Scheme during the year under review and hence no information as per provisions of Section 62(1)(b) of the Act

read with Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

F. DISCLOSURE UNDER SECTION 67(3) OF THE COMPANIES ACT, 2013:

During the year under review, there were no instances of non-exercising of voting rights in respect of shares purchased directly by employees under a scheme pursuant to Section 67(3) of the Act read with Rule 16(4) of Companies (Share Capital and Debentures) Rules, 2014.

3. MANAGEMENT OF THE COMPANY:

A. MATTERS RELATED TO DIRECTORS AND KEY MANAGERIAL PERSONNEL:

There is no change in Directorship during the year under review.

The constitution of the Board of Directors as on 31st March, 2024:

Sr. No.	Name of Directors & KMP	Designation
1	Mr. Mohammed A Lokhandwala	Director
2	Mr. Aliasgar M Lokhandwala	Director
3	Mr. Aniket N. Prabhu	Company Secretary

Based on the confirmations received, none of the Directors are disqualified for appointment under Section 164 of the Companies Act, 2013.

B. BOARD MEETINGS:

The Board of Directors met 13 times during the financial year ended 31st March, 2024 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder.

Details of the Board Meetings are as below:

Sr. No.	Date of the Board Meetings	Board Strength	No. of Directors Present
1	01-04-2023	2	2
2	06-05-2023	2	2
3	05-06-2023	2	2
4	26-06-2023	2	2
5	19-07-2023	2	2
6	10-08-2023	2	2
7	12-08-2023	2	2
8	08-09-2023	2	2
9	04-10-2023	2	2
10	26-10-2023	2	2
11	08-11-2023	2	2
12	09-11-2023	2	2
13	12-02-2024	2	2

C. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT

The Company has laid down a risk management framework commensurate with its size and nature of business, which acts as an enabler for growth for the Company by helping its business to identify the inherent risks, assess, evaluate and monitor these risks and undertake effective steps to manage these risks.

D. INTERNAL FINANCIAL CONTROL SYSTEMS:

Adequate internal financial control systems commensurate with the nature of the Company's business and size and complexity of its operations are in place. The company is in process to implement Internal Financial Control over Financial Reporting based on or considering components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. The management hopes that shortly the company will have the required internal financial control system in place.

E. DISCLOSURE IN TERMS OF VARIOUS PROVISIONS OF THE COMPANIES ACT, 2013:

The status of the Company being a Private Limited Company and not having material profit/turnover/Bank's borrowings, and listed debt less than 500 crores, the provision related to following sections / rules / Regulations under Companies Act, 2013 and SEBI (LODR) Regulations are not applicable as on 31st March, 2024.

- i. The provisions of Corporate Social Responsibility i.e. Section 135 of the Companies Act, 2013 and rules framed thereunder are not applicable to the Company.
- ii. Maintenance of cost records as specified by the Central Govt. under section 148(1) of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules 2014
- iii. Statement on declaration given by Independent Directors as per Section 149(6) of the Companies Act, 2013
- iv. Formation of Audit Committee as per Section 177 of the Companies Act, 2013
- v. vigil mechanism for Directors and Employees as provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014
- vi. Formation of Nomination and Remuneration Committee and policy of the same as per Section 178 of the Companies Act, 2013
- vii. To carry out formal annual evaluation of the Board of its own performance and that of its committees and individual directors, as Rule 8(4) of the Companies (Accounts) Rules, 2014 is not applicable.

F. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 (5) of the Companies Act, 2013 your Directors, based on the information and documents made available to them, confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. The Board of Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company for the year ended 31st March, 2024 and of the loss of the Company for that period;
3. The Board of Directors have taken proper and sufficient care, to the best of their knowledge and ability, for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
4. The Board of Directors have prepared the annual accounts on a going concern basis; and

5. The Board of Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

G. PARTICULARS OF EMPLOYEES:

The Statement of particulars of employees under Section 197(12) read with Rule 5 (2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 is not provided with, as during the financial year under review, no employee of the Company was in receipt of remuneration in excess of the limits set out in the said rules.

4. AUDITORS

A. STATUTORY AUDITORS & AUDIT REPORT:

Pursuant to provision of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, M/s Hare K Panda & Co., Chartered Accountants, Mumbai (Registration No. 143768W), was appointed as the Statutory Auditors of the Company for a term of 5 years from the conclusion of 24th Annual General Meeting until the conclusion of 29th Annual General Meeting of the Company, on such remuneration as may be decided by the Board of Directors of the Company.

Further, they have confirmed that they are not disqualified from continuing as Auditors of the Company.

B. OBSERVATIONS OF STATUTORY AUDITORS ON ACCOUNTS (STANDALONE & CONSOLIDATED) FOR THE YEAR ENDED 31ST MARCH 2024:

The auditors have commented on various points of the financial statements as under:

- i. *During the financial year 2020-21, the Company issued Non-convertible Debentures on private placement basis which are listed in a Stock Exchange. Notification dated 16th February 2015 issued by the Ministry of Corporate Affairs (MCA) in respect of the applicability of Companies Indian Accounting Rule, 2015. The Company need to have implemented Ind AS during the accounting year 31st March 2021. The definition of Listed Company amended vide Notification dated 19th February 2021 by the MCA and as per the said Notification the Company is not a Listed Company under the definition of Listed Company as per Section 2(52) of the Companies Act, 2013 with effect from 1st April 2021. The management has the opinion that as on the date of publishing the Financial Statement, the Company is not a listed company as per the definition of Section 2(52) of the Companies Act, 2013, which is the overriding section and hence the implementation of Ind AS is not applicable to the Company. The financial statement of the Company is prepared without considering the applicability of Ind AS. The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules and other relevant provisions of the Companies Act, 2013, to the extent applicable. Our report on the accounts of the Company is subject to above. We do not express any opinion on the accompanying financial statements of the company on the applicability of Ind AS.*

Directors Comments - Due to the amendment in the definition of Listed Company Ind AS is not applicable to the Company. The representation and amendment circular is provided to auditor.

- ii. *The Company is having the negative Cash flow from its operating activities during the current year and also in the preceding previous years. Due to the continues negative cash flow of the company from the operating activities, there have been major delays/defaults in payment of principal and interest on borrowings, payment of statutory liabilities, payment of salaries to the employees, payment to the creditors and other dues of the Company. The management of the Company is of the opinion that no adverse impact is anticipated on future operations of the Company, due to the negative Cash flow from its operating activities during the current year and in the preceding previous years. In the view of the continuously cash losses incurred by the Company and looking to the past defaults made by the company of its payments we reserve our opinion whether the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due.*

Directors Comments - Due to the current market situation, the Company is facing cash crunch which will be overcome very soon.

- iii. *Various legal cases are filed against the Company including applications by various Financial Creditors before the National Company Law Tribunal (NCLT). In one of the case, the NCLT has admitted the application of one of the Financial Creditor Dalmia Group Holding on 8th August 2019 and the Insolvency Resolution Professional (IRP) was appointed by the NCLT. Subsequently the company entered into the deed of settlement with Dalmia Group Holding which was filed and approved by the NCLT and the IRP was withdrawn. As per the deed of settlement the net settled amount payable by the company to Dalmia Group Holding became the liability of Lokhandwala Infrastructure Private Limited and the outstanding amount in the books of the company is transferred to Lokhandwala Infrastructure Private Limited during the Financial Year 2019-20. Further against this loan the Company has given the Security by way of entering sale agreement of 5 (five) units having 9,524 (Nine thousand five hundred twenty four) square feet carpet area which are registered as sale agreement. The units given to Dalmia Group Holding are not considered as sale in the books of the Company.*

Director's comments - The flats are registered in name of Dalmia Group as security towards the loan. Once the Company will repay the loan, the flats will be transferred to the Company. Hence, they are not shown as sold flats in the books of account.

- iv. *The company availed various Term Loans from Indiabulls Housing Finance Limited (IBHFL). The supporting documents regarding the updated terms and conditions of the said Term Loans from IBHFL including the loan repayment schedule, rate of interest, penal interest, other charges etc. are not available with the company. The Term Loans from IBHFL was fully repaid by the Company during the year as per the final demand raised by the IBHFL. In absence of adequate information, we reserve our opinion to all the disclosure and the impact in the Financial Statements of the matter related to the said Term Loans from IBHFL.*

Director's comments - Due to some technical issues, the Company could not obtain any statements from Indiabulls Housing Finance Limited. The Company will receive the same soon from Indiabulls Housing Finance Limited.

- v. *Attention invited regarding the Non-convertible Debentures issued to Shapoorji Pallonji Development Managers Private Limited by the Company regarding the redemption premium payable by the Company. As there is no certainty/agreed amount regarding the redemption premium payable by the Company, no provisions regarding Debenture Redemption Premium is provided in the books of the Company.*

Director's comments - The redemption premium amount will be ascertainable once the secured flats will be sold and the debentures are redeemed and hence the Company has

not made any provision in the books of account.

- vi. *The Company is irregular in payment of various statutory dues and filing of the statutory returns, including the payment of Tax Deduction at Sources (TDS), payment of Provident Fund (PF), Maharashtra Value Added Tax and filing of the returns. No provision has made by the company in its books of account towards interest and penalty if any, on account of the delay in filing and payment of various statutory dues. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*

Director's comments - Due to the uncertainty regarding the time required to pay the statutory dues, the Company could not do provision towards the amount of interest and penalty.

- vii. *Various cases / litigations are filed against / by the Company in various forums. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*

Director's comments - The cases filed against the Company in various forums will not have any impact on the operations/revenue of the Company since many of the cases are being settled with the parties.

- viii. *No provision made in the Books for Debenture Redemption Premium Reserve in absence of adequate profit during the year.*

Director's comments - The Company is of the view that the Company will have profits soon and accordingly it can create the debenture redemption reserve when required as per law.

- ix. *The premium/interest on debenture accrued but not due on the debentures issued to Real Estate Credit Opportunities Funds are subject to confirmation from the Debenture Trustee / Debenture Holders.*

Director's comments - Since the debentures are not due for redemption, the Company has not received any confirmation regarding the interest/premium on the same from the debenture holders.

- x. *No interest paid or provided by the Company regarding delay in payment made to Micro, Small and Medium Enterprises. In absence of adequate information, the same is not ascertainable.*

Director's comments - The Company is taking all efforts to repay all the dues to the micro, small and medium enterprises within the specified timelines and hence no provision is made for the interest on the dues.

- xi. *The company has given advances to various parties in relation to its business. Out of the said advances an amount of Rs.19.12 Crores which is outstanding for a long period. No information is available with the company as regard to the present status of the said advance. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*

Director's comments - The Company is taking all the necessary steps to recover the amount and/or obtain the invoices of the service rendered.

- xii. *Rs.9.80 Crores appearing in the Traces site as amount payable for default in TDS. The*

Company has not filled any appeal against TDS demand and also no amount provided in the books of the Company.

Director's comments - The Company is taking necessary steps to apply to the appropriate authority for waiving of the interest and late filing fees.

- xiii. *The amount appears in the Financial Statements are subject to confirmation from the respective parties.*

Director's comments - The Company will obtain confirmation from the parties soon.

- xiv. *The Company continuously incurring the cash losses in the preceding financial years and also during the financial year. In view of the continuously cash losses incurred by the company and looking to the past defaults made by the company of its payments, we reserve our opinion whether the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.*

Directors Comments - Due to the current market situation, the Company is facing cash crunch which will be overcome very soon.

- xv. *Disclaimer of opinion - According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion on whether the Company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at 31st March, 2024.*

Director's comments - The company is in process to implement Internal Financial Controls Over Financial Reporting. The management hopes that shortly company will have the required internal financial control system in place.

C. REPORTING OF FRAUDS:

During the year under review, there have been no frauds reported by the Statutory Auditors of the Company under Section 143(12) of the Act.

D. SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors have appointed M/s Bindi Vakharia & Associates, Company Secretaries, (Membership No. ACS: 27776, COP No. 26456) to conduct the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year 2023-24. The Secretarial Audit Report is annexed to this Report as **Annexure II**.

E. SECRETARIAL AUDITOR OBSERVATION:

The qualification, reservation or adverse opinion of the Secretarial Auditor is as under:

- i. *The Financials statement of the Company are not as per Indian Accounting Standards (IND-AS).*

Directors Comments - Due to the amendment in the definition of Listed Company Ind AS is not applicable to the Company. The representation and amendment circular is provided to auditor.

- ii. *No provision is made for Debenture Redemption Premium Reserves.*
Directors Comments - The Company is of the view that the Company will have profits soon and accordingly it can create the debenture redemption reserve when required as per law.
- iii. *Intimation for closing of Trading window as required under SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") was not submitted within prescribed time limit for the quarter ended December 31, 2023 and March 31, 2024.*
Directors Comments - The Company is taking necessary step to avoid delays and penalties and ensure all compliances as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- iv. *Certain disclosures as required to be submitted under various regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI(LODR), 2015"), were filed revised/delayed. Details of the same are mentioned in Annexure I. The Company has also paid penalty for certain non-submission / delay in filings.*
Directors Comments - The Company is taking necessary step to avoid delays and penalties and ensure all compliances as per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- v. *The Consolidated Financial Statement along with Auditors Report and other disclosures as required under SEBI(LODR), 2015 for the financial year ended March 31, 2023 was not approved within prescribed time limit and hence, filed after due date.*
Directors Comments - Due to certain unavoidable circumstances, some of the filings got delayed. As on date company is in compliance with all the regulations under SEBI (LODR) Regulations, 2015
- vi. *Certain e-Forms were filed after due date with additional fees/ not yet filed. Details of the said e-Forms are mentioned in Annexure II.*
Directors Comments - Due to certain unavoidable circumstances, some of the filings got delayed. As on date all the required e-forms are filed duly under Companies Act, 2013.
- vii. *No interest was paid or provided by the Company for delay in payment made to Micro, Small and Medium Enterprises pursuant to MSME Act, 2006.*
Directors Comments - The Company is taking all efforts to repay all the dues to the micro, small and medium enterprises within the specified timelines and hence no provision is made for the interest on the dues.

5. **DEPOSITS:**

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Act is not applicable.

6. **SIGNIFICANT AND MATERIAL ORDERS:**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's operations in future.

7. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES:

During the year under review, the Company has not entered into contracts / arrangements within the purview of Section 188 (1) of the Companies Act, 2013 with any related party. Accordingly, the disclosure in Form AOC-2 pursuant to clause (h) of sub-section (3) of Section 134 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014) is not applicable.

8. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:

The particulars of loans, guarantees, investments and securities provided have been disclosed in the Notes to the financial statements forming part of Annual Report.

9. CODE OF CONDUCT:

The Company is a debt listed and private Company and hence the SEBI regulation pertaining to the Code of Conduct is not applicable to the Company.

10. COMPLIANCE WITH PROVISIONS RELATING TO THE CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013:

Pursuant to the provisions under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules made thereunder, your company has constituted an Internal Complaints Committee and has appointed Mr. Aliasgar M Lokhandwala for reporting of any complaints of any sexual harassment of women at workplace.

During the year F.Y. 2023-24, the Company has not received any complaint on sexual harassment.

11. OTHER DISCLOSURES:

Other disclosures as per provisions of Section 134 of the Act read with Companies (Accounts) Rules, 2014 are furnished as under:

A. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Act read with Companies (Management and Administration) Amendment Rules, 2021, the annual return of the Company for Financial Year 2023-24 can be accessed on the website of the Company at <https://lokhandwalainfrastructure.com/>

B. SECRETARIAL STANDARDS:

The Directors state that applicable Secretarial Standards, i.e. SS-1 relating to 'Meetings of the Board of Directors' and SS-2, relating to 'General Meetings', have been duly followed by the Company during the year under review.

C. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

As the Company has not done any manufacturing activity no details of energy consumption and conservation is provided in the report.

The Company had not adopted any technology during the year.

There were no Foreign Exchange Earnings and Foreign Expenditures during the year.

D. CORPORATE GOVERNANCE:

The Company is a private and debt listed Company and hence the provisions relation to Corporate Governance is not applicable.

E. INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016):

During the year under review, the Company has not made any application under the Insolvency and Bankruptcy Code, 2016.

F. The Company has no Managing Director / Whole-time Directors who have received any remuneration or commission from any of its subsidiaries.

G. Details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions: - Not Applicable

H. Debenture Trustee - Vistra ITCL (India) Limited

Registered Office: IL&FS Financial Centre, Plot No. C 22, G Block, Bandra Kurla Complex, Bandra East, Mumbai 400 051

Tel: +91 (22) 28500028

Fax: +91 (22) 28500029

Email: mumbai@vistra.com

Contact Person: Compliance officer

Website: www.vistra.com

12. ACKNOWLEDGEMENTS AND APPRECIATION:

Your Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company.

For and on behalf of the Board of Lokhandwala Kataria Construction Private Limited

Sd/-

Mohammed. A. Lokhandwala

Director

DIN: 00219108

Sd/-

Aliasgar M Lokhandwala

Director

DIN: 00219135

Date: 6th September, 2024

Place: Mumbai

Registered Office: 306A and 306B, Ceejay House,
Dr. Annie Besant Road, "F" Block,
Shiv Sagar Estate, Worli, Mumbai – 400018, India.
CIN: U45200MH1998PTC117468
Tel No.: +91 – 22 – 40805555 / 24926317
Email Id: admin@lokhandwalainfrastructure.com
Website: <https://lokhandwalainfrastructure.com/>

ANNEXURE I

Form No. AOC 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of Subsidiaries / Associate Companies/ Joint Ventures.

Part A – Subsidiaries

1	Name of the subsidiary	Solo Commodities Private Limited	Ratan Infrastructure Private Limited	Ratan Real Estates Services Private Limited
2	The date since when subsidiary was acquired	20-03-2020	20-03-2020	20-03-2020
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31.03.2024	31.03.2024	31.03.2024
4	Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries.	INR	INR	INR
5	Share capital	14,59,99,370	13,38,99,370	28,62,82,000
6	Reserves and Surplus	(11,25,86,335)	(10,17,39,383)	(15,29,99,544)
7	Total Assets	6,63,62,315	7,22,55,236	13,35,51,450
8	Total Liabilities	6,63,62,315	7,22,55,236	13,35,51,450
9	Investments	-	-	-
10	Turnover	-	-	-
11	Profit/Loss before taxation	(9,550)	(15,612)	(15,612)
12	Provision for taxation	-	-	-
13	Profit/loss after taxation	(9,550)	(15,612)	(15,612)
14	Proposed Dividend	-	-	-
15	% of shareholding	90.41	98.58	67.75

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: N.A.
- Names of subsidiaries which have been liquidated or sold during the year: N.A.

Part B - Associates and Joint Ventures: Not Applicable

- Name of associates or joint ventures which are yet to commence operations: Nil.
- Names of associates or joint ventures which have been liquidated or sold during the year: Nil.

For and on behalf of the Board

Lokhandwala Kataria Construction Private Limited

Sd/-

Mohammed. A. Lokhandwala

Director, DIN: 00219108

Date: 6th September, 2024

Place: Mumbai

Registered Office: 306A and 306B, Ceejay House,

Dr. Annie Besant Road, "F" Block, Shiv Sagar Estate, Worli, Mumbai – 400018, India.

CIN: U45200MH1998PTC117468

Tel No.: +91 – 22 – 40805555 / 24926317

Email Id: admin@lokhandwalainfrastructure.com

Website: <https://lokhandwalainfrastructure.com/>

Sd/-

Aliasgar M Lokhandwala

Director, DIN: 00219135

BINDI VAKHARIA & ASSOCIATES

COMPANY SECRETARIES

B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai – 400101 Mobile No.: 9920625138 Email Id: bindivakharia18@gmail.com

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[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,
Lokhandwala Kataria Construction Private Limited
306A and 306B, Ceejay House, Dr. Annie Besant Road,
"F" Block, Shiv Sagar Estate, Worli,
Mumbai - 400018

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Lokhandwala Kataria Construction Private 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 Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and to the extent the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, the explanations and clarifications given to me and the representations made by the Management, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 (“the audit period”), generally 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 made available to me and maintained by the Company for the financial year ended on March 31, 2024 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 (**during the period under review not applicable to the company**);
- (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 (**during the period under review not applicable to the company**);
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time (**during the period under review not applicable to the company**);
 - d. The Securities and Exchange Board of India (Share Based Employees Benefits) Regulations, 2021 (**during the period under review not applicable to the company**);

BINDI VAKHARIA & ASSOCIATES

COMPANY SECRETARIES

B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai – 400101 Mobile No.: 9920625138 Email Id: bindivakharia18@gmail.com

- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - g. 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;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(during the period under review not applicable to the company);**
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(during the period under review not applicable to the company)** and
 - j. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Non-Convertible Debentures of the Company listed at BSE Limited.
- (vi) The management has identified and confirmed the following laws as being specifically applicable to the Company:
- a. The Environment Laws including The Environmental Protection Act, 1986, The Air (Prevention and Control of Pollution) Act, 1981, The Water (Prevention and Control of Pollution) Act, 1974, The Water (Prevention and Control of Pollution) Cess Act, 1977, Noise Pollution (Regulation and Control) Rules, 2000 and rules thereunder and
 - b. The Electricity Act, 2003 and rules thereunder.

I have also examined compliance with the applicable clauses of the Secretarial Standards (i.e. SS-1 and SS-2) issued by The Institute of Company Secretaries of India with respect to board and general meetings.

During the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, as applicable, except to the extent as mentioned below:

1. *The Financials statement of the Company are not as per Indian Accounting Standards (IND-AS).*
2. *No provision is made for Debenture Redemption Premium Reserves.*
3. *Intimation for closing of Trading window as required under SEBI (Prohibition of Insider Trading) Regulations, 2015 (“PIT Regulations”) was not submitted within prescribed time limit for the quarter ended December 31, 2023 and March 31, 2024.*
4. *Certain disclosures as required to be submitted under various regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI(LODR), 2015”), were filed revised/delayed. Details of the same are mentioned in Annexure I. The Company has also paid penalty for certain non-submission / delay in filings.*
5. *The Consolidated Financial Statement along with Auditors Report and other disclosures as required under SEBI(LODR), 2015 for the financial year ended March 31, 2023 was not approved within prescribed time limit and filed after due date.*
6. *Certain e-Forms were filed after due date with additional fees/ not yet filed. Details of the said e-Forms are mentioned in Annexure II.*
7. *No interest was paid or provided by the Company for delay in payment made to Micro, Small and Medium Enterprises pursuant to MSME Act, 2006.*

I further report that:

The Board of Directors of the Company is duly constituted which consist of two executive directors. There was no change in the composition of the Board of Directors that took place during the period under review.

BINDI VAKHARIA & ASSOCIATES

COMPANY SECRETARIES

B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai – 400101 Mobile No.: 9920625138 Email Id: bindivakharia18@gmail.com

Adequate notice is given to all directors to schedule the Board Meetings. The agenda and detailed notes on agenda were sent at least seven days in advance to all the Directors. Meeting held at shorter notice are in compliance with the provisions of the Act 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.

As per the minutes of the meetings held during the year and signed by the Chairman, the decision of the Board was unanimous and no dissenting views have been recorded. Further, as confirmed by the management, mechanism to capture and record the dissenting Members' views as a part of the minutes, exist.

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

I further report that during the audit period there were following specific events /action reported having major bearing on company's operations:

- 1. Allotment of 7,500 Senior, Listed, Rated, Secured, Redeemable Non-Convertible Debentures having face value of Rs. 1,00,000/- each on October 4, 2023 and the listing of said debentures on BSE Limited.*

For **Bindi Vakharia & Associates**
Company Secretaries

Sd/-

Bindi Vakharia
Proprietor
ACS No.: 27776
COP No.: 26456
UDIN: A027776F001156090
Peer Review Certificate No.: 5793/2024

Date: September 6, 2024
Place: Mumbai

This Report is to be read with my letter of even date which is annexed as **Annexure A** and forms an integral part of this report.

BINDI VAKHARIA & ASSOCIATES

COMPANY SECRETARIES

B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai – 400101 Mobile No.: 9920625138 Email Id: bindivakharia18@gmail.com

Annexure A

To,
The Members
Lokhandwala Kataria Construction Private Limited
306A and 306B, Ceejay House, Dr. Annie Besant Road,
"F" Block, Shiv Sagar Estate, Worli,
Mumbai - 400018

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management Representation about the Compliance of Laws, Rules and Regulations and happening of events, etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedure on test basis.
6. As regard the books, papers, forms, reports and returns filed by the Company under the provisions as referred in our Secretarial Audit Report in Form MR-3, the adherence and compliance to the requirements of the said regulations is the responsibility of management. My examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. I have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
7. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Bindi Vakharia & Associates**
Company Secretaries

Sd/-

Bindi Vakharia
Proprietor
ACS: 27776
COP No.: 26456
UDIN: A027776F001156090
Peer Review Certificate No.: 5793/2024
Date: September 6, 2024
Place: Mumbai

BINDI VAKHARIA & ASSOCIATES

COMPANY SECRETARIES

B-701, 7th Floor, Harmony Homes CHSL, Damodarwadi, Ashok Nagar, Kandivali (East), Mumbai –
400101 Mobile No.: 9920625138 Email Id: bindivakharia18@gmail.com

Annexure I

Details of revised/ delay in filing various disclosures/intimation as required under various regulations of SEBI (LODR), 2015:

Sr. No.	Regulations	Quarter/ Period	Reason
1.	Regulation 54(2)	September 30, 2023	Filing not as per Format
2.	Regulation 50 (1) for Board Meeting to be held on October 27, 2023	October 27, 2023	Delay in filing
3.	Regulation 52(7)	December 31, 2023	Filing not as per Format.
4.	Regulation 57(1)	January, 2024	Delay in filing

Non-submission of disclosure/intimation as required under various regulations of SEBI (LODR), 2015:

Sr. No.	Regulations	Purpose	Quarter/F.Y./ Period
1.	Regulation 50 (2)	Intimation for Board Meeting & Extra-Ordinary General Meeting	Board Meeting dated June 26, 2023 & EGM dated July 21, 2023

Annexure II

List of forms pertaining to current year and filed during the year with additional fees/revised filing:

Sr. No.	Forms	Due date of Filing the form	Actual Date of Filing the form
1.	Revised Form MSME for the half quarter ended March 31, 2023	April 30, 2023	August 31, 2023
2.	Form DPT-3 for the year ended March 31, 2023	June 30, 2023	August 2, 2023
3.	Form MGT-14 for issue of 7,500 units of Non-Convertible Debentures at the Extra-Ordinary General Meeting held on July 21, 2023	August 19, 2023	August 23, 2023
4.	Form AOC-4 XBRL for the year ended March 31, 2023	October 29, 2023	November 1, 2023
5.	Form MGT-7 for the year ended March 31, 2023	November 29, 2023	December 4, 2023

List of forms pertaining to current year and filed with additional fees after year end:

Sr. No.	Form	Due date of Filing the form	Actual Date of Filing the form
1.	Form MGT-14 for Meeting of Debenture holders for Amendment of the Debenture Trust Deed w.e.f. November 9, 2023	December 8, 2023	August 3, 2024

List of forms pertaining to current year which are not yet filed:

Sr. No.	Forms	Due date of Filing the form
1.	Form MSME for the half quarter ended September 30, 2023	October 30, 2023

Annual Accounts and Financial Statements

LOKHANDWALA KATARIA CONSTRUCTION PRIVATE LIMITED

For the Financial Year 2023 - 2024



INDEPENDENT AUDITOR'S REPORT

The Members of Lokhandwala Kataria Construction Private Limited **Report on the Audit of the Standalone Financial Statements**

Opinion

We have audited the standalone financial statements of **Lokhandwala Kataria Construction Private Limited** ("the Company"), which comprise the balance sheet as at 31 March 2024, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("the Act") in the manner so required, except for the matters described in the paragraph "Basis for Opinion" give a true and fair view in conformity with the Indian Accounting Principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, its Losses for the year and its cash flows for the year ended on that date unless otherwise specifically mentioned in the Report.

Disclaimer of Opinion

During the financial year 2020-21, the Company issued Non-convertible Debentures on private placement basis which are listed in a Stock Exchange. Notification dated 16th February 2015 issued by the Ministry of Corporate Affairs (MCA) in respect of the applicability of Companies Indian Accounting Rule, 2015. The Company need to have implemented Ind AS during the accounting year 31st March 2021. The definition of Listed Company amended vide Notification dated 19th February 2021 by the MCA and as per the said Notification the Company is not a Listed Company under the definition of Listed Company as per Section 2(52) of the Companies Act, 2013 with effect from 1st April 2021. The management has the opinion that as on the date of publishing the Financial Statement, the Company is not a listed company as per the definition of Section 2(52) of the Companies Act, 2013, which is the overriding section and hence the implementation of Ind AS is not applicable to the Company. The financial statement of the Company is prepared without considering the applicability of Ind AS. The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies



(Accounting Standards) Rules and other relevant provisions of the Companies Act, 2013, to the extent applicable. Our report on the accounts of the Company is subject to above. We do not express any opinion on the accompanying financial statements of the company on the applicability of Ind AS.

Emphasis of Matters

The Company is having the negative Cash flow from its operating activities during the current year and also in the preceding previous years. Due to the continues negative cash flow of the company from the operating activities, there was major delays/defaults in payment of principal and interest on borrowings, payment of statutory liabilities, payment of salaries to the employees, payment to the creditors and other dues of the Company in the previous years. The management of the Company is of the opinion that no adverse impact is anticipated on future operations of the Company, due to the negative Cash flow from its operating activities during the current year and in the preceding previous years. In view of the continuously cash losses incurred by the Company and looking to the past defaults made by the Company of its payments, we reserve our opinion whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due.

Key Audit Matters

- i. Various legal cases are filed against the Company including applications by various Financial Creditors before the National Company Law Tribunal (NCLT). In one of the case, the NCLT has admitted the application of one of the Financial Creditor Dalmia Group Holding on 8th August 2019 and the Insolvency Resolution Professional (IRP) was appointed by the NCLT. Subsequently the company entered into the deed of settlement with Dalmia Group Holding which was filed and approved by the NCLT and the IRP was withdrawn. As per the deed of settlement the net settled amount payable by the company to Dalmia Group Holding became the liability of Lokhandwala Infrastructure Private Limited and the outstanding amount in the books of the company is transferred to Lokhandwala Infrastructure Private Limited during the Financial Year 2019-20. Further against this loan the Company has given the Security by way of entering sale agreement of 5 (five) units having 9,524 (Nine thousand five hundred twenty four) square feet carpet area which are registered as sale agreement. The units given to Dalmia Group Holding are not considered as sale in the books of the Company.
- ii. The company availed various Term Loans from Indiabulls Housing Finance Limited (IBHFL). The supporting documents regarding the updated terms and conditions of the said Term Loans from IBHFL including the loan repayment schedule, rate of interest, penal interest, other charges etc. are not available with the company. The Term Loans from IBHFL was fully repaid by the Company during the financial year 2020-21 as per the final demand raised by the IBHFL. **In absence of adequate information, we reserve our opinion to all the disclosure and the impact in the Financial Statements of the matter related to the said Term Loans from IBHFL.**



- iii. *Attention invited regarding the Non-convertible Debentures issued to Shapoorji Pallonji Development Managers Private Limited by the Company regarding the redemption premium payable by the Company. As there is no certainty/agreed amount regarding the redemption premium payable by the Company, no provisions regarding Debenture Redemption Premium is provided in the books of the Company.*
- iv. *The Company is irregular in payment of various statutory dues and filing of the statutory returns, including the payment of Tax Deduction at Sources (TDS), payment of Provident Fund (PF), Maharashtra Value Added Tax, Municipal Tax and filing of the returns. No provision has made by the company in its books of account towards interest and penalty if any, on account of the delay in filing and payment of various statutory dues. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- v. *Various cases / litigations are filed against / by the Company in various forums. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- vi. *No provision made in the Books for Debenture Redemption Premium Reserve in absence of adequate profit during the year.*
- vii. *The premium/interest on debenture accrued but not due of the debentures issued are subject to confirmation from the Debenture Trustee / Debenture Holders.*
- viii. *No interest paid or provided by the Company regarding delay in payment made to Micro, Small and Medium Enterprises. In absence of adequate information, the same is not ascertainable.*
- ix. *The company has given advances to various parties in relation to its business. Out of the said advances an amount of Rs.19.12 Crores which is outstanding for a long period. No information is available with the company as regard to the present status of the said advance. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- x. *Rs.9.80 Crores appearing in the Traces site as amount payable for default in TDS. The Company has not filled any appeal against TDS demand and also no amount provided in the books of the Company.*
- xi. *The amount appears in the Financial Statements are subject to confirmation from the respective parties.*

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and



the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises of the Director's Report, Management Discussion and Analysis Report and Corporate Governance Report. These reports are expected to be made available to us after the date of this auditor's report.

Our opinion on the standalone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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 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 Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone



financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the

planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("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, to the extent applicable.
- 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow 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 Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31 March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:



- i) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements to the extent the Company is having the information about the same, *except as mentioned in this report* to the standalone 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 Hare K. Panda & Co.
Chartered Accountants

Firm Registration No. 143768W

H. K. Panda
Proprietor

Membership No. 105641

UDIN: 24105641BKFILK3154

Mumbai, 30th May 2024



Lokhandwala Kataria Construction Private Limited**“Annexure A” to the Independent Auditors’ Report – 31 March 2024**

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of the Independent Auditor’s Report of even date to the members of Lokhandwala Kataria Construction Private Limited on the stand alone financial statements as at and for the year ended 31 March 2024)

(i)	<p>Maintaining records of Property, Plant, Equipment and intangible assets</p> <p>(a) (A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.</p> <p>(B) whether the company is maintaining proper records showing full particulars of intangible assets;</p>	<p>The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.</p> <p>The Company do not have any intangible assets except of certain Computer Software for which the company maintained the particulars.</p>
	<p>(b) whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account</p>	<p>The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals. According to information and explanations given to us, no material discrepancies were noticed on such verification</p>
	<p>(c) whether the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.</p>	<p>The Company do not own any immovable property.</p>
	<p>(d) whether the Company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;</p>	<p>No revaluation was done by the company during the previous year.</p> <p>The Company owns certain fixed assets such as Motor Car, Furniture & Fixture, Computer, Computer Software etc., which only ancillary to the business of the company. The value of these assets are not material to the size of the company.</p>

	(e) whether any proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder; if so, whether the Company has appropriately disclosed the details in its financial statements;	As per the information given by the Management, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder
(ii)	Physical verification of inventories (a) whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	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
	(b) whether during any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company. If not, give details.	The Company has not been sanctioned working capital limits in excess of Rs. 5 Crores, in aggregate, from banks or financial institutions on the basis of security of current assets.
(iii)	Repayment of investments, guarantee, security and loans granted by the Company Whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. If so,	During the financial year 2023-24, the company has not made investments in, not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties.



	<p>(a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity, if so, indicate-</p> <p>A. the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates.</p> <p>B. the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.</p>	<p>Nil during the year.</p> <p>Loan or advances in the nature of loan given to associates companies in the earlier years and outstanding at the end of the year is Rs.127.16 Crores.</p> <p>Corporate Guarantee given in the earlier years on behalf of associates company Rs.72.54 Crores and applicable interest thereon.</p> <p>Nil</p>
	<p>(b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;</p>	<p>In absence of inadequate information regarding repayment schedule of the loans and advances, the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided, we are unable to comment whether they are prejudicial to the company's interest or not.</p>
	<p>(c) in respect of loans and advances in the nature of loans whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;</p>	<p>The schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments or receipts of principal amounts and interest.</p>
	<p>(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;</p>	<p>There is no overdue amount remaining outstanding as at the balance sheet date.</p>
	<p>(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties; If so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and</p>	<p>No such cases.</p>

	the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year.	
	(f) whether the Company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment; if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.	Total Loan Rs.127.16 Crores to the associates company, which is 100% of the loan granted by the Company.
(iv)	<p>Compliance of Section 185 & 186</p> <p>In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.</p>	In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities. Further the provisions of Section 186 of the Act is not applicable to the Company, as it is engaged in the Real Estate Development (infrastructure activities).
(v)	<p>Acceptance of deposits</p> <p>in respect of deposits accepted by the Company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?</p>	No such cases.
(vi)	<p>Cost records</p> <p>whether maintenance of cost records has been specified by the Central Government</p>	The maintenance of cost records has been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 and rules framed there under.



	under sub-section (1) of section 148 of the Companies Act and whether such accounts and records have been so made and maintained	However at present the Company does not fall under the criteria of which such records are required to be maintained. Hence the said rules are not applicable to the Company.
(vii)	<p>Statutory dues</p> <p>(a) whether the company is regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;</p>	<p>The company is not regular depositing with the appropriate authorities of the undisputed statutory dues. There have been significant delays in deposit of the undisputed statutory dues in respect of Tax deducted at Source, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax (GST), Cess and other material statutory dues applicable to it to the appropriate authorities.</p> <p>The undisputed amount payable in respect of statutory dues in the books of the Company, which are outstanding as on the end of the financial year for a period more than six months from the date they became payable are as under:</p> <p>i. Property Tax – 12.03 Crores</p> <p>As there have been significant delays in deposit of the undisputed statutory dues in respect of Tax deducted at Source, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax (GST), Cess and other material statutory dues applicable to it to the appropriate authorities, the Company may liable to pay the interest, penalty etc. No amount is provided in the books of the company of the interest, penalty etc. that may payable if any due to the delay in payments. <i>In absence of adequate information, we are unable to quantify the same.</i></p>
	(b) Whether statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation	<p>i. Income Tax, AY 2017-18, CIT (A) – Dispute Tax - Rs. NIL (Current outstanding Rs. Nil)</p> <p>ii. Income Tax, AY 2018-19, CIT (A) – Dispute Tax Rs.2.38 Crores (Current outstanding Rs. Nil Crores)</p>

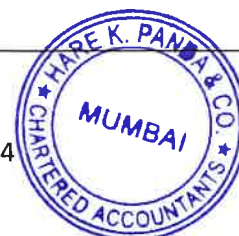
	to the concerned Department shall not be treated as a dispute).	<p>iii. Income Tax, AY 2022-23, CIT (A) – Dispute Tax - Rs. NIL (Current outstanding Rs. Nil)</p> <p>iv. Income Tax Penalty AY 10-11, CIT (A) Dispute Penalty – 0.04 Crores (Current outstanding Rs. Nil)</p> <p>v. Income Tax Penalty AY 11-12, CIT (A) Dispute Penalty – 0.34 Crores (Current outstanding Rs. Nil)</p> <p>Apart from the above, Rs.9.80 Crores appearing in the Traces site as amount payable for default in TDS. The Company has not filed any appeal against TDS demand and no amount provided in the books of the Company.</p>
(viii)	<p>Disclosure of transactions not recorded in the books:</p> <p>Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961; if so, whether the previously unrecorded income has been properly recorded in the books of account during the year?</p>	No such cases.
(ix)	<p>Default in repayment of loans or other borrowings</p> <p>(a) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender? If yes, the period and the amount of default to be reported as per the format below:</p>	<p><u>Default Interest on Unlisted Debentures:</u></p> <p>February 2024 – Rs.5.22 Crores</p> <p>March 2024 – Rs.5.36 Crores</p>
	(b) Whether the company is a declared wilful defaulter by any bank or financial institution or other lender?	No such cases in our knowledge
	(c) Whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported	The Company is not availed any term loan during the year.
	(d) whether funds raised on short term basis have been utilised for long term	No Such Cases

	purposes? If yes, the nature and amount to be indicated	
	(e) whether the Company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures? If so, details thereof with nature of such transactions and the amount in each case	No such Cases
	(f) whether the Company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies? If so, give details thereof and also report if the company has defaulted in repayment of such loans raised.	No such Cases
(x)	Moneys raised by IPO, FPO & preferential allotment/ private placement of shares or convertible debentures (a) whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	The proceeds from the issue of NCD during the FY 2023-24 were utilized by the Company towards its project Minerva only after duly approved by the NCD representatives.
	(b) whether the Company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of Section 42 and Section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised. If not, provide details in respect of amount involved and nature of non-compliance	The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.



(xi)	<p>Fraud reporting</p> <p>(a) whether any fraud by the company or any fraud on the Company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;</p>	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.
	<p>(b) whether any report under sub-Section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government?</p>	No
	<p>(c) whether the auditor has considered whistle-blower complaints, if any, received during the year by the Company?</p>	The Company do not have any system of whistle-blower complain, hence no comments
(xii)	<p>Compliances by Nidhi Company</p> <p>(a) whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability</p>	The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 is not applicable
	<p>(b) whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;</p>	NA
	<p>(c) whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof</p>	NA
(xiii)	<p>Compliance with section 177 and 188 whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;</p>	In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in financial statements etc. as required by applicable accounting standard.

(xiv)	Internal audit system (a) whether the company has an internal audit system commensurate with the size and nature of its business?	The Company has an internal audit commensurate with the size of its business. However the internal audit may be conducted in quarterly or monthly interval instead at the end of the year.
	(b) Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor?	The reports of the Internal Auditors for the period under audit were considered for the purpose of Audit
(xv)	Non-cash transactions with directors whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;	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 directors of its subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable
(xvi)	Registration with Reserve Bank of India (a) whether the company is required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.
	(b) whether the Company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act 1934	No such cases noticed.
	(c) whether the Company is a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India? If so, whether it continues to fulfil the criteria of a CIC and In case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria	No



	(d) Whether the Group has more than one CIC as part of the Group, If yes, indicate the number of CICs which are part of the Group.	No
(xvii)	<p>Cash losses</p> <p>Whether the Company has incurred cash losses in the Financial Year and in the immediately preceding Financial year? If so, state the amount of cash losses.</p>	<p>Yes. The Company continuously incurring the cash losses in the preceding years and also during financial year. During the financial year 2023-24, the Company incurred the Loss of Rs.278.10 Crores (PY Rs.280.32 Crores) (Net loss in P&L A/c Add Depreciation during the year)</p>
(xviii)	<p>Resignation of the statutory auditors whether there has been any resignation of the statutory auditors during the year? If so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors?</p>	No. NA.
(xix)	<p>Capability of company of meeting its liabilities existing at the date of balance sheet, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.</p>	<p>The Company continuously incurring the cash losses in the preceding years and also during financial year. In view of the continuously cash losses incurred by the Company and looking to the past defaults made by the Company of its payments, we reserve our opinion whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.</p>
(xx)	<p>Transfer of amount remaining unspent under sub-section (5) of section 135 to Fund specified in Schedule VII</p> <p>(a) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.</p>	No such cases

	(b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act;	No such cases
(xxi)	Reasons to be stated for unfavourable or qualified answers whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements? If yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks	Not Applicable

For Hare K. Panda & Co.

Chartered Accountants

Firm Registration No: 143768W

H. K. Panda

Proprietor

Membership No. 105641

UDIN: 24105641BKFILK3154

Mumbai, 30th May 2023



Lokhandwala Kataria Construction Private Limited
“Annexure – B” to the Independent Auditors’ Report – 31 March 2024
(Referred to in our report of even date)

Report on the Internal Financial Controls under Section 143(3)(i) of the Act

We were engaged to audit the internal financial controls over financial reporting of Lokhandwala Kataria Construction Private Limited (“the Company”) as at 31 March 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing to the extent applicable to an audit of internal financial controls, both issued by the ICAI.

Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

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:

Meaning of Internal Financial Controls over Financial Reporting (continued)

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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 authorizations of management and directors of the company; and
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 evolution 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.

Disclaimer of Opinion

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion on whether the Company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2024.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer does not affect our opinion on the financial statements of the Company.

For Hare K. Panda & Co.

Chartered Accountants

Firm Registration No: 143768W

H. K. Panda

Proprietor

Membership No. 105641

UDIN: 24105641BKFILK3154

Mumbai, 30th May 2023



Lokhandwala Kataria Construction Private Limited

Balance Sheet

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

	Note	31 March 2024	31 March 2023
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	3.1	2,521.31	2,521.31
Reserves and surplus	3.2	(1,03,072.97)	(75,251.58)
		(1,00,551.66)	(72,730.27)
Non-current liabilities			
Long-term borrowings	3.3	1,36,462.50	1,40,688.23
Long-term provision	3.4	143.97	181.02
		1,36,606.47	1,40,869.25
Current liabilities			
Short-term borrowings	3.5	207.47	207.47
Trade payables	3.6		
- Due to other than micro and small enterprises & Retention		8,633.10	8,098.14
Other current liabilities	3.7	96,643.13	69,345.59
Short-term provision	3.8	37.38	30.39
		1,05,521.07	77,681.58
TOTAL		1,41,575.88	1,45,820.56
ASSETS			
Non-current assets			
Fixed assets			
(i) Tangible assets	3.9	91.05	87.41
(ii) Intangible assets	3.9	4.99	5.99
		96.04	93.40
Deferred tax assets, net	3.25		
Long-term loans and advances	3.10	506.88	456.40
Investment in Shares	3.11	4,579.44	4,579.44
Current assets			
Inventories	3.12	1,09,080.74	1,13,812.33
Trade receivables	3.13	6,706.66	5,349.17
Cash and bank balances	3.14	1,520.47	2,410.42
Short-term loans and advances	3.15	15,687.74	15,890.96
Other current assets	3.16	3,397.94	3,228.45
		1,36,393.53	1,40,691.32
TOTAL		1,41,575.88	1,45,820.56

Notes to the financial statements

3.1 to 3.53

The notes referred to above form an integral part of of the financial statement.

As per our report of even date attached.

For Hare K Panda & Co.

Chartered Accountants

Firm's Registration No: 143768 W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILK3154



For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited
CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

A.M. Lokhandwala

Director

DIN: 00219135

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Mumbai

Date: 30th May 2024



Mumbai

Date: 30th May 2024

Lokhandwala Kataria Construction Private Limited

Statement of Profit and Loss

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

Note	Unaudited Quarter Ended 31 March 2023	Unaudited Quarter Ended 31 December 2023	Unaudited Quarter Ended 31 March 2023	Audited Year Ended 31 March 2024	Audited Year Ended 31 March 2023
Income					
Revenue from operations	3.17	5,005.96	4,668.06	5,428.53	22,203.39
Other income	3.18	58.94	47.91	46.58	197.83
		5,064.90	4,715.97	5,475.11	22,401.22
Expenses					
Cost of materials consumed	3.19	4,313.63	4,117.16	4,460.10	19,567.54
Employee benefits expense	3.20	53.88	51.23	62.91	220.13
Finance costs / Redemption Premium / Interest on NCD	3.21	6,722.37	7,108.94	5,852.57	27,403.70
Depreciation and amortisation	3.22	3.17	2.83	3.69	11.63
Other expenses	3.23	540.17	624.01	192.10	3,019.60
		11,633.22	11,904.17	10,571.37	50,222.61
Profit / (loss) before tax		(6,568.31)	(7,188.20)	(5,096.26)	(27,821.39)
Tax expenses					
- Current tax					
- Deferred tax					
Profit / (loss) after tax		(6,568.31)	(7,188.20)	(5,096.26)	(27,821.39)
Basic and diluted earnings per share (Rs)	3.23	(4,289.17)	(3,966.79)	(3,327.91)	(19,623.75)
(Face value of Rs 10 each)					

Significant accounting policies
Notes to the financial statements

2
3.1 to 3.53

The notes referred to above form an integral part of the financial statement.

As per our report of even date attached.

For Hare K Panda & Co.
Chartered Accountants
Firm's Registration No: 14708M

H. K. Panda
Proprietor
Membership No: 105041
UDIN: 24105641BKFILR1154

For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited
CIN: U45200MH1998PTC117468

M.A. Lokhandwala
Director
DIN: 00219108
Aniket Naresh Prabhu
Company Secretary
Membership no: A55634
Mumbai
Date: 30th May 2024

A.M. Lokhandwala
Director
DIN: 00219135

Mumbai
Date: 30th May 2024



Lokhandwala Kataria Construction Private Limited

Statement of Profit and Loss

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

	Note	31 March 2024	31 March 2023
Income			
Revenue from operations	3.17	22,203.39	22,433.83
Other income	3.18	197.83	184.80
		<u>22,401.22</u>	<u>22,618.63</u>
Expenses			
Cost of materials consumed	3.19	19,567.54	25,815.20
Employee benefits expense	3.20	220.13	276.62
Finance costs / Redemption Premium / Interest on NCD	3.21	27,403.70	23,410.29
Depreciation and amortisation	3.22	11.63	14.06
Other expenses	3.23	3,019.60	1,148.60
		<u>50,222.61</u>	<u>50,664.76</u>
Profit / (loss) before tax		(27,821.39)	(28,046.14)
Tax expenses			
- Current tax			
- Deferred tax			
Profit / (loss) after tax		(27,821.39)	(28,046.14)
Basic and diluted earnings per share (Rs)	3.23	(19,623.75)	(19,610.38)
(Face value of Rs 10 each)			

Significant accounting policies

Notes to the financial statements

2

3.1 to 3.55

The notes referred to above form an integral part of the financial statement.

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILK3154



For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited
CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Mumbai

Date: 30th May 2024

A.M. Lokhandwala

Director

DIN: 00219135



Mumbai

Date: 30th May 2024

Lokhandwala Kataria Construction Private Limited

Cash flow statement

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

	31 March 2024	31 March 2023
Cash flow from operating activities :		
Net (loss) before tax	(27,821.39)	(28,046.14)
Adjusted for :		
Depreciation	11.63	14.06
Depreciation adjustment due to change in accounting policy (refer note 10)		
Interest expenses	27,403.70	23,410.29
Loss/(Profit) on sale of fixed asset	(173.88)	(173.41)
Interest income on intercorporate deposit	(23.95)	(11.39)
Interest income from fixed deposit		
	<u>27,217.50</u>	<u>23,239.55</u>
Operating (loss) before working capital changes	<u>(603.89)</u>	<u>(4,806.59)</u>
Changes in working capital		
(Increase) in inventories	4,731.60	2,226.50
Decrease in loans and advances	203.22	799.09
Increase / (decrease) in trade payables	534.96	(316.92)
(Increase) / decrease in trade receivables	(1,357.49)	(2,386.12)
Increase in other current liabilities	27,297.54	32,326.24
Increase in provisions	(30.06)	17.43
	<u>31,379.77</u>	<u>32,666.22</u>
Cash (used in) / generated from operations	<u>30,775.88</u>	<u>27,859.63</u>
Income tax (paid)	(50.47)	(149.77)
	<u>30,725.41</u>	<u>27,709.86</u>
Net cash (used in)/ generated from operating activities		
Cash flow from investing activities :		
Purchase of fixed assets	(14.27)	(3.20)
Proceeds from sale of fixed assets		
Purchase of Shares		
Interest income	28.34	(9.73)
	<u>14.07</u>	<u>(12.93)</u>
Net cash generated from investing activities		
Cash flow from financing activities :		
Proceeds from borrowings	(4,225.73)	(2,520.83)
Repayment of borrowings		
Interest paid	(27,403.70)	(23,410.29)
Net cash generated from financing activities	<u>(31,629.43)</u>	<u>(25,931.12)</u>
	<u>(889.95)</u>	<u>1,765.81</u>
Net (decrease) / increase in cash and cash equivalents		
Cash and cash equivalents at the beginning of the year	2,410.42	644.61
Cash and cash equivalents at the end of the year (see below)	<u>1,520.47</u>	<u>2,410.42</u>



Lokhandwala Kataria Construction Private Limited

Cash flow statement (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

Notes :

1. The Cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 ('AS 3') on Cash Flow Statement prescribed in Companies (Accounting Standard) Rules, 2006.
2. Components of cash and cash equivalents

Cash in hand	3.26	6.99
With scheduled banks	-	-
- in current account	1,342.29	2,253.50
- Fixed deposits (deposits having original maturity of less than 3 months)	174.92	149.92
Other bank balances	-	-
- Fixed deposits with maturity less than 12 months	-	-
	<u>1,520.47</u>	<u>2,410.42</u>

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

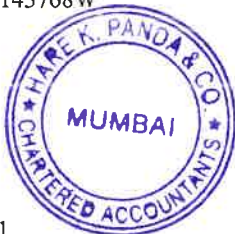
Proprietor

Membership No: 105641

UDIN: 24105641BKFILK3154

Mumbai

Date: 30th May 2024



For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited

CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Mumbai

Date: 30th May 2024

A.M. Lokhandwala

Director

DIN: 00219135



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

1 Background

Lokhandwala Kataria Construction Private Limited ('the Company') was incorporated on 15 December 1998 under the Companies Act 1956. The address of the company's registered office is 72 Gandhi Nagar, Dainik Sivner Marg, Worli, Mumbai. The company is engaged in the business of real estate development and construction. The Company is currently developing and constructing "Minerva", a project sanctioned under Slum rehabilitation scheme.

2 Summary of significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 ('the Act') read with rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act, 2013, to the extent applicable. The financial statements are presented in Indian rupees.

2.2 Going Concern

As at 31 March 2024, the Company's paid up capital was Rs 25,21,31,370 and correspondingly, the Company's accumulated losses aggregated to Rs.1077.81 Crores Revenue recognition is recognized for the first time in Financial Year 2017-18 compliance with the 'Guidance Note on Accounting for Real Estate Transactions (Revised 2012)' issued by the Institute of Chartered Accountants of India. Based on the support letters received from the directors and business plan adopted by the Board of Directors, the Company's management believes that the Company will continue to operate as a going concern and meet all its liabilities as they fall due for payment and consequently will be in a position to continue in operation for the foreseeable future, to realise its assets and to discharge its liabilities in the normal course of business.

Accordingly, these financial statements have been prepared on a going concern basis and do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of liabilities.

2.3 Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as of the date of the financial statements, and the reported amounts of revenues and expenses during the reported period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Management believes that the assumptions used in these estimates are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognized prospectively in current and future periods.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Summary of significant accounting policies (*Continued*)

2.4 Current / Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either Current or Non-current.

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the balance sheet date; or
- (d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within eighty two months after the balance sheet date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least eighty two months after the balance sheet date.

All other liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act.

Operating Cycle:

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 160 months. The expected time for completion at the inception of the project was 82 months which was revised to 106 months and then revised to 148 months and then revised to 160 months and the current expected completion of the project is December 2024.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (Continued)

2.5 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Income from real estate sales is recognized on the transfer of all significant risks and rewards of ownership to the buyers and it is not unreasonable to expect ultimate collection and no significant uncertainty exists regarding the amount of consideration. However if, at the time of transfer substantial acts are yet to be performed under the contract, revenue is recognized on proportionate basis as the acts are performed, i.e. on the percentage of completion basis.

Determination of revenues under the percentage of completion method necessarily involves making estimates by the Company, some of which are of a technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project/activity and the foreseeable losses to completion. The estimates of cost are periodically reviewed by the Management and the effect of changes in estimates is recognised in the period such changes are recognised. When the total project cost is estimated to exceed total revenues from the project, the loss is recognised immediately.

Interest income is recognised on time proportion basis.

2.6 Employee benefits

(a) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include compensated absences such as paid annual leave and sickness leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period.

(b) Long term employee benefits

(i) Defined contribution plans:

The Company's approved provident scheme is a defined contribution plan. The Company's contribution paid / payable under the schemes is recognised as expense in the statement of profit and loss during the year in which the employee renders the related service. The Company makes specified monthly contributions towards employee provident fund. The interest rate payable is being notified by the Government. There are no other obligations other than the contribution payable to the respective fund.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (*Continued*)

2.6 Employee benefits (*Continued*)

(b) Long term employee benefits (*Continued*)

(ii) Defined benefit plans:

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation are based on the market yields on Government securities as at the balance sheet date.

When the calculation results in a benefit to the Company, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized immediately in the statement of profit and loss.

(c) Other long term employee benefits

The Company's net obligation in respect of long-term employment benefits, other than gratuity, is the amount of future benefit towards leave that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any related assets is deducted. The discount rates used for determining the present value of the obligation under other long term employee benefits, are based on the market yields on Government securities as at the balance sheet date.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (Continued)

2.7 Fixed assets and depreciation

Tangible fixed assets:

Fixed assets are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price and any attributable cost such as duties, freight, borrowing costs, erection and commissioning expenses incurred in bringing the asset to its working condition for its intended use.

Depreciation on fixed assets has been provided using the straight-line method in the manner and at the rates prescribed by Schedule II of the Act. Depreciation on addition/deletion of fixed asset made during the year is provided on pro-rata basis from / up to the date of each addition / deletion. The useful lives used are those specified in Schedule II of the Act as under

Assets	Life in no of years
Office equipment's	5 Years
Computers (including servers)	3 Years to 6 Years
Vehicles	8 Years
Furniture and fixtures	10 Years

During the previous year, the Company had revised the method of depreciation from the Written down value (WDV) method to Straight line method (SLM) with effect from 1 April 2014. The retrospective impact on depreciation due to the change in method aggregating Rs 5,140,272 (reversal) has been credited to the Statement of profit and loss in that year.

Pursuant to the Companies Act, 2013 being effective from 1 April 2014, the Company had aligned the useful life of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act.

Intangible fixed assets:

Intangible fixed assets represent software license purchased by the company and are amortized over an expected benefit period of five years using straight line method.

2.8 Inventories and project work in progress

Direct expenses like site labour cost, material used for project construction, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance and construction overheads are taken as the cost of construction work-in-progress.

Inventories are valued as lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2. Significant accounting policies (Continued)

2.9 Foreign currency transactions

Foreign exchange transactions are recorded at the spot rates on the date of the respective transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date; the resultant exchange differences are recognised in the statement of profit and loss.

2.10 Taxation

Income tax expense comprises current income tax (i.e. amount of tax for the period determined in accordance with the income tax law), fringe benefits tax and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised. No deferred tax assets are created for the current financial year and immediate previous financial year.

2.11 Earnings per share (EPS)

The Basic EPS is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. Diluted EPS is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

2.12 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2. Significant accounting policies (*Continued*)

2.13 *Borrowing costs*

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are treated as direct cost and are considered as part of the cost of such assets. A qualifying asset is an asset that necessarily requires a substantial period to get ready for its intended use or sale. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed beyond a reasonable time due to other than temporary interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

2.14 *Redemption Premium/Interest on Non-Convertible Debentures (NCD)*

Interest/Redemption Premium on the NCD is calculated being equal to 16.07% (sixteen point zero seven per cent) per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date. The said amount is debited to the Profit and Loss Accounts. Further while considering the expected cost for completion of the Project "Minerva", the Interest/Redemption Premium on the NCD is not considered.

2.15 *Operating lease*

Lease rentals in respect of assets acquired on operating leases are recognised in the statement of profit and loss on straight line basis over the lease term.

2.16 *Provisions and contingent liabilities*

The Company has created a provision where there is present obligation as a result of a past event that probably requires an outflow of resources, and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.1 Share capital

31 March 2024 31 March 2023

Authorised capital

150,000 (2022: 150,000) Equity shares (Class A) of Rs 10 each	15.00	15.00
100,000 (2022: 100,000) Equity shares (Class B) of Rs 10 each	10.00	10.00
750,000 (2022: 750,000) Equity shares (Class C) of Rs 10 each	75.00	75.00
25,250,000 (2022: 25,250,000) Preference shares of Rs 10 each	2,525.00	2,525.00

2,625.00 2,625.00

Issued, subscribed and fully paid-up

143,137 (2015: 143,137) Equity shares (Class A) of Rs 10 each, fully paid up	14.31	14.31
10,000 (2015: 10,000) Equity shares (Class B) of Rs 10 each, fully paid up	1.00	1.00
25,060,000 (2015: 25,060,000) 12% Optionally convertible cumulative redeemable preference shares of Rs 10 each, fully paid up.	2,506.00	2,506.00

2,521.31 2,521.31

	31 March 2024		31 March 2023	
	Number	Value	Number	Value
Equity shares				
Shares outstanding at the beginning and end of the year -Class A	1.43	14.31	1.43	14.31
Shares outstanding at the beginning and end of the year -Class B	0.10	1.00	0.10	1.00

	31 March 2024		31 March 2023	
	Number	Value	Number	Value
12% Optionally convertible cumulative redeemable preference shares Rs				
Shares outstanding at the beginning and end of the year	250.60	2,506	250.60	2,506

B Terms / rights attached to shares

Equity shares

The Company has only three class of equity shares having a par value of Rs 10 per share. Class "A" shareholders have voting rights, Class "B" Shareholders have profit sharing rights and class "C" shares have been authorized but have not yet been issued. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of the Interim dividend.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

25,060,000 optionally convertible cumulative preference shares of Rs 10 each.

The Company has one class of preference shares having a par value of Rs 10 per share. The preference shares do not carry any voting rights, even if dividend has remained unpaid for any year or dividend has not been declared by the Company for any year. Preference shares shall, subject to availability of profits during any financial year, be entitled to nominal dividend of 12% per year.

In the event of liquidation of the Company before conversion of the preference shares, the holders of convertible preference shares will have priority over equity shares in the payment of dividend and repayment of capital.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.1 Share capital (Continued)

C Details of shareholder holding more than 5% shares as at 31 March 2024 is as set out below.

Name of shareholder	31 March 2024		31 March 2023	
Class A				
Mr.Moiz Lokhandwala	29,675	20.73%	29,675	20.73%
Mr.Aliasgar Lokhandwala	29,675	20.73%	29,675	20.73%
Mr. Mohammed A Lokhandwala	13,650	9.54%	13,650	9.54%
Lokhandwala Infrastructure Pvt Ltd	70,137	49.00%	70,137	49.00%
Class B				
Mr. Mohammed A Lokhandwala	2,000	20.00%	2,000	20.00%
Mr.Moiz Lokhandwala	4,000	40.00%	4,000	40.00%
Mr.Aliasgar Lokhandwala	4,000	40.00%	4,000	40.00%
Preference shares				
Lokhandwala Infrastructure Pvt Ltd	2,50,60,000	100.00%	2,50,60,000	100.00%

The 12% Optionally convertible cumulative redeemable preference shares carry an option to convert all or any of the preference shares at any time prior to redemption into 'Class C' equity shares in the ratio of 1:1 at the option of the shareholders.

Disclosure of Shareholding of Promoters

Shares Held by promoters at the end of the year			%	Change
Promoter Name	No. of Shares	% of Total		
Class A				
Mr.Moiz Lokhandwala	29,675	20.73%	NIL	
Mr.Aliasgar Lokhandwala	29,675	20.73%	NIL	
Mr. Mohammed A Lokhandwala	13,650	9.54%	NIL	
Lokhandwala Infrastructure Pvt Ltd	70,137	49.00%	NIL	
TOTAL	1,43,137	100.00%	NIL	
Class B				
Mr. Mohammed A Lokhandwala	2,000	20.00%	NIL	
Mr.Moiz Lokhandwala	4,000	40.00%	NIL	
Mr.Aliasgar Lokhandwala	4,000	40.00%	NIL	
TOTAL	10,000	100.00%	NIL	

Note: One of the promotor Late Moiz Lokhandwala expired on 27.09.2021. As no transfer forms received from legal hire, the shares are still in the name of Late Moiz Lokhandwala

3.2 Reserves and surplus

	31 March 2024	31 March 2023
Securities premium reserve at the commencement and end of the year	4,705.72	4,705.72
General reserves at the commencement and end of the year	2.44	2.44
(Deficit) as per statement of profit and loss		
At the commencement of the year	(79,959.74)	(51,913.60)
Add: Profit / (loss) for the year / Period	(27,821.39)	(28,046.14)
	(1,07,781.13)	(79,959.74)
Total reserves and surplus	(1,03,072.97)	(75,251.58)



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.3 Long-term borrowings

31 March 2024 31 March 2023

Secured loans

From Debentures

- Non convertible debentures from Shapoorji Pallonji Development Managers Pvt Ltd.

7,124.42 8,147.42

- Non convertible debentures from Asia Pragati Real Estate Investment Fund (Earlier held by Real Estate Credit Opportunities Fund III - Listed)

20,930.00 27,300.00

- Non convertible debentures from Asia Pragati Real Estate Investment Fund (Earlier held by Real Estate Credit Opportunities Fund III - Unlisted)

51,922.50 67,725.00

Redemption Premium and/or Interest on NCD

56,485.58 37,515.81

(Not payable within 12 months)

1,36,462.50 1,40,688.23

3.4 Long-term provisions

31 March 2024 31 March 2023

Provision for employee benefits:

- Gratuity (refer note 3.25)

119.95 123.29

- Compensated absences (refer note 3.25)

24.02 57.73

143.97 181.02

3.5 Short-term borrowings

31 March 2024 31 March 2023

Unsecured loans

From director

107.47 107.47

(Company has taken an interest free unsecured loan from M A Lokhandwala, which is repayable

From others

100.00 100.00

207.47 207.47

3.6 Trade payables

31 March 2024 31 March 2023

Trade payables towards goods purchased and services received

- Due to Micro, Small and Medium Enterprises (refer note 3.32)

251.73 70.86

- Due to others

6,347.29 6,115.85

- -

Retention money payable

2,034.08 1,911.42

(Trade Payable ageing schedule refer note no.3.45)

8,633.10 8,098.14

3.7 Other current liabilities

31 March 2024 31 March 2023

Redemption Premium and/or Interest on NCD (Payable within 12 months) Asia Pragati Real Estate Investment Fund

7,935.66 8,117.08

NCD redemption amount payable

61,646.78 33,401.28

Accruals for expenses

5,687.15 5,696.73

Advance from customers

19,915.67 20,516.35

Payable to customers towards cancellation of flats

985.05 1,284.03

Other payables

143.22 103.48

- Employee's payable

143.22 103.48

- Statutory dues payable

143.22 103.48

Tax deduction at source payable

121.77 75.79

Value added tax payable

- -

Professional tax payable

0.50 1.69

Provident fund payable

15.51 8.56

GST / Service Tax payable

191.83 140.61

96,643.13 69,345.59



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued) as at 31st March 2024

<u>Details of Security on Loans and Debentures:</u>	<u>Terms and condition for repayment:</u>
<p>A. <u>Non-Convertible Debentures issued to Shapoorji Pallonji Development Managers Private Limited</u></p> <p>As per the supplementary deed of the Debenture Trust Deed, the Debenture issued to SHAPOORJI PALLONJI DEVELOPMENT MANAGERS PRIVATE LIMITED is secured by way of 15 (Fifteen) identified units admeasuring in aggregate to 27,483 (Previous Year 21,192) square feet Carpet Area (collectively referred to as the "Units") forming part of the residential project known as "Minerva" (the "Project") constructed / being constructed on all that piece and parcel of land bearing C.S No.1(pt.) and 2(pt) of Lower Patel Division situated at J.R Boricha Marg, Mahalaxmi, Mumbai, admeasuring around 28,328.79 square meters or there about. As the tenure of the debenture may exceeds more than one year as per the option of the Management, the same is considered as Long term borrowings in the financial statements. In the event the debenture is paid/payable within the period of one year the same may be considered as under the head Other Current liabilities.</p>	<p>The redemption premium payable on the redemption of the Debentures is not ascertainable as the same is based on the future sale price of the units mortgaged to the Debenture Holder. However, the aggregate redemption premium shall not exceed 16% (sixteen percent) Internal Rate of Return in any event. Therefore, no provision for Redemption Premium is provided in the Books of Account for the year.</p> <p>The final redemption date is before 30th September 2024 or such extended period after 30th September as may be determined by the Debenture Holders which in any event shall not exceed an additional period of 1 (one) year thereof.</p>
<p>B. <u>Non-Convertible Debentures held by Asia Pragati Real Estate Investment Fund (some of the NCD were earlier held by Real Estate Credit Opportunities Fund – III)</u></p> <p>The Non-Convertible Debentures issued both listed and un-listed has been secured against "All that pieces or parcels of land/properties as under together with all the present and/or future structure, buildings, furniture, fixtures, fittings, standing and/or plant and machinery installed and /or constructed/to be constructed thereon and all the present and future rights, title and/or interests of M/S Lokhandwala Kataria Constructions Pvt. Ltd. therein: C.S. No. 1(pt) & 2(pt) of Lower Parel Division situated at J.R. Boricha Marg, Mahalaxmi, Mumbai, admeasuring around 28328.79 square meters owned by Municipal Corporation of Greater Mumbai and also and the Corporate Guarantee of Lokhandwala Infrastructure Private Limited and Personal Guarantee of Mr. Mohammed A Lokhandwala, Late Moiz M Lokhandwala</p>	<p>Both the listed and un-listed secured Non-convertible Debentures carries internal rate of return on the nominal value of the Debentures being equal to 16.07% (sixteen point zero seven per cent) per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date.</p>



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued) as at 31st March 2024

and Mr. Aliasgar Lokhandwala. The Security further more described as under:

- (a) the Project Land together with all rights, interest, benefits, claims and demands whatsoever of the Company in relation to the Project Land including all development rights of the Company in relation to the Project Land under the Development Agreement or otherwise;
- (b) the Unsold Units together with all rights, title, interest, benefits, claims and demands whatsoever of the Company in the Unsold Units and all development rights of the Company pertaining to the Unsold Units;
- (c) all Sold Units in relation to which the sale agreements are cancelled, revoked or terminated together with all rights, title, interest, benefits, claims and demands whatsoever of the Company in such units including development rights of the Company pertaining to such units;
- (d) all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of the Project Accounts;
- (e) all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of the Receivables together with all present and future, operating cash flows, receivables, moneys, securities, instruments, investments and other properties deposited in, credited to or required to be credited or required to be deposited or lying to the credit of the Project Accounts or liable to be credited to the Project Accounts (subject to the provisions of RERA);
- (f) all present and future moveable and current assets of the Company in relation to the Project and all other buildings, erections, constructions, furniture, fixtures and fittings of every description in relation to the Project on the Project Land and all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of such assets;
- (g) all Insurance Policies and Insurance Proceeds in relation to the Project; and
- (h) all permitted investments in accordance with and pursuant to the terms of the escrow agreement including all investment income and investment proceeds.
- (i) Pledging of entire Equity i.e Class A and Class B shares of Lokhandwala Kataria Construction Pvt. Ltd. held by Lokhandwala Infrastructure Private

The redemption dates of the Debentures were as under:

- i. 25% (Twenty Five Percent) – 26th October 2023
- ii. 25% (Twenty Five Percent) – 26th October 2024
- iii. 25% (Twenty Five Percent) – 26th October 2025
- iv. 25% (Twenty Five Percent) – 26th October 2026

Vide subsequent Supplemental Deed, the redemption dates of the debentures are now rescheduled as under:

- i. 2.50% (Two and half Five Percent) – 30th September 2024
- ii. 25% (Twenty Five Percent) – 26th October 2024
- iii. 2.50% (Two and half Five Percent) – 31st October 2024
- iv. 2.50% (Two and half Five Percent) – 30th November 2024
- v. 2.50% (Two and half Five Percent) – 31st December 2024
- vi. 2.50% (Two and half Five Percent) – 31st January 2025
- vii. 2.50% (Two and half Five Percent) – 28th February 2025
- viii. 2.50% (Two and half Five Percent) – 31st March 2025
- ix. 2.50% (Two and half Five Percent) – 30th April 2025



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued) as at 31st March 2024

<p>Limited., Mr. Mohammed A Lokhandwala, Mr. Moiz M Lokhandwala and Mr. Aliasgar Lokhandwala.</p> <p>(j) Post-dated Cheques issued by the Company in respect of Coupon, Redemption Premiums and Principal Redemption amount of the Debentures.</p>	<p>x. 2.50% (Two and half Five Percent) – 31st May 2025</p> <p>xi. 2.50% (Two and half Five Percent) – 30th June 2025</p> <p>xii. 25% (Twenty Five Percent) – 26th October 2025</p> <p>xiii. 25% (Twenty Five Percent) – 26th October 2026</p>
<p>C. <u>Non-Convertible Debentures held by Asia Pragati Strategic Investment Fund and Allianz Global Investors GMBH.</u></p> <p>The security is same to the security offered in respect of the Non-Convertible Debentures held by Asia Pragati Real Estate Investment Fund</p>	<p>Debentures carries internal rate of return on the nominal value of the Debentures being equal to 18.50% per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date.</p> <p>The redemption dates of the Debentures are 26th October 2024</p>



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.8 Short-term provision

31 March 2024 31 March 2023

Employees benefits

Gratuity (refer note 3.27)

29.31 23.50

Compensated absences (refer note 3.27)

8.07 6.89

37.38 30.39

3.10 Long-term loans and advances

(Unsecured, considered good)

31 March 2024 31 March 2023

Advance tax and tax deducted at source

506.88 456.40

506.88 456.40

3.11 Investment in Shares

Ratan Infrastructure Private Limited - 1,31,99,937 (Fully paid) Equity shares of Rs.10/- each.

1,319.99 1,319.99

Ratan Real Estate Services Private Limited - 1,93,94,478 (Fully paid) Equity shares of Rs.10/- each.

1,939.45 1,939.45

Solo Commodities Private Limited - 1,31,99,937 (Fully paid) Equity shares of Rs.10/- each.

1,319.99 1,319.99

4,579.44 4,579.44

3.12 Inventories

31 March 2024 31 March 2023

Work in progress

Construction work in progress (Refer note 3.19)

1,09,080.74 1,13,812.33

1,09,080.74 1,13,812.33

3.13 Trade receivables

(Unsecured, considered good)

31 March 2024 31 March 2023

Outstanding for a period exceeding 6 months from the date they are due for payment

6,706.66 5,349.17

Other debts

(Trade Receivable ageing schedule refer note no.3.46)

6,707 5,349

3.14 Cash and bank balances

31 March 2024 31 March 2023

Cash and cash equivalents

Cash on hand

3.26 6.99

Bank balances with scheduled banks

- In current accounts

1,342.29 2,253.50

- Fixed deposit accounts

174.92 149.92

1,520.47 2,410.42

1,520.47 2,410.42



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31st March 2024

(Currency: Indian Rupees in Lakhs)

3.9 Fixed assets

Description of assets	Gross block			Accumulated depreciation / amortisation			Net block	
	As at 1 April 2023	Additions	Deductions / adjustments	As at 31 March 2024	As at 1 April 2023	Charge for the year (refer note (b) below)	As at 31 March 2024	As at 31 March 2024
Intangible assets								
Computer software	17.98	-	-	17.98	11.99	1.00	12.99	4.99
	17.98	-	-	17.98	10.79	1.20	11.99	5.99
Total intangible assets (A)	17.98	-	-	17.98	11.99	1.00	12.99	4.99
	17.98	-	-	17.98	10.79	1.20	11.99	5.99
Tangible assets								
Computers	60.72	-	-	60.72	37.94	5.61	43.55	17.17
	57.52	3.20	-	60.72	30.58	7.36	37.94	22.78
Furniture and fixtures	31.67	14.14	-	45.81	12.35	2.24	14.59	31.22
	31.67	-	-	31.67	10.27	2.08	12.35	19.32
Office equipment	34.86	0.13	-	34.99	17.49	2.34	19.83	15.16
	34.86	-	-	34.86	14.58	2.91	17.49	17.37
Vehicles	293.15	-	-	293.15	265.20	0.44	265.65	27.50
	293.15	-	-	293.15	264.70	0.50	265.20	27.94
Total tangible assets (B)	420.40	14.27	-	434.67	332.99	10.63	343.62	91.05
	417.19	3.20	-	420.40	320.13	12.86	332.99	87.41
Total (A) + (B)	438.38	14.27	-	452.64	344.97	11.63	356.61	96.04
	435.17	3.20	-	438.38	330.92	14.06	344.97	93.40

Notes

a. The transactions for the previous year are indicated in italics.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.15 Short-term loans and advances

(Unsecured, considered good)

To parties other than related parties

Advances to contractors and suppliers

Loans and advance to others

Loans and advance to employees

Deposit given

GST credit receivable (Net)

Prepaid expenses

To related parties

Expenses recoverable *

Inter-corporate deposits repayable on demand **

31 March 2024 31 March 2023

1,865.52 2,145.20

501.26 501.26

0.40 0.68

38.52 37.77

558.58 426.55

7.27 63.31

39.47 39.47

12,676.73 12,676.73

15,687.74 15,890.96

* Expenses recoverable from Group Companies in which all the directors of Company are

** Inter-corporate deposit given to Lokhandwala Infrastructure Private Limited in which all the directors of Company are director. The maximum amount outstanding during the year is

Loans & advances additional disclosure refer note no.3.47

3.16 Other current assets

From related parties

Interest accrued but not due on inter-corporate deposits

From other than related parties

Interest receivable on fixed deposit

31 March 2024 31 March 2023

3,299.70 3,143.21

- -

- -

98.23 85.24

3,397.94 3,228.45

Interest accrued but not due on inter-corporate deposit given to Lokhandwala Infrastructure Private Limited in which all the directors of Company are director.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.17 Revenue from operations

	31 March 2024	31 March 2023
Sale of flats	19,493.78	21,183.06
Minerva - club membership & other chgs (Refer Note No.3.43)	2,709.61	1,250.77
	<u>22,203.39</u>	<u>22,433.83</u>

3.18 Other income

	31 March 2024	31 March 2023
Interest income from		
- Inter-corporate deposits	173.88	173.41
- Fixed deposits with banks	23.95	11.39
- Statutory Refunds	-	-
Miscellaneous income	-	-
	<u>197.83</u>	<u>184.80</u>

3.19 Cost of materials consumed

Expenditure incurred during the year:

Opening project work in progress	1,13,812.33	1,16,038.83
Additions during the year		
Constructions and contractual payments	10,359.63	17,547.71
Rate and taxes	48.05	2,387.64
Professional fees and technical expenses	1,078.47	1,671.23
Tenants' compensations (Refer note No.3.42)	959.70	64.45
Finance cost (refer note 3.21)	-	-
Other overheads	2,390.10	1,917.66
Total project expenditure	<u>1,28,648</u>	<u>1,39,628</u>
Less: transferred to construction work in progress (refer note 3.12)	<u>(1,09,080.74)</u>	<u>(1,13,812.33)</u>
Cost of Material Consumed	<u>19,567.54</u>	<u>25,815.20</u>

3.20 Employee benefits expense

	31 March 2024	31 March 2023
Salaries, wages and bonuses	170.67	221.47
Contribution to provident and other funds (refer note 3.27)	49.46	55.15
	<u>220.13</u>	<u>276.62</u>



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.21 Finance costs / Redemption Premium/Interest on NCD

	31 March 2024	31 March 2023
Interest		
-On term loans		-
-On vehicle loans		
Redemption Premium /Interest on NCD	27,403.70	23,410.29
Other Borrowing cost		
- Loan processing and other charges		
	27,404	23,410
Less: finance cost transferred to construction work in progress		-
	<u>27,403.70</u>	<u>23,410.29</u>

3.23 Other expenses

	31 March 2024	31 March 2023
Insurance	0.13	0.48
Travelling and conveyance	4.27	10.94
Rates and taxes	292.34	126.49
Legal, professional and other fees	355.15	127.89
Payment to auditors (refer note (a) below)	15.00	15.00
Advertisement and selling cost	1,056.56	528.78
Bank charges and commission	1.66	0.17
Printing and stationery	8.72	6.40
Recruitment expenses	-	-
Prior Period Expenses	23.91	15.40
Directors Remuneration	77.78	-
Miscellaneous expenses	1,184.09	317.04
	<u>3,019.60</u>	<u>1,148.60</u>

Note: Audit fees provided at the end of the year.

(a) Payment to auditors

As auditor		
Statutory Audit Fees	15.00	15.00
	<u>15.00</u>	<u>15.00</u>

3.24 Segment reporting

The Company is engaged in the business of development of real estate in India which is the primary business segment. The Company has only one reportable business and geographical segment. Accordingly, these financial statements are reflective of the information required by the Accounting Standard 17, for the property development segment.

3.25 Deferred tax asset, net

As per the Accounting Standard 22, "Accounting for taxes on income", the Company would have a net deferred tax asset, primarily on account of unabsorbed depreciation and unabsorbed loss. Deferred tax assets are recognised only to the extent they are considered to be virtually certain of realisation. The deferred tax assets that may arise due to unabsorbed carried forward losses and depreciation are not recognized as it is not considered to be virtually certain of realisation. The Company does not foresee any adjustment of the current losses and carry forward losses in near future and hence no deferred tax assets created.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.26 Earnings per share

	31 March 2024	31 March 2023
Net profit/(loss) attributable to equity shareholders (A)	(27,821.39)	(28,046.14)
Less: Preference dividend (Notional)	(1,905.92)	(1,696.32)
Dividend distribution tax (Notional)	(323.91)	(288.29)
Net (loss) attributable to equity shareholders	(30,051.22)	(30,030.75)
Number of equity shares at the beginning and end of the year	1.53	1.53
Basic and diluted earnings per equity share (Face value of Re 1 per share) (A / B)	(19,623.75)	(19,610.38)

Potential equity shares in form of 12% optionally convertible cumulative redeemable preference shares are ignored in the calculation of diluted earnings per share, as on their conversion to equity shares, the results on the earnings per share from continuing ordinary activities would be anti-dilutive. Also refer schedule 3.30 (a).

3.27 Disclosure pursuant to Accounting standard 15 - 'Employee benefits'

Short-term employee benefits:

a) Provident fund:

Retirement benefits in the form of provident fund are defined contribution schemes and the contributions are charged to the statement of profit and loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund. The amount debited to the statement of profit and loss for the year ended 31 March 2024 is Rs.49.46 (2023: 55.16)

Post-employment benefits:

a) Compensated absences:

The leave wages are payable to all eligible employees at the rate of daily salary for each day of accumulated leave on death or on resignation or upon retirement on attaining superannuation age. The liability towards compensated absences for the year ended 31 March 2024 based on actuarial valuation using the projected accrued benefit method amounting to Rs 12.21 (2023: Rs.12.61) has been recognized in the profit and loss account.

b) Gratuity:

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. Amount of Rs 14.78 (2023: Rs.34.80) has been recognised in the statement of profit and loss on account of provision for gratuity.

3.28 Related party transactions (Continued)

3.29 Commitment

	31 March 2024	31 March 2023
a) Estimated amount of contracts remaining to be executed and not provided for (net of advances)	18,528.56	22,013.09
b) The Company is required to provide constructed accommodation free of costs to the original slum dwellers as per the Slum Rehabilitation Authority (SRA) scheme.		

3.30 Expenditure incurred in foreign currency (on payment basis)

	31 March 2024 Amount in INR	31 March 2023 Amount in INR
Purchase of Material	2.72	-
Consultancy Services	-	1.78
Total	2.72	1.78

3.31 Unhedged foreign currency exposure

The un-hedged foreign currency exposure as on 31 March 2023 is given below:

	31 March 2024 Amount in INR	31 March 2023 Amount in INR
Details		
Payables	-	-



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions

Parties where control exist :

A. Shareholders with substantial interest in voting power	Late Moiz Lokhandwala Mr.Aliasgar Lokhandwala
---	--

Other related parties with whom transactions have taken place during the year :

B. Enterprises over which persons covered in (A) exercise significant influence	Lokhandwala Infrastructure Private Limited Lokhandwala Shelters India Private Limited Vista Homes Private Limited. Saikrupa Builders & developers Pvt Ltd Ratan Infrastructure Pvt Ltd Ratan Real Estate Services Pvt Ltd Solo Commodities Pvt Ltd. Ratan Builders & Developers Pvt Ltd Lokhandwala Housing & Infrastructure Pvt Ltd A . Rajabali
C. Relatives of persons mentioned in (A) above	Late Moiz Lokhandwala Mr.Aliasgar Lokhandwala Mr.Mohammed A Lokhandwala



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions (Continued)

Disclosure of transactions between the Company and related parties and the status of outstanding balances as at 31 March 2024

Details of transactions	Late Moiz Lokhandwala	Aliasgar Lokhandwala	Mohammed A Lokhandwala	Lokhandwala Infrastructure Private Limited	Lokhandwala Shelters India Private Limited	Saikrupa Builders Pvt Ltd	Ratan Infrastructure Pvt Ltd	Ratan Real Estate Services Pvt Ltd	Solo Commodities Pvt Ltd.	Vista Homes Pvt Ltd Developers	Ratan Builders & Pvt Ltd	Lokhandwala Housing Infrastructure Pvt Ltd	Others	Total
Project management fees (WIP)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advertisement and selling cost	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses received	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan received from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividend receivable recovered from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Royalty paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Remuneration Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan taken	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Premium for buyback of flats	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance/paid for Purchase of shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance paid for Purchase of Materials	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Receivables					38.50					0.77			172.59	211.86
Inter corporate deposits	-	-	-	12,676.73									-	12,676.73
Interest accrued and not due on deposits	-	-	-	3,299.70									-	3,299.70
Payables														
	-	-	107.47	1,788.40		50.00	659.69	1,263.01	659.69	-	0.25	0.25	-	4,528.77



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2023

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions (Continued)

Disclosure of transactions between the Company and related parties and the status of outstanding balances as at 31 March 2023

Details of transactions	Late Moiz Lokhandwala	Aliasgar Lokhandwala	Mohammed A Lokhandwala	Lokhandwala Infrastructure Private Limited	Lokhandwala Shelters India Private Limited	Saikrupa Builders Pvt Ltd	Ratan Infrastructure Pvt Ltd	Ratan Real Estate Services Pvt Ltd	Solo Commodities Pvt Ltd.	Vista Homes Pvt Ltd	Ratan Builders & Developers Pvt Ltd	Others	Total
Project management fees (WIP)	-	-	-	-	-	-	-	-	-	-	-	-	-
Advertisement and selling cost	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses paid	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses received	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan received from director	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividend receivable recovered from director	-	-	-	-	-	-	-	-	-	-	-	-	-
Royalty paid	-	-	-	-	-	-	-	-	-	-	-	-	-
Remuneration Paid	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan taken	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent Paid	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-	-	-	-	-	-
Premium for buyback of flats	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance/paid for Purchase of shares	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance paid for Purchase of Materials	-	-	-	-	-	-	-	-	-	-	-	-	-
Receivables					38.50					0.77		171.31	210.57
Inter corporate deposits	-	-	-	12,676.73	-	-	-	-	-	-	-	-	12,676.73
Interest accrued and not due on deposits	-	-	-	3,143.21	-	-	-	-	-	-	-	-	3,143.21
Payables			107.47	1,788.40	-	50.00	659.69	1,263.01	659.69	-	0.25	-	4,528.77



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.32 Due to Micro, Small and Medium enterprises

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available the management, **there are no information available regarding the dues to the Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.**

	31 March 2024	31 March 2023
Principal amount remaining unpaid to any supplier as at the year end	251.73	70.86
Interest due thereon		
Amount of interest paid by the Company in terms of Section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year.		
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED		
Amount of interest accrued and remaining unpaid at the end of the accounting year		
Further Interest remaining due & payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.		

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditor. No interest is paid or provided regarding delay in payments of principal made or to be made.

3.33 Contingent liabilities

- In absence of profit for the year, the Company has not provided for the dividend on Cumulative preference shares of Rs 1,905.92 (2023: Rs1,696.32) and tax on such dividend of Rs 323.91 (2023: Rs 288.29). The unpaid cumulative preference dividend and tax on such dividend payable as at 31 March 2024 is Rs. 15,560.79 (2022: Rs 13,654.87).
- Bank guarantees given to Maharashtra Pollution Control Board of Rs. 50 Lakhs (2023: Rs 50 Lakhs)
- Amount that may payable for delay in completion of the project - Amount not ascertainable
- Amount that may payable for delay in payment of Statutory Dues - Amount not ascertainable
- Amount that may payable for the corporate guarantee given - Amount not ascertainable
- Amount that may payable due to various legal cases/ Suits filed against the Company - Amount not ascertainable
- Amount that may payable and / or not receivable from the flat buyers due to delay in completion of project
- Corporate guarantee on behalf of associate company Rs.72.54 Cr (previous year: 72.54 Cr.) & applicable interest thereon.
- Property tax demand by BMC Rs.36.47 Crores.

3.34 Domestic transfer pricing

The Company's domestic transactions with associated enterprises are at arm's length for the year ended 31 March 2024. Management believes that the Company's domestic transactions with associated enterprises post 31 March 2023 continue to be at arm's length and transfer pricing legislation will not have an impact on the financial statements particularly on the amount of tax expense for the year and the amount of provision for tax at the year end.

- 3.35** The rebate given to various customer for GST, delay in project, deficiency/cancellation of amenities etc. amounting to Rs 1,227.81 (2023:Rs.649.79)is debited to Work in Progress Account as in the view management this expenses/rebate are directly related to the project

- 3.36** The company following the Percentage Completion Method while recognising the revenue from the sale of flats. The company has complied with the requirements as prescribed and started Recognition of Revenue in compliance with the Guidance Notes on Accounting for Real Estate Transactions (Revised 2012) issued by the Institute of Chartered Accountants of India.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.37 Disclosure under Section 186 of the Companies Act 2013

The operations of the Company are classified as 'infrastructure facilities' as defined under Schedule VI to the Act. Accordingly, the disclosure requirements specified in sub-section (4) of Section 186 of the Act in respect of loans given, investment made or guarantee given or security provided and the related disclosures on purposes/ utilization by recipient companies, are not applicable to the Company.

3.38 Inter Corporate Deposit (ICD)

The company has given ICD to one of its group concern to Lokhandwala Infrastructure Pvt Ltd totaling to Rs 12,676.72 as on 31st March, 2024 (2023:12,676.72). Out of the said amount Rs 10,750. was given by the company to purchase its own shares as part of the business strategy.

3.39 Matter related to NCLT - Dalmia Group Holdings

One of the Financial Creditor Dalmia group Holdings filed a legal case against the company before the NCLT. The NCLT admitted the application of Dalmia Group Holdings and appointed Insolvency Resolution Professional (IRP). Subsequently the company entered into a deed of settlement with Dalmia Group Holdings which was filed and accepted by the NCLT and the IRP was withdrawn. As per the deed of settlement the net amount payable the Company to Dalmia Group Holdings is become the liability of Lokhandwala Infrastructure Private Limited and the outstanding amount in the books of the Company is transferred to Lokhandwala Infrastructure Private Limited. Further the Company has given 5 Flats of Minerva as security against the amount payable by Lokhandwala Infrastructure Private Limited.

3.40 Investment in Shares

The Company invested a sum of Rs.4,579.44 (previous year Rs.4,579.44) to acquire the shares of Ratan Infrastructure Private Limited, Ratan Real Estate Services Private Limited and Solo commodities Private Limited from Lokhandwala Infrastructure Private Limited. These three companies where the Company acquired the shares, are in possession of three properties in the project Omkar 1973. All these three properties were used as security against the loan availed by the Company from Indiabulls Housing Finance Limited. Being the securities of these three companies used for the purpose of loan of the Company, as a strategic decision the Company acquire the shares of these three companies.

3.41 Tenants Compensation

As the Company is executing Slum Rehabilitation Project (SRA) the company is paying / providing rent to the slum dwellers. During F.Y.2021 - 2022 the company completed all the buildings to be given to the slum dwellers as part of the project & intimated to Slum Rehabilitation Authority (SRA) for allotment of the same to the slum dwellers. However due to certain litigations initiated by slum dwellers regarding the allotment of the units to the slum dwellers, the allotment by SRA is yet to be completed. The Company believe as it has already completed the project for slum dwellers and also informed to the SRA for allotment, it is no longer liable to pay any further rent. Therefore no provision was made in the books towards rent payable for the F.Y. 2023-2024. The rent paid with respect from F.Y.2023-2024 are accounted as expenses on actual payment basis.

3.42 Club Membership & Other Charges

During F.Y.2022-2023 the company has received part occupation certificate upto 39th level (51st floor) of the sale building. The Company also has given possession of certain apartments upto 39th level. Therefore the amount collected in respect of Club Membership and other charges from flat owners upto 39th level are booked as income under the head sale from operation.

3.44 Debenture Redemption Reserve

The Company issued various debentures as on the date of this Balance Sheet. In absence of adequate profit by the Company during the year and

also no debentures matured/ to be redeemed during the next financial year, no Debenture Redemption Reserve is created for the year.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.45 Trade Payables ageing schedule As on 31.03.2024

a) MSME Creditors

Particulars	Outstanding for following periods from due date of payment			Total
	0 to 45 Days	45 to 60 Days	More Than 60 Days	
(i) MSME	89.91	42.96	118.87	251.73
(ii) Disputed dues - MSME	-	-	-	-

b) Others Creditors

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Others	1,898.55	1,521.59	1,348.11	3,613.11	8,381.36
(ii) Disputed dues - Others	-	-	-	-	-

Trade Payable ageing as on 31.03.2023

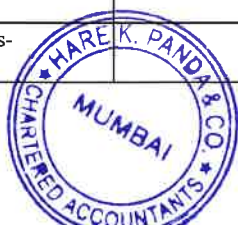
Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) MSME	39.20	6.50	-	25.16	70.86
(ii) Others	1,961.47	2,290.73	291.63	3,483.44	8,027.27
(iii) Disputed dues - MSME					
(iv) Disputed dues - Others					

3.46 Trade Receivables ageing schedule As on 31.03.2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Undisputed Trade Receivables-considered good	2,142.04	1,598.39	861.33	437.03	1,667.87	6,706.66
(ii) Undisputed Trade Receivables-considered doubtful						
(iii) Disputed Trade Receivables-considered good						
(iv) Disputed Trade Receivables-considered doubtful						

Trade Receivable ageing as on 31.03.2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Undisputed Trade Receivables-considered good	710.80	2,173.79	415.15	73.82	1,932.48	5,306.04
(ii) Undisputed Trade Receivables-considered doubtful						
(iii) Disputed Trade Receivables-considered good						
(iv) Disputed Trade Receivables-considered doubtful						



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.47 Loans or Advances in the nature of loans - Additional disclosures

Type of Borrower	Amount of loan or advance in the nature of loan outstanding	Percentage to the total Loans & Advances in the nature of Loans
Promoters (Lokhandwala Infrastructure Private Limited)	12,676.73	99.69%
Directors	-	-
KMPs	-	-
Related Parties	39.47	0.31%
Total	12,716.19	100%

3.48 Relationship with struck off Companies

Nature of transactions with struck off company	Name of the struck off company	Balance Outstanding	Relationship with the struck off company, if any to be
Investment in Securities	NIL	NIL	NIL
Receivables			
Payables			
Shares held by struck off company	NIL	NIL	NIL
Other outstanding balances (to be specified)			

3.49	Analytical Ratios	2023 - 2024	2022 - 2023	Reason for Variance
1	Current Ratio = Current Assets / Current Liabilities	1.29	1.81	Note No.3.49.1
2	Debt Equity Ratio = Total Debt / Shareholders equity	Not applicable due to negative capital	Not applicable due to negative capital	NA
3	Debt service Coverage Ratio	Not applicable due to loss	Not applicable due to loss	NA
4	Return of Equity = Net Profit after Tax / Average Shareholders Equity	Nil due to loss	Nil due to loss	NA
5	Inventory Turnover Ratio = Cost of goods sold / Average Inventory	NA	NA	NA
6	Trade Receivable Turnover Ratio = Net Credit sales / Average Account Receivable	NA	NA	NA
7	Trade Payable Turnover Ratio = Net Credit Purchase / Average Trade Payable	2.81	4.04	Note No.3.49.2
8	Net Capital Turnover Ratio = Net Sales / Working Capital	0.63	0.34	Note No.3.49.3
9	Net Profit Ratio = Net Profit after Tax / Net Sales	Nil due to loss	Nil due to loss	NA
10	Return on Capital Employed = Earning before interest & Tax / Capital Employed	Nil due to loss	Nil due to loss	NA
11	Return on Investment = Net Return on Investment / Cost of Investment x 100	Nil due to loss	Nil due to loss	NA



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

- 3.49.1** Due to redemption of debenture in the next one year, the current liabilities was increased hence reduction in current ratio.
- 3.49.2** As the finishing work of the project is in progress, most of the material are purchased by way of advances given. Therefore the Trade Payable turnover ratio was decreased.
- 3.49.3** Due to redemption of debenture in the next one year, the current liabilities was increased. Due to the same the working capital has been reduced substantially and the net Capital turnover ratio has
- 3.50** The amount receivable / payable from the flat buyers are accounted as per the percentage completion method followed by the Company in the books of accounts.
- 3.51** The GST liability is accounted on the actual amount received from the flat buyers instead of the demand raised to the flat buyers as per the individual sale agreement with the flat buyers.
- 3.52 Other matters**
- Information with regard to other matters specified in Schedule III of the Act, is either nil or not applicable to the Company for the year.
- 3.53 Previous year comparatives**
- Previous year's figures have been regrouped / reclassified where ever applicable.

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILK3154



M.A. Lokhandwala
Director

DIN: 00219108

A.M. Lokhandwala
Director

DIN: 00219135

Aniket Naresh Prabhu
Company Secretary

Membership no: A55634

Mumbai

Date: 30th May 2024



Mumbai

Date: 30th May 2024

**Annual Accounts and Financial Statements
(Consolidation)**

LOKHANDWALA KATARIA CONSTRUCTION PRIVATE LIMITED

For the Financial Year 2023-24



INDEPENDENT AUDITOR'S REPORT

The Members of Lokhandwala Kataria Construction Private Limited
Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of **Lokhandwala Kataria Construction Private Limited** ("the Company"), which comprise the balance sheet as at 31 March 2024, and the statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("the Act") in the manner so required, except for the matters described in the paragraph "Basis for Opinion" give a true and fair view in conformity with the Indian Accounting Principles generally accepted in India, of the state of affairs of the Company as at 31 March 2024, its Losses for the year and its cash flows for the year ended on that date unless otherwise specifically mentioned in the Report.

Disclaimer of Opinion

During the financial year 2020-21, the Company issued Non-convertible Debentures on private placement basis which are listed in a Stock Exchange. Notification dated 16th February 2015 issued by the Ministry of Corporate Affairs (MCA) in respect of the applicability of Companies Indian Accounting Rule, 2015. The Company need to have implemented Ind AS during the accounting year 31st March 2021. The definition of Listed Company amended vide Notification dated 19th February 2021 by the MCA and as per the said Notification the Company is not a Listed Company under the definition of Listed Company as per Section 2(52) of the Companies Act, 2013 with effect from 1st April 2021. The management has the opinion that as on the date of publishing the Financial Statement, the Company is not a listed company as per the definition of Section 2(52) of the Companies Act, 2013, which is the overriding section and hence the implementation of Ind AS is not applicable to the Company. The financial statement of the Company is prepared without considering the applicability of Ind AS. The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules and other relevant provisions of the Companies Act, 2013, to the extent applicable. Our report on the accounts of the Company is subject to above. We do not express any opinion on the accompanying financial statements of the company on the applicability of Ind AS.



Emphasis of Matters

The Company is having the negative Cash flow from its operating activities during the current year and also in the preceding previous years. Due to the continues negative cash flow of the company from the operating activities, there was major delays/defaults in payment of principal and interest on borrowings, payment of statutory liabilities, payment of salaries to the employees, payment to the creditors and other dues of the Company in the previous years. The management of the Company is of the opinion that no adverse impact is anticipated on future operations of the Company, due to the negative Cash flow from its operating activities during the current year and in the preceding previous years. In view of the continuously cash losses incurred by the Company and looking to the past defaults made by the Company of its payments, we reserve our opinion whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due.

Key Audit Matters

- i. Various legal cases are filed against the Company including applications by various Financial Creditors before the National Company Law Tribunal (NCLT). In one of the case, the NCLT has admitted the application of one of the Financial Creditor Dalmia Group Holding on 8th August 2019 and the Insolvency Resolution Professional (IRP) was appointed by the NCLT. Subsequently the company entered into the deed of settlement with Dalmia Group Holding which was filed and approved by the NCLT and the IRP was withdrawn. As per the deed of settlement the net settled amount payable by the company to Dalmia Group Holding became the liability of Lokhandwala Infrastructure Private Limited and the outstanding amount in the books of the company is transferred to Lokhandwala Infrastructure Private Limited during the Financial Year 2019-20. Further against this loan the Company has given the Security by way of entering sale agreement of 5 (five) units having 9,524 (Nine thousand five hundred twenty four) square feet carpet area which are registered as sale agreement. The units given to Dalmia Group Holding are not considered as sale in the books of the Company.
- ii. The company availed various Term Loans from Indiabulls Housing Finance Limited (IBHFL). The supporting documents regarding the updated terms and conditions of the said Term Loans from IBHFL including the loan repayment schedule, rate of interest, penal interest, other charges etc. are not available with the company. The Term Loans from IBHFL was fully repaid by the Company during the financial year 2020-21 as per the final demand raised by the IBHFL. **In absence of adequate information, we reserve our opinion to all the disclosure and the impact in the Financial Statements of the matter related to the said Term Loans from IBHFL.**
- iii. Attention invited regarding the Non-convertible Debentures issued to Shapoorji Pallonji Development Managers Private Limited by the Company regarding the redemption premium payable by the Company. As there is no certainty/agreed amount regarding the redemption premium payable by the Company, no provisions regarding Debenture Redemption Premium is provided in the books of the Company.



- iv. *The Company is irregular in payment of various statutory dues and filing of the statutory returns, including the payment of Tax Deduction at Sources (TDS), payment of Provident Fund (PF), Maharashtra Value Added Tax, Municipal Tax and filing of the returns. No provision has made by the company in its books of account towards interest and penalty if any, on account of the delay in filing and payment of various statutory dues. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- v. *Various cases / litigations are filed against / by the Company in various forums. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- vi. *No provision made in the Books for Debenture Redemption Premium Reserve in absence of adequate profit during the year.*
- vii. *The premium/interest on debenture accrued but not due of the debentures issued are subject to confirmation from the Debenture Trustee / Debenture Holders.*
- viii. *No interest paid or provided by the Company regarding delay in payment made to Micro, Small and Medium Enterprises. In absence of adequate information, the same is not ascertainable.*
- ix. *The company has given advances to various parties in relation to its business. Out of the said advances an amount of Rs.19.12 Crores which is outstanding for a long period. No information is available with the company as regard to the present status of the said advance. In absence of adequate information, we reserve our opinion of the impact of the same on the financial statements.*
- x. *Rs.9.44 Crores appearing in the Traces site as amount payable for default in TDS. The Company has not filled any appeal against TDS demand and also no amount provided in the books of the Company.*
- xi. *The amount appears in the Financial Statements are subject to confirmation from the respective parties.*

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises of the Director's Report, Management Discussion and Analysis Report and Corporate Governance Report. These reports are expected to be made available to us after the date of this auditor's report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated 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 Indian Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance



with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ("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, to the extent applicable.
- 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31 March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company has disclosed the impact of pending litigations on its financial position in its consolidated financial statements to the extent the Company is



having the information about the same, *except as mentioned in this report* to the consolidated 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 Hare K. Panda & Co.

Chartered Accountants

Firm Registration No. 143768W

H. K. Panda

Proprietor

Membership No. 105641

UDIN: 24105641BKFILN7059

Mumbai, 30th May 2024



Lokhandwala Kataria Construction Private Limited**“Annexure A” to the Independent Auditors’ Report – 31 March 2024**

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of the Independent Auditor’s Report of even date to the members of Lokhandwala Kataria Construction Private Limited on the consolidated financial statements as at and for the year ended 31 March 2024)

(i)	<p>Maintaining records of Property, Plant, Equipment and intangible assets</p> <p>(a) (A) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.</p> <p>(B) whether the company is maintaining proper records showing full particulars of intangible assets;</p>	<p>The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.</p> <p>The Company do not have any intangible assets except of certain Computer Software for which the company maintained the particulars.</p>
	(b) whether these Property, Plant and Equipment have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account	<p>The Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular program of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals. According to information and explanations given to us, no material discrepancies were noticed on such verification</p>
	(c) whether the title deeds of all the immovable properties. (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.	<p>The Company do not own any immovable property.</p>
	(d) whether the Company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;	<p>No revaluation was done by the company during the previous year.</p> <p>The Company owns certain fixed assets such as Motor Car, Furniture & Fixture, Computer, Computer Software etc., which only ancillary to the business of the company. The value of these assets are not material to the size of the company.</p>



	(e) whether any proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder; if so, whether the Company has appropriately disclosed the details in its financial statements;	As per the information given by the Management, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder
(ii)	Physical verification of inventories	
	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	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
	(b) whether during any point of time of the year, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company. If not, give details.	The Company has not been sanctioned working capital limits in excess of Rs. 5 Crores, in aggregate, from banks or financial institutions on the basis of security of current assets.
(iii)	Repayment of investments, guarantee, security and loans granted by the Company	
	Whether during the year the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties. If so,	During the financial year 2023-24, the company has not made investments in, not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability Partnerships or any other parties.



	<p>(a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity, if so, indicate-</p> <p>A. the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates.</p> <p>B. the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.</p>	<p>Nil during the year.</p> <p>Loan or advances in the nature of loan given to associates companies in the earlier years and outstanding at the end of the year is Rs.127.16 Crores.</p> <p>Corporate Guarantee given in the earlier years on behalf of associates company Rs.72.54 Crores and applicable interest thereon.</p> <p>Nil</p>
	<p>(b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;</p>	<p>In absence of inadequate information regarding repayment schedule of the loans and advances, the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided, we are unable to comment whether they are prejudicial to the company's interest or not.</p>
	<p>(c) in respect of loans and advances in the nature of loans whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;</p>	<p>The schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we are unable to comment on the regularity of the repayments or receipts of principal amounts and interest.</p>
	<p>(d) if the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest;</p>	<p>There is no overdue amount remaining outstanding as at the balance sheet date.</p>
	<p>(e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties; If so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the</p>	<p>No such cases.</p>



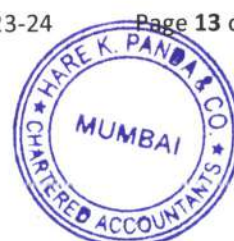
	total loans or advances in the nature of loans granted during the year.	
	(f) whether the Company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment; if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013.	Total Loan Rs.127.16 Crores to the associates company, which is 100% of the loan granted by the Company.
(iv)	<p>Compliance of Section 185 & 186</p> <p>In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.</p>	In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities. Further the provisions of Section 186 of the Act is not applicable to the Company, as it is engaged in the Real Estate Development (infrastructure activities).
(v)	<p>Acceptance of deposits</p> <p>in respect of deposits accepted by the Company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?</p>	No such cases.
(vi)	<p>Cost records</p> <p>whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act and whether such accounts</p>	The maintenance of cost records has been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 and rules framed there under. However at present the Company does not fall under the criteria of which such



	and records have been so made and maintained	records are required to be maintained. Hence the said rules are not applicable to the Company.
(vii)	<p>Statutory dues</p> <p>(a) whether the company is regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;</p>	<p>The company is not regular depositing with the appropriate authorities of the undisputed statutory dues. There have been significant delays in deposit of the undisputed statutory dues in respect of Tax deducted at Source, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax (GST), Cess and other material statutory dues applicable to it to the appropriate authorities.</p> <p>The undisputed amount payable in respect of statutory dues in the books of the Company, which are outstanding as on the end of the financial year for a period more than six months from the date they became payable are as under:</p> <p>i. Property Tax – 12.03 Crores</p> <p>As there have been significant delays in deposit of the undisputed statutory dues in respect of Tax deducted at Source, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Value Added Tax, Goods and Service Tax (GST), Cess and other material statutory dues applicable to it to the appropriate authorities, the Company may liable to pay the interest, penalty etc. No amount is provided in the books of the company of the interest, penalty etc. that may payable if any due to the delay in payments. <i>In absence of adequate information, we are unable to quantify the same.</i></p>
	<p>(b) Whether statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a dispute).</p>	<p>i. Income Tax, AY 2017-18, CIT (A) – Dispute Tax - Rs. NIL (Current outstanding Rs. Nil)</p> <p>ii. Income Tax, AY 2018-19, CIT (A) – Dispute Tax Rs.2.38 Crores (Current outstanding Rs. NIL Crores)</p> <p>iii. Income Tax, AY 2022-23, CIT (A) – Dispute Tax - Rs. NIL</p>



		<p>(Current outstanding Rs. Nil)</p> <p>iv. Income Tax Penalty AY 10-11, CIT (A) Dispute Penalty – 0.04 Crores (Current outstanding Rs. Nil)</p> <p>v. Income Tax Penalty AY 11-12, CIT (A) Dispute Penalty – 0.34 Crores (Current outstanding Rs. Nil)</p> <p>vi. Income Tax of Subsidiaries, AY 2018-19, CIT(A) Rs.14,17,37,620/-</p> <p>Apart from the above, Rs.9.80 Crores appearing in the Traces site as amount payable for default in TDS. The Company has not filed any appeal against TDS demand and no amount provided in the books of the Company.</p>
(viii)	<p>Disclosure of transactions not recorded in the books:</p> <p>Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961; if so, whether the previously unrecorded income has been properly recorded in the books of account during the year?</p>	No such cases.
(ix)	<p>Default in repayment of loans or other borrowings</p> <p>(a) whether the company has defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender? If yes, the period and the amount of default to be reported as per the format below:</p>	Nil
	(b) Whether the company is a declared wilful defaulter by any bank or financial institution or other lender?	No such cases in our knowledge
	(c) Whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported	The Company is not availed any term loan during the year.
	(d) whether funds raised on short term basis have been utilised for long term	No Such Cases



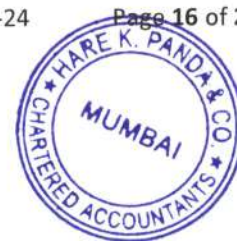
	purposes? If yes, the nature and amount to be indicated	
	(e) whether the Company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures? If so, details thereof with nature of such transactions and the amount in each case	No such Cases
	(f) whether the Company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies? If so, give details thereof and also report if the company has defaulted in repayment of such loans raised.	No such Cases
(x)	Moneys raised by IPO, FPO & preferential allotment/ private placement of shares or convertible debentures (a) whether moneys raised by way of initial public offer or further public offer (including debt instruments) during the year were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	The proceeds from the issue of NCD during the FY 2023-24 were utilized by the Company towards its project Minerva only after duly approved by the NCD representatives.
	(b) whether the Company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of Section 42 and Section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised. If not, provide details in respect of amount involved and nature of non-compliance	The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
(xi)	Fraud reporting	



	(a) whether any fraud by the company or any fraud on the Company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	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.
	(b) whether any report under sub-Section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 with the Central Government?	No
	(c) whether the auditor has considered whistle-blower complaints, if any, received during the year by the Company?	The Company do not have any system of whistle-blower complain, hence no comments
(xii)	Compliances by Nidhi Company	
	(a) whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability	The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 is not applicable
	(b) whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	NA
	(c) whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof	NA
(xiii)	Compliance with section 177 and 188 whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in financial statements etc. as required by applicable accounting standard.
(xiv)	Internal audit system	The Company has an internal audit commensurate with the size of its business. However the internal audit may be



	(a) whether the company has an internal audit system commensurate with the size and nature of its business?	conducted in quarterly or monthly interval instead at the end of the year.
	(b) Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor?	The reports of the Internal Auditors for the period under audit were considered for the purpose of Audit
(xv)	Non-cash transactions with directors whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with;	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 directors of its subsidiary or associate company or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable
(xvi)	Registration with Reserve Bank of India (a) whether the company is required to be registered under section 45-1A of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained.	The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.
	(b) whether the Company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act 1934	No such cases noticed.
	(c) whether the Company is a Core Investment Company (CIC) as defined under the Regulations by the Reserve Bank of India? If so, whether it continues to fulfil the criteria of a CIC and In case the company is an exempted or unregistered CIC, whether it continues to fulfil such criteria	No
	(d) Whether the Group has more than one CIC as part of the Group, If yes, indicate the number of CICs which are part of the Group.	No
(xvii)	Cash losses	




	Whether the Company has incurred cash losses in the Financial Year and in the immediately preceding Financial year? If so, state the amount of cash losses.	Yes. The Company continuously incurring the cash losses in the preceding years and also during financial year. During the financial year 2023-24, the Company incurred the Loss of Rs.278.11 Crores (PY Rs.289.06 Crores) (Net loss in P&L A/c Add Depreciation during the year)
(xviii)	Resignation of the statutory auditors whether there has been any resignation of the statutory auditors during the year? If so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors?	No. NA.
(xix)	Capability of company of meeting its liabilities existing at the date of balance sheet, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.	The Company continuously incurring the cash losses in the preceding years and also during financial year. In view of the continuously cash losses incurred by the Company and looking to the past defaults made by the Company of its payments, we reserve our opinion whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
(xx)	Transfer of amount remaining unspent under sub-section (5) of section 135 to Fund specified in Schedule VII (a) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.	No such cases
	(b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act;	No such cases



(xxi)	Reasons to be stated for unfavourable or qualified answers whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements? If yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks	Not Applicable
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For Hare K. Panda & Co.
Chartered Accountants
Firm Registration No: 143768W


H. K. Panda
Proprietor
Membership No. 105641
UDIN: 24105641BKFILN7059
Mumbai, 30th May 2024



Lokhandwala Kataria Construction Private Limited
“Annexure – B” to the Independent Auditors’ Report – 31 March 2024
(Referred to in our report of even date)

Report on the Internal Financial Controls under Section 143(3)(i) of the Act

We were engaged to audit the internal financial controls over financial reporting of Lokhandwala Kataria Construction Private Limited (“the Company”) as at 31 March 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing to the extent applicable to an audit of internal financial controls, both issued by the ICAI.

Because of the matter described in Disclaimer of Opinion paragraph below, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on internal financial controls system over financial reporting of the Company.

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:

Meaning of Internal Financial Controls over Financial Reporting (continued)

- (a) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (b) 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 authorizations of management and directors of the company; and
- (c) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 evolution 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.

Disclaimer of Opinion

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. Because of this reason, we are unable to obtain sufficient appropriate audit evidence to provide a basis for our opinion on whether the Company had adequate internal financial controls over financial reporting and whether such internal financial controls were operating effectively as at 31 March 2024.

We have considered the disclaimer reported above in determining the nature, timing, and extent of audit tests applied in our audit of the financial statements of the Company, and the disclaimer does not affect our opinion on the financial statements of the Company.

For Hare K. Panda & Co.
Chartered Accountants
Firm Registration No: 143768W



H. K. Panda
Proprietor
Membership No. 105641
UDIN: 24105641BKFILN7059
Mumbai, 30th May 2024



Lokhandwala Kataria Construction Private Limited

CIN - U45200MH1998PTC117468

Consolidated Balance Sheet

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

	Note	31 March 2024	31 March 2023
EQUITY AND LIABILITIES			
Shareholder's funds			
Share capital	3.1	2,521.31	2,521.31
Reserves and surplus	3.2	(1,03,075.39)	(75,253.56)
		(1,00,554.07)	(72,732.25)
Minority Interest		135.75	135.85
Non-current liabilities			
Long-term borrowings	3.3	1,36,462.50	1,40,688.23
Long-term provision	3.4	143.97	181.02
		1,36,606.47	1,40,869.25
Current liabilities			
Short-term borrowings	3.5	939.07	938.76
Trade payables	3.6		
- Due to other than micro and small enterprises & Retention		8,634.82	5,517.11
Other current liabilities	3.7	96,643.13	69,345.59
Short-term provision	3.8	37.38	30.39
		1,06,254.41	75,831.84
TOTAL		1,42,442.56	1,44,104.70
ASSETS			
Non-current assets			
Fixed assets			
(i) Tangible assets	3.9	91.05	87.41
(ii) Intangible assets	3.9	4.99	5.99
		96.04	93.40
Goodwill on Consolidation		2,784.55	2,784.55
Deferred tax assets, net	3.25		
Long-term loans and advances	3.10	520.11	469.64
Investment in Shares	3.11	-	0.50
Current assets			
Inventories	3.12	1,09,080.74	1,13,812.33
Trade receivables	3.13	6,706.66	5,349.17
Cash and bank balances	3.14	1,525.01	2,414.53
Short-term loans and advances	3.15	18,331.52	15,952.14
Other current assets	3.16	3,397.94	3,228.45
		1,39,041.86	1,40,756.61
TOTAL		1,42,442.56	1,44,104.70

Significant accounting policies

2

Notes to the financial statements

3.1 to 3.52

The notes referred to above form an integral part of the financial statement.

As per our report of even date attached.

For Hare K Panda & Co.

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILN7059



For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited
CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Date: 30th May 2024

A.M. Lokhandwala

Director

DIN: 00219135



Mumbai

Date: 30th May 2024

Lokhandwala Kataria Construction Private Limited

CIN - U45200MH1998PTC117468

Consolidated Statement of Profit and Loss

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

	Note	31 March 2024	31 March 2023
Income			
Revenue from operations	3.17	22,203.39	22,433.83
Other income	3.18	197.89	184.85
		<u>22,401.28</u>	<u>22,618.68</u>
Expenses			
Cost of materials consumed	3.19	19,567.54	25,815.20
Employee benefits expense	3.20	220.13	276.62
Finance costs	3.21	27,403.70	23,410.29
Depreciation and amortisation	3.22	11.63	14.06
Other expenses	3.23	3,020.19	1,150.69
		<u>50,223.20</u>	<u>50,666.85</u>
Profit / (loss) before tax		(27,821.92)	(28,048.17)
Tax expenses			
- Current tax		-	-
- Deferred tax		-	-
		<u>(27,821.92)</u>	<u>(28,048.17)</u>
Profit / (loss) after tax		(27,821.92)	(28,048.17)
Basic and diluted earnings per share (Rs)	3.23	<u>(19,788.04)</u>	<u>(19,611.71)</u>
(Face value of Rs 10 each)			

Significant accounting policies

2

Notes to the financial statements

3.1 to 3.52

The notes referred to above form an integral part of the financial statement.

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILN7059



For and on behalf of the Board of Directors of

Lokhandwala Kataria Construction Private Limited

CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Date: 30th May 2024

A.M. Lokhandwala

Director

DIN: 00219135



Mumbai

Date: 30th May 2024

Lokhandwala Kataria Construction Private Limited

CIN - U45200MH1998PTC117468

Consolidated Cash flow statement

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

	31 March 2024	31 March 2023
Cash flow from operating activities :		
Net (loss) before tax	(27,821.92)	(28,048.17)
Adjusted for :		
Depreciation	11.63	14.06
Depreciation adjustment due to change in accounting policy (refer note 10)		
Interest expenses	27,403.70	23,410.29
Loss/(Profit) on sale of fixed asset		
Profit on Sale of Investment	0.13	-
Interest income on intercorporate deposit	(173.88)	(173.41)
Interest income from others		
Interest income from fixed deposit	(24.01)	(11.45)
	27,217.57	23,239.50
Operating (loss) before working capital changes	(604.36)	(4,808.68)
Changes in working capital		
(Increase) in inventories	4,731.60	2,226.50
Decrease in loans and advances	(2,379.38)	799.09
Increase / (decrease) in trade payables	3,117.72	(316.92)
(Increase) / decrease in trade receivables	(1,357.49)	(2,386.12)
Increase in other current liabilities	27,297.54	32,326.24
Increase in provisions	(30.06)	17.43
	31,379.92	32,666.22
Cash (used in) / generated from operations	30,775.57	27,857.54
Income tax (paid)	(50.47)	(149.77)
Net cash (used in)/ generated from operating activities	30,725.10	27,707.77
Cash flow from investing activities :		
Purchase of fixed assets	(14.27)	(3.20)
Sale / (Purchase) of Shares	0.38	-
Interest income	28.40	(9.68)
Net cash generated from investing activities	14.51	(12.88)
Cash flow from financing activities :		
Proceeds from borrowings	(4,225.42)	(2,518.74)
Repayment of borrowings	-	-
Interest paid	(27,403.70)	(23,410.29)
Net cash generated from financing activities	(31,629.12)	(25,929.02)
Net (decrease) / increase in cash and cash equivalents	(889.51)	1,765.86
Cash and cash equivalents at the beginning of the year	2,414.53	648.67
Cash and cash equivalents at the end of the year (see below)	1,525.01	2,414.53



Lokhandwala Kataria Construction Private Limited

Cash flow statement (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

Notes :

1. The Cash flow statement has been prepared under the indirect method as set out in Accounting Standard - 3 ('AS 3') on Cash Flow Statement prescribed in Companies (Accounting Standard) Rules, 2006.
2. Components of cash and cash equivalents

Cash in hand	3.36	7.10
With scheduled banks		
- in current account	1,345.73	2,256.51
- Fixed deposits (deposits having original maturity of less than 3 m	61.00	61.00
Other bank balances	114.92	89.92
- Fixed deposits with maturity less than 12 months		
	1,525.01	2,414.53

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN:24105641BKFILN7059



For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited

CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

A.M. Lokhandwala

Director

DIN: 00219135

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Date: 30th May 2024



Mumbai

Date: 30th May 2024

Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

1 Background

Lokhandwala Kataria Construction Private Limited ('the Company') was incorporated on 15 December 1998 under the Companies Act 1956. The address of the company's registered office is 72 Gandhi Nagar, Dainik Sivner Marg, Worli, Mumbai. The company is engaged in the business of real estate development and construction. The Company is currently developing and constructing "Minerva", a project sanctioned under Slum rehabilitation scheme.

2 Summary of significant accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with the accounting principles generally accepted in India ('Indian GAAP') and comply with the Accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 ('the Act') read with rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act, 2013, to the extent applicable. The financial statements are presented in Indian rupees.

2.2 Going Concern

As at 31 March 2024, the Company's paid up capital was Rs 25.21 Crores and correspondingly, the Company's accumulated losses aggregated to Rs.1077.84 Crores. Revenue recognition is recognized for the first time in Financial Year 2017-18 compliance with the 'Guidance Note on Accounting for Real Estate Transactions (Revised 2012)' issued by the Institute of Chartered Accountants of India. Based on the support letters received from the directors and business plan adopted by the Board of Directors, the Company's management believes that the Company will continue to operate as a going concern and meet all its liabilities as they fall due for payment and consequently will be in a position to continue in operation for the foreseeable future, to realise its assets and to discharge its liabilities in the normal course of business.

Accordingly, these financial statements have been prepared on a going concern basis and do not include any adjustments relating to the recoverability and classification of recorded assets, or to amounts and classification of liabilities.

2.3 Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as of the date of the financial statements, and the reported amounts of revenues and expenses during the reported period. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Management believes that the assumptions used in these estimates are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognized prospectively in current and future periods.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Summary of significant accounting policies (*Continued*)

2.4 Current / Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either Current or Non-current.

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realised in, or is intended for sale or consumption in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the balance sheet date; or
- (d) it is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the balance sheet date.

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in, the entity's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within eighty two months after the balance sheet date; or
- (d) the Company does not have an unconditional right to defer settlement of the liability for at least eighty two months after the balance sheet date.

All other liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with the Schedule III to the Act.

Operating Cycle:

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

Based on the nature of services and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 160 months. The expected time for completion at the inception of the project was 82 months which was revised to 106 months and then revised to 148 months and then revised to 160 months and the current expected completion of the project is December 2024.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (*Continued*)

2.5 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Income from real estate sales is recognized on the transfer of all significant risks and rewards of ownership to the buyers and it is not unreasonable to expect ultimate collection and no significant uncertainty exists regarding the amount of consideration. However if, at the time of transfer substantial acts are yet to be performed under the contract, revenue is recognized on proportionate basis as the acts are performed, i.e. on the percentage of completion basis.

Determination of revenues under the percentage of completion method necessarily involves making estimates by the Company, some of which are of a technical nature, concerning, where relevant, the percentages of completion, costs to completion, the expected revenues from the project/activity and the foreseeable losses to completion. The estimates of cost are periodically reviewed by the Management and the effect of changes in estimates is recognised in the period such changes are recognised. When the total project cost is estimated to exceed total revenues from the project, the loss is recognised immediately.

Interest income is recognised on time proportion basis.

2.6 Employee benefits

(a) Short term employee benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include compensated absences such as paid annual leave and sickness leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period.

(b) Long term employee benefits

(i) Defined contribution plans:

The Company's approved provident scheme is a defined contribution plan. The Company's contribution paid / payable under the schemes is recognised as expense in the statement of profit and loss during the year in which the employee renders the related service. The Company makes specified monthly contributions towards employee provident fund. The interest rate payable is being notified by the Government. There are no other obligations other than the contribution payable to the respective fund.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (*Continued*)

2.6 Employee benefits (*Continued*)

(b) Long term employee benefits (*Continued*)

(ii) Defined benefit plans:

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation are based on the market yields on Government securities as at the balance sheet date.

When the calculation results in a benefit to the Company, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

Actuarial gains and losses are recognized immediately in the statement of profit and loss.

(c) Other long term employee benefits

The Company's net obligation in respect of long-term employment benefits, other than gratuity, is the amount of future benefit towards leave that employees have earned in return for their service in the current and prior periods. The obligation is calculated using the projected unit credit method and is discounted to its present value and the fair value of any related assets is deducted. The discount rates used for determining the present value of the obligation under other long term employee benefits, are based on the market yields on Government securities as at the balance sheet date.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2 Significant accounting policies (Continued)

2.7 Fixed assets and depreciation

Tangible fixed assets:

Fixed assets are stated at cost less accumulated depreciation and impairment loss, if any. Cost comprises of purchase price and any attributable cost such as duties, freight, borrowing costs, erection and commissioning expenses incurred in bringing the asset to its working condition for its intended use.

Depreciation on fixed assets has been provided using the straight-line method in the manner and at the rates prescribed by Schedule II of the Act. Depreciation on addition/deletion of fixed asset made during the year is provided on pro-rata basis from / up to the date of each addition / deletion. The useful lives used are those specified in Schedule II of the Act as under

Assets	Life in no of years
Office equipment's	5 Years
Computers (including servers)	3 Years to 6 Years
Vehicles	8 Years
Furniture and fixtures	10 Years

During the previous year, the Company had revised the method of depreciation from the Written down value (WDV) method to Straight line method (SLM) with effect from 1 April 2014. The retrospective impact on depreciation due to the change in method aggregating Rs 5,140,272 (reversal) has been credited to the Statement of profit and loss in that year.

Pursuant to the Companies Act, 2013 being effective from 1 April 2014, the Company had aligned the useful life of fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act.

Intangible fixed assets:

Intangible fixed assets represent software license purchased by the company and are amortized over an expected benefit period of five years using straight line method.

2.8 Inventories and project work in progress

Direct expenses like site labour cost, material used for project construction, project management consultancy, costs for moving the plant and machinery to the site and general expenses incurred specifically for the respective project like insurance, design and technical assistance and construction overheads are taken as the cost of construction work-in-progress.

Inventories are valued as lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2. Significant accounting policies (*Continued*)

2.9 Foreign currency transactions

Foreign exchange transactions are recorded at the spot rates on the date of the respective transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date; the resultant exchange differences are recognised in the statement of profit and loss.

2.10 Taxation

Income tax expense comprises current income tax (i.e. amount of tax for the period determined in accordance with the income tax law), fringe benefits tax and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognised only if there is a virtual certainty of realisation of such assets. Deferred tax assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realised. No deferred tax assets are created for the current financial year and immediate previous financial year.

2.11 Earnings per share (EPS)

The Basic EPS is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity shares outstanding during the reporting period. Diluted EPS is computed by dividing the net profit attributable to the equity shareholders for the year by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

2.12 Impairment of assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value based on an appropriate discount factor. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (*Continued*)

for the year ended 31 March 2024

(Currency: Indian Rupees)

2. Significant accounting policies (*Continued*)

2.13 *Borrowing costs*

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are treated as direct cost and are considered as part of the cost of such assets. A qualifying asset is an asset that necessarily requires a substantial period to get ready for its intended use or sale. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed beyond a reasonable time due to other than temporary interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.

2.14 *Redemption Premium/Interest on Non-Convertible Debentures (NCD)*

Interest/Redemption Premium on the NCD is calculated being equal to 16.07% (sixteen point zero seven per cent) per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date. The said amount is debited to the Profit and Loss Accounts. Further while considering the expected cost for completion of the Project "Minerva", the Interest/Redemption Premium on the NCD is not considered.

2.15 *Operating lease*

Lease rentals in respect of assets acquired on operating leases are recognised in the statement of profit and loss on straight line basis over the lease term.

2.16 *Provisions and contingent liabilities*

The Company has created a provision where there is present obligation as a result of a past event that probably requires an outflow of resources, and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible or a present obligation that may, but probably will not require an outflow of resources. When there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.1 Share capital

	31 March 2024	31 March 2023
Authorised capital		
150,000 (2015: 150,000) Equity shares (Class A) of Rs 10 each	15.00	15.00
100,000 (2015: 100,000) Equity shares (Class B) of Rs 10 each	10.00	10.00
750,000 (2015: 750,000) Equity shares (Class C) of Rs 10 each	75.00	75.00
25,250,000 (2015: 25,250,000) Preference shares of Rs 10 each	2,525.00	2,525.00
	2,625.00	2,625.00
Issued, subscribed and fully paid-up		
143,137 (2015: 143,137) Equity shares (Class A) of Rs 10 each, fully paid up	14.31	14.31
10,000 (2015: 10,000) Equity shares (Class B) of Rs 10 each, fully paid up	1.00	1.00
25,060,000 (2015: 25,060,000) 12% Optionally convertible cumulative redeemable preference shares of Rs 10 each, fully paid up.	2,506.00	2,506.00
	2,521.31	2,521.31

A Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting year:

	31 March 2024		31 March 2023	
Equity shares	Number	Value	Number	Value
Shares outstanding at the beginning and end of the year -Class A	1.43	14.31	1.43	14.31
Shares outstanding at the beginning and end of the year -Class B	0.10	1.00	0.10	1.00

	31 March 2024		31 March 2023	
12% Optionally convertible cumulative redeemable preference	Number	Value	Number	Value
Shares outstanding at the beginning and end of the year	250.60	2,506	250.60	2,506

B Terms / rights attached to shares

Equity shares

The Company has only three class of equity shares having a par value of Rs 10 per share. Class "A" shareholders have voting rights, Class "B" Shareholders have profit sharing rights and class "C" shares have been authorized but have not yet been issued. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of the Interim dividend.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Preference shares

25,060,000 optionally convertible cumulative preference shares of Rs 10 each.

The Company has one class of preference shares having a par value of Rs 10 per share. The preference shares do not carry any voting rights, even if dividend has remained unpaid for any year or dividend has not been declared by the Company for any year. Preference shares shall, subject to availability of profits during any financial year, be entitled to nominal dividend of 12% per year.

In the event of liquidation of the Company before conversion of the preference shares, the holders of convertible preference shares will have priority over equity shares in the payment of dividend and repayment of capital.



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.1 Share capital (Continued)

C Details of shareholder holding more than 5% shares as at 31 March 2024 is as set out below.

Name of shareholder	31 March 2024		31 March 2023	
Equity shares	Number	Percentage	Number	Percentage
Class A				
Mr.Moiz Lokhandwala	29,675	20.73%	29,675	20.73%
Mr.Aliasgar Lokhandwala	29,675	20.73%	29,675	20.73%
Mr. Mohammed A Lokhandwala	13,650	9.54%	13,650	9.54%
Lokhandwala Infrastruture Pvt Ltd	70,137	49.00%	70,137	49.00%
Class B				
Mr. Mohammed A Lokhandwala	2,000	20.00%	2,000	20.00%
Mr.Moiz Lokhandwala	4,000	40.00%	4,000	40.00%
Mr.Aliasgar Lokhandwala	4,000	40.00%	4,000	40.00%
Preference shares				
Lokhandwala Infrastruture Pvt Ltd	250.60	100.00%	250.60	100.00%

The 12% Optionally convertible cumulative redeemable preference shares carry an option to convert all or any of the preference shares at any time prior to redemption into 'Class C' equity shares in the ratio of 1:1 at the option of the shareholders.

Disclosure of Shareholding of Promoters

Promoter Name	Shares Held by promoters at the end of the year		% Change during the year
	No. of Shares	% of Total	
Class A			
Moiz Lokhandwala (Deceased)	29,675	20.73%	NIL
Mr.Aliasgar Lokhandwala	29,675	20.73%	NIL
Mr. Mohammed A Lokhandwala	13,650	9.54%	NIL
Lokhandwala Infrastruture Pvt Ltd	70,137	49.00%	NIL
TOTAL	1,43,137	100.00%	NIL
Class B			
Mr. Mohammed A Lokhandwala	2,000	20.00%	NIL
Moiz Lokhandwala (Deceased)	4,000	40.00%	NIL
Mr.Aliasgar Lokhandwala	4,000	40.00%	NIL
TOTAL	10,000	100.00%	NIL

Note: One of the permotor Late Moiz Lokhandwala expired on 27.09.2021. As no transfer forms received from legal hire, the shares are still in the name of Late Moiz Lokhandwala

3.2 Reserves and surplus

	31-Mar-24	31-Mar-23
Securities premium reserve at the commencement and end of the year	4,705.72	4,705.72
General reserves at the commencement and end of the year	2.44	2.44
(Deficit) as per statement of profit and loss		
At the commencement of the year	(79,961.72)	(51,913.60)
Add: Profit / (loss) for the year	(27,821.39)	(28,046.14)
	(1,07,783.11)	(79,959.74)
Consolidated Revenue Reserve	(0.43)	(1.98)
Total reserves and surplus	(1,03,075.39)	(75,253.56)



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.3 Long-term borrowings

	31-Mar-24	31-Mar-23
Secured loans		
From Debentures		
- Non convertible debentures from Shapoorji Pallonji Development Managers Pvt Ltd.	7,124.42	8,147.42
- Non convertible debentures from Real Estate Credit Opportunities Fund III - Listed	20,930.00	27,300.00
- Non convertible debentures from Real Estate Credit Opportunities Fund III - Unlisted	51,922.50	67,725.00
Premium /Interest on debentures accrued but not due (Not	56,485.58	37,515.81
From others		
- Term loan from ECL Finance Limited	-	-
	<u>1,36,463</u>	<u>1,40,688</u>
	31-Mar-24	31-Mar-23
Provision for employee benefits:		
- Gratuity (refer note 3.25)	119.95	123.29
- Compensated absences (refer note 3.25)	24.02	57.73
	<u>143.97</u>	<u>181.02</u>

3.5 Short-term borrowings

	31-Mar-24	31-Mar-23
Unsecured loans		
From director & Shareholders	345.83	350.57
(Company has taken an interest free unsecured loan from Director & Shareholders, which is repayable on demand)		
From Related Party	402.21	402.13
From others	191.04	186.05
	<u>939.07</u>	<u>938.76</u>

3.6 Trade payables

	31-Mar-24	31-Mar-23
Trade payables towards goods purchased and services received		
-Due to Micro, Small and Medium Enterprises (refer note 3.32)	251.73	70.86
- Due to others	6,349.02	3,534.83
Retention money payable	2,034.08	1,911.42
	<u>8,634.82</u>	<u>5,517.11</u>

Note: Trade Payables ageing schedule - Ref Note No.3.44



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Conti.) as at 31 March 2024

<u>Details of Security on Loans and Debentures:</u>	<u>Terms and condition for repayment:</u>
<p><u>A. Non-Convertible Debentures issued to Shapoorji Pallonji Development Managers Private Limited</u></p> <p>As per the supplementary deed of the Debenture Trust Deed, the Debenture issued to SHAPOORJI PALLONJI DEVELOPMENT MANAGERS PRIVATE LIMITED is secured by way of 15 (Fifteen) identified units admeasuring in aggregate to 27,483 (Previous Year 21,192) square feet Carpet Area (collectively referred to as the "Units") forming part of the residential project known as "Minerva" (the "Project") constructed / being constructed on all that piece and parcel of land bearing C.S No.1(pt.) and 2(pt) of Lower Patel Division situated at J.R Boricha Marg, Mahalaxmi, Mumbai, admeasuring around 28,328.79 square meters or there about. As the tenure of the debenture may exceeds more than one year as per the option of the Management, the same is considered as Long term borrowings in the financial statements. In the event the debenture is paid/payable within the period of one year the same may be considered as under the head Other Current liabilities.</p>	<p>The redemption premium payable on the redemption of the Debentures is not ascertainable as the same is based on the future sale price of the units mortgaged to the Debenture Holder. However, the aggregate redemption premium shall not exceed 16% (sixteen percent) Internal Rate of Return in any event. Therefore, no provision for Redemption Premium is provided in the Books of Account for the year.</p> <p>The final redemption date is before 30th September 2024 or such extended period after 30th September as may be determined by the Debenture Holders which in any event shall not exceed an additional period of 1 (one) year thereof.</p>
<p><u>B. Non-Convertible Debentures held by Asia Pragati Real Estate Investment Fund (some of the NCD were earlier held by Real Estate Credit Opportunities Fund – III)</u></p> <p>The Non-Convertible Debentures issued both listed and un-listed has been secured against "All that pieces or parcels of land/properties as under together with all the present and/or future structure, buildings, furniture, fixtures, fittings, standing and/or plant and machinery installed and /or constructed/to be constructed thereon and all the present and future rights, title and/or interests of M/S Lokhandwala Kataria Constructions Pvt. Ltd. therein: C.S. No. 1(pt) & 2(pt) of Lower Parel Division situated at J.R. Boricha Marg, Mahalaxmi, Mumbai, admeasuring around 28328.79 square meters owned by Municipal Corporation of Greater Mumbai and also and the Corporate Guarantee of Lokhandwala Infrastructure Private Limited and Personal Guarantee of Mr. Mohammed A Lokhandwala, Late Moiz M Lokhandwala</p>	<p>Both the listed and un-listed secured Non-convertible Debentures carries internal rate of return on the nominal value of the Debentures being equal to 16.07% (sixteen point zero seven per cent) per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date.</p>



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Conti.) as at 31 March 2024

and Mr. Aliasgar Lokhandwala. The Security further more described as under:

- (a) the Project Land together with all rights, interest, benefits, claims and demands whatsoever of the Company in relation to the Project Land including all development rights of the Company in relation to the Project Land under the Development Agreement or otherwise;
- (b) the Unsold Units together with all rights, title, interest, benefits, claims and demands whatsoever of the Company in the Unsold Units and all development rights of the Company pertaining to the Unsold Units;
- (c) all Sold Units in relation to which the sale agreements are cancelled, revoked or terminated together with all rights, title, interest, benefits, claims and demands whatsoever of the Company in such units including development rights of the Company pertaining to such units;
- (d) all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of the Project Accounts;
- (e) all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of the Receivables together with all present and future, operating cash flows, receivables, moneys, securities, instruments, investments and other properties deposited in, credited to or required to be credited or required to be deposited or lying to the credit of the Project Accounts or liable to be credited to the Project Accounts (subject to the provisions of RERA);
- (f) all present and future moveable and current assets of the Company in relation to the Project and all other buildings, erections, constructions, furniture, fixtures and fittings of every description in relation to the Project on the Project Land and all rights, title, interest, benefits, claims and demands whatsoever of the Company in, to, under and in respect of such assets;
- (g) all Insurance Policies and Insurance Proceeds in relation to the Project; and
- (h) all permitted investments in accordance with and pursuant to the terms of the escrow agreement including all investment income and investment proceeds.
- (i) Pledging of entire Equity i.e Class A and Class B shares of Lokhandwala Kataria Construction Pvt. Ltd. held by Lokhandwala Infrastructure Private

The redemption dates of the Debentures were as under:

- i. 25% (Twenty Five Percent) – 26th October 2023
- ii. 25% (Twenty Five Percent) – 26th October 2024
- iii. 25% (Twenty Five Percent) – 26th October 2025
- iv. 25% (Twenty Five Percent) – 26th October 2026

Vide subsequent Supplemental Deed, the redemption dates of the debentures are now rescheduled as under:

- i. 2.50% (Two and half Five Percent) – 30th September 2024
- ii. 25% (Twenty Five Percent) – 26th October 2024
- iii. 2.50% (Two and half Five Percent) – 31st October 2024
- iv. 2.50% (Two and half Five Percent) – 30th November 2024
- v. 2.50% (Two and half Five Percent) – 31st December 2024
- vi. 2.50% (Two and half Five Percent) – 31st January 2025
- vii. 2.50% (Two and half Five Percent) – 28th February 2025
- viii. 2.50% (Two and half Five Percent) – 31st March 2025
- ix. 2.50% (Two and half Five Percent) – 30th April 2025



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Conti.) as at 31 March 2024

<p>Limited., Mr. Mohammed A Lokhandwala, Mr. Moiz M Lokhandwala and Mr. Aliasgar Lokhandwala.</p> <p>(j) Post-dated Cheques issued by the Company in respect of Coupon, Redemption Premiums and Principal Redemption amount of the Debentures.</p>	<p>x. 2.50% (Two and half Five Percent) – 31st May 2025</p> <p>xi. 2.50% (Two and half Five Percent) – 30th June 2025</p> <p>xii. 25% (Twenty Five Percent) – 26th October 2025</p> <p>xiii. 25% (Twenty Five Percent) – 26th October 2026</p>
<p>C. <u>Non-Convertible Debentures held by Asia Pragati Strategic Investment Fund and Allianz Global Investors GMBH.</u></p> <p>The security is same to the security offered in respect of the Non-Convertible Debentures held by Asia Pragati Real Estate Investment Fund</p>	<p>Debentures carries internal rate of return on the nominal value of the Debentures being equal to 18.50% per annum from the Deemed Date of Allotment to that Redemption Date as calculated using the Excel Spreadsheet "XIRR" function and taking into account the principal amount and the amount of Coupon Payments, in each case, already paid in respect of that Debenture on or prior to that redemption date.</p> <p>The redemption dates of the Debentures are 26th October 2024</p>



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.7 Other current liabilities

	31-Mar-24	31-Mar-23
Redemption Premium and /or Interest on NCD	7,935.66	8,117.08
NCD redemption amount payable	61,646.78	33,401.28
Accruals for expenses	5,687.15	5,696.73
Advance from customers	19,915.67	20,516.35
Payable to customers towards cancellation of flats	985.05	1,284.03
- Employee's payable	143.22	103.48
Tax deduction at source payable	121.77	75.79
Value added tax payable	-	-
Professional tax payable	0.50	1.69
Provident fund payable	15.51	8.56
GST / Service Tax payable	191.83	140.61
	<u>96,643.13</u>	<u>69,345.59</u>

3.8 Short-term provision

	31-Mar-24	31-Mar-23
Employees benefits		
Gratuity (refer note 3.27)	29.31	23.50
Compensated absences (refer note 3.27)	8.07	6.89
	<u>37.38</u>	<u>30.39</u>

3.10 Long-term loans and advances

(Unsecured, considered good)

	31-Mar-24	31-Mar-23
Advance tax and tax deducted at source	520.11	469.64
	<u>520.11</u>	<u>469.64</u>

3.11 Investment in Shares

Ratan Infrastructure Private Limited - 1,31,99,937(Fully paid)Equity shares of Rs.10/- each.

Lokhandwala Infrastructure Private Limited - 5,000(Fully paid)Equity shares of Rs.10/- each.

Ratan Real Estate Services Private Limited - (Fully paid) Equity shares of Rs.10/- each.

Solo Commodities Private Limited - 1.31.99.937(Fully paid)Equity shares of Rs.10/- each.

	31-Mar-24	31-Mar-23
	-	-
	-	0.50
	-	-
	-	-
	<u>-</u>	<u>0.50</u>

3.12 Inventories

Project work in progress

Construction work in progress (Refer note 3.19)

	31-Mar-24	31-Mar-23
	1,09,080.74	1,13,812.33
	<u>1,09,080.74</u>	<u>1,13,812.33</u>

3.13 Trade receivables

(Unsecured, considered good)

Outstanding for a period exceeding 6 months from the date they are due for payment

Other debts

	31-Mar-24	31-Mar-23
	6,706.66	5,349.17
	<u>6,706.66</u>	<u>5,349.17</u>

Note: Trade Receivables ageing schedule - Ref Note No.3.45



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

as at 31 March 2024

(Currency : Indian Rupees)

3.9 Fixed assets

Description of assets	Gross block			Accumulated depreciation / amortisation			Net block		
	As at 1 April 2023	Additions	Deductions / adjustments	As at 31 March 2024	As at 1 April 2023	Adjustments (refer note (a) below)	Charge for the year (refer note (b) below)	As at 31 March 2024	As at 31 March 2024
Intangible assets									
Computer software	17,97,825	-	-	17,97,825	11,98,817	-	99,813	12,98,630	4,99,195
	17,97,825	-	-	17,97,825	10,79,042	-	1,19,776	11,98,818	5,99,007
Total intangible assets (A)	17,97,825	-	-	17,97,825	11,98,817	-	99,813	12,98,630	4,99,195
Tangible assets									
Computers	60,72,174	-	-	60,72,174	37,94,025	-	5,61,352	43,55,377	17,16,797
	57,51,912	3,20,262	-	60,72,174	30,58,130	-	7,35,896	37,94,026	22,78,148
Furniture and fixtures	31,67,002	14,14,260	-	45,81,262	12,35,170	-	2,24,095	14,59,265	31,21,997
	31,67,002	-	-	31,67,002	10,26,685	-	2,08,485	12,35,170	19,31,832
Office equipment	34,86,005	12,546	-	34,98,551	17,48,991	-	2,33,652	19,82,643	15,15,908
	34,86,005	-	-	34,86,005	14,57,733	-	2,91,258	17,48,991	17,37,014
Vehicles	2,93,14,528	-	-	2,93,14,528	2,65,20,447	-	44,154	2,65,64,601	27,49,927
	2,93,14,528	-	-	2,93,14,528	2,64,69,986	-	50,462	2,65,20,448	27,94,080
Total tangible assets (B)	4,20,39,709	14,26,806	-	4,34,66,515	3,32,98,633	-	10,63,253	3,43,61,886	91,04,629
	4,17,19,447	3,20,262	-	4,20,39,709	3,20,12,534	-	12,86,101	3,32,98,635	87,41,074
Total (A) + (B)	4,38,37,534	14,26,806	-	4,52,64,340	3,44,97,450	-	11,63,066	3,56,60,516	96,03,824
	4,35,17,272	3,20,262	-	4,38,37,534	3,30,91,576	-	14,05,877	3,44,97,453	93,40,081

Notes

a. The transactions for the previous year are indicated in italics



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued)

as at 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.14 Cash and bank balances

	31-Mar-24	31-Mar-23
<i>Cash and cash equivalents</i>		
Cash on hand	3.36	7.10
Bank balances with scheduled banks		
- In current accounts	1,345.73	2,256.51
- Fixed deposits (less than 3 months from the original maturity from deposit date)	61.00	61.00
	<u>1,410.09</u>	<u>2,324.61</u>
Other bank balances		
'- In deposit accounts with maturity more than 3 months but less than 12 months	114.92	89.92
	<u>1,525.01</u>	<u>2,414.53</u>
Details of Bank deposits:		
Bank deposits with original maturity of 3 months or less included under 'Cash and cash equivalents' (Given against various bank guarantee taken by the Company and hence cannot be encashed by the Company unless otherwise the Bank Guarantee is cancelled)	60.00	60.00
Bank deposits due to mature within 12 months of the reporting date included under 'Other bank balances'	114.92	89.92
	<u>174.92</u>	<u>149.92</u>

3.15 Short-term loans and advances

(Unsecured, considered good)

To parties other than related parties

	31-Mar-24	31-Mar-23
Advances to contractors and suppliers	1,865.52	2,145.20
Loans and advance to others	501.26	501.26
Loans and advance to employees	0.40	0.68
Deposit given	38.52	37.77
GST credit receivable (Net)	558.58	426.55
Prepaid expenses	7.27	63.31

To related parties

	31-Mar-24	31-Mar-23
Expenses recoverable *	39.47	39.47
Inter-corporate deposits repayable on demand **	15,320.51	12,738.11
	<u>18,331.52</u>	<u>15,952.14</u>

* Expenses recoverable from Group Companies in which all the directors of Company are director.

** Inter-corporate deposit given to Lokhandwala Infrastructure Private Limited in which all the directors of Company are director. The maximum amount outstanding during the year is Rs.1,267,672,752

Loans & advances additional disclosure refer note no.3.46

3.16 Other current assets

From related parties

	31-Mar-24	31-Mar-23
Interest accrued but not due on inter-corporate deposits	3,299.70	3,143.21

From other than related parties

	31-Mar-24	31-Mar-23
Interest receivable on fixed deposit	98.23	85.24

	<u>3,397.94</u>	<u>3,228.45</u>
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Interest accrued but not due on inter-corporate deposit given to Lokhandwala Infrastructure Private Limited in which all the directors of Company are director.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.17 Revenue from operations

	31 March 2024	31 March 2023
Sale of flats	19,493.78	21,183.06
Minerva - club membership & other chgs (Refer Note No.3.43)	2,709.61	1,250.77
	<u>22,203.39</u>	<u>22,433.83</u>

3.18 Other income

	31 March 2024	31 March 2023
Interest income from		
- Inter-corporate deposits	173.88	173.41
- Fixed deposits with banks	24.01	11.45
- Statutory Refunds	-	-
Miscellaneous income	-	-
	<u>197.89</u>	<u>184.85</u>

3.19 Cost of materials consumed

Expenditure incurred during the year:

Opening project work in progress	1,13,812.33	1,16,038.83
<i>Additions during the year</i>		
Constructions and contractual payments	10,359.63	17,547.71
Rate and taxes	48.05	2,387.64
Professional fees and technical expenses	1,078.47	1,671.23
Tenants' compensations	959.70	64.45
Finance cost (refer note 3.21)	-	-
Other overheads	2,390.10	1,917.66
Total project expenditure	<u>1,28,648.28</u>	<u>1,39,627.53</u>
Less: transferred to construction work in progress (refer note 3.11)	<u>(1,09,080.74)</u>	<u>(1,13,812.33)</u>
Cost of Material Consumed	<u>19,567.54</u>	<u>25,815.20</u>

3.20 Employee benefits expense

	31 March 2024	31 March 2023
Salaries, wages and bonuses	170.67	221.47
Contribution to provident and other funds (refer note 3.27)	49.46	55.15
	<u>220.13</u>	<u>276.62</u>



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.21 Finance costs

	31 March 2024	31 March 2023
Interest		
-On term loans		-
Redemption Premium / Interest on NCD	27,403.70	23,410.29
Premium on debentures		-
	<u>27,403.70</u>	<u>23,410.29</u>
Less: finance cost transferred to construction work in progress	-	-
	<u>27,403.70</u>	<u>23,410.29</u>

3.23 Other expenses

	31 March 2024	31 March 2023
Insurance	0.13	0.48
Travelling and conveyance	4.27	10.94
Rates and taxes	292.46	128.23
Legal, professional and other fees	355.15	127.89
Payment to auditors (refer note (a) below)	15.35	15.35
Advertisement and selling cost	1,056.56	528.78
Bank charges and commission	1.66	0.17
Printing and stationery	8.72	6.40
Recruitment expenses	-	-
Donation	-	-
Prior Period Expenses	23.91	15.40
Directors Remuneration	77.78	-
Miscellaneous expenses	1,184.22	317.04
	<u>3,020.19</u>	<u>1,150.69</u>

(a) Payment to auditors

As auditor		
Statutory Audit Fees	15.35	15.35
	<u>15.35</u>	<u>15.35</u>

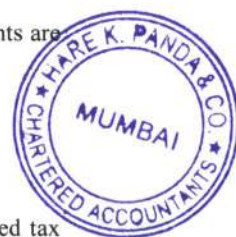
3.24 Segment reporting

The Company is engaged in the business of development of real estate in India which is the primary business segment.

The Company has only one reportable business and geographical segment. Accordingly, these financial statements are reflective of the information required by the Accounting Standard 17, for the property development segment.

3.25 Deferred tax asset, net

As per the Accounting Standard 22, "Accounting for taxes on income", the Company would have a net deferred tax asset, primarily on account of unabsorbed depreciation and unabsorbed loss. Deferred tax assets are recognised only to the extent they are considered to be virtually certain of realisation. The deferred tax assets that may arise due to unabsorbed carried forward losses and depreciation are not recognized as it is not considered to be virtually certain of realisation. The Company does not foresee any adjustment of the current losses and carry forward losses in near future and hence no deferred tax assets created.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.26 Earnings per share

	31 March 2024	31 March 2023
Net profit /(loss) attributable to equity shareholders (A)	(27,821.92)	(28,048.17)
Less : Preference dividend (Notional)	(784.57)	(1,696.32)
Dividend distribution tax (Notional)	(1,696.32)	(288.29)
Net (loss) attributable to equity shareholders	(30,302.82)	(30,032.78)
Number of equity shares at the beginning and end of the year	1.53	1.53
Basic and diluted earnings per equity share (Face value of Re 1 per share) (A / B)	(19,788.04)	(19,611.71)

Potential equity shares in form of 12% optionally convertible cumulative redeemable preference shares are ignored in the calculation of diluted earnings per share, as on their conversion to equity shares, the results on the earnings per share from continuing ordinary activities would be anti-dilutive. Also refer schedule 3.30 (a).

3.27 Disclosure pursuant to Accounting standard 15 - 'Employee benefits'

Short-term employee benefits:

a) Provident fund:

Retirement benefits in the form of provident fund are defined contribution schemes and the contributions are charged to the statement of profit and loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the provident fund. The amount debited to the statement of profit and loss for the year ended 31 March 2024 is Rs.49.46 (2023: 55.16)

Post-employment benefits:

a) Compensated absences:

The leave wages are payable to all eligible employees at the rate of daily salary for each day of accumulated leave on death or on resignation or upon retirement on attaining superannuation age. The liability towards compensated absences for the year ended 31 March 2024 based on actuarial valuation using the projected accrued benefit method amounting to Rs 12.21 (2023: Rs.12.61) has been recognized in the profit and loss account.

b) Gratuity:

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on death or resignation or retirement at 15 days salary (last drawn salary) for each completed year of service. Amount of Rs 14.78 (2023: Rs.34.80) has been recognised in the statement of profit and loss on account of provision for gratuity.

3.28 Related party transactions (Continued)



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions

Parties where control exist :

A. Shareholders with substantial interest in voting power	Late Moiz Lokhandwala Mr.Aliasgar Lokhandwala
---	--

Other related parties with whom transactions have taken place during the year :

B. Enterprises over which persons covered in (A) exercise significant influence	Lokhandwala Infrastructure Private Limited Lokhandwala Shelters India Private Limited Vista Homes Private Limited. Saikrupa Builders & developers Pvt Ltd Ratan Infrastructure Pvt Ltd Ratan Real Estate Services Pvt Ltd Solo Commodities Pvt Ltd. Ratan Builders & Developers Pvt Ltd Lokhandwala Housing & Infrastructure Pvt Ltd A . Rajabali
C. Relatives of persons mentioned in (A) above	Late Moiz Lokhandwala Mr.Aliasgar Lokhandwala Mr.Mohammed A Lokhandwala



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued) for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions (Continued)

Disclosure of transactions between the Company and related parties and the status of outstanding balances as at 31 March 2024

Details of transactions	Late Moiz Lokhandwala	Aliasgar Lokhandwala	Mohammed A Lokhandwala	Lokhandwala Infrastructure Private Limited	Lokhandwala Shelters India Limited	Saikrupa Builders Pvt Ltd	Ratan Infrastructure Pvt Ltd	Ratan Real Estate Services Pvt Ltd	Solo Commodities Pvt Ltd.	Vista Homes Pvt Ltd Developers	Ratan Builders & Pvt Ltd	Lokhandwala Housing Infrastructure Pvt Ltd	Others	Total
Project management fees (WIP)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advertisement and selling cost	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses received	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan received from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividend receivable recovered from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Royalty paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Remuneration Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan taken	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Premium for buyback of flats	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance/paid for Purchase of shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance paid for Purchase of Materials	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Receivables														
Inter corporate deposits	-	-	-	12,676.73	38.50	-	-	-	-	0.77	-	-	172.59	211.86
Interest accrued and not due on deposits	-	-	-	3,299.70	-	-	-	-	-	-	-	-	-	12,676.73
Payables														
	-	-	107.47	1,788.40	-	50.00	659.69	1,263.01	659.69	-	0.25	0.25	-	3,299.70
	-	-	-	-	-	-	-	-	-	-	-	-	-	4,528.77



Lokhandwala Kataria Construction Private Limited

Notes to the consolidated financial statements (Continued) for the year ended 31 March 2023

(Currency: Indian Rupees in Lakhs)

3.28 Related party transactions (Continued)

Disclosure of transactions between the Company and related parties and the status of outstanding balances as at 31 March 2023

Details of transactions	Late Moiz Lokhandwala	Aliasgar Lokhandwala	Mohammed A Lokhandwala	Lokhandwala Infrastructure Private Limited	Lokhandwala Shelters India Private Limited	Saikrupa Builders & Infrastructure Pvt Ltd	Ratan Infrastructure Pvt Ltd	Ratan Real Estate Services Pvt Ltd	Solo Commodities Pvt Ltd.	Vista Homes Pvt Ltd	Ratan Builders & Developers Pvt Ltd	Lokhandwala Housing & Infrastructure Pvt Ltd	Others	Total
Project management fees (WIP)	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advertisement and selling cost	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest income	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Reimbursement of expenses received	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan received from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Dividend receivable recovered from director	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Royalty paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Remuneration Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan taken	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Rent Paid	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Loan given	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Premium for buyback of flats	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance paid for Purchase of shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Advance paid for Purchase of Materials	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Receivables					38.50					0.77			171.31	210.57
Inter corporate deposits	-	-	-	12,676.73	-	-	-	-	-	-	-	-	-	12,676.73
Interest accrued and not due on deposits	-	-	-	3,143.21	-	-	-	-	-	-	-	-	-	3,143.21
Payables			107.47	1,788.40	-	50.00	659.69	1,263.01	659.69	-	0.25	0.25	-	4,528.77



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.29 Commitment

	31 March 2024	31 March 2023
a) Estimated amount of contracts remaining to be executed and not provided for (net of advances)	18,528.56	22,013.09
b) The Company is required to provide constructed accommodation free of costs to the original slum dwellers as per the Slum Rehabilitation Authority (SRA) scheme.		

3.30 Expenditure incurred in foreign currency (on payment basis)

	31 March 2024	31 March 2023
		Amount in INR
Purchase of Material	2.72	-
Consultancy Services	-	1.78
Total	2.72	1.78

3.31 Unhedged foreign currency exposure

The un-hedged foreign currency exposure as on 31 March 2022 is given below:

	31 March 2024	31 March 2023
Details		Amount in INR
Payables		NIL

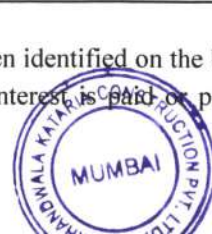
3.32 Due to Micro, Small and Medium enterprises

Under the Micro, Small and Medium

Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available the management, **there are no information available regarding the dues to the Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.**

	31 March 2024	31 March 2023
Principal amount remaining unpaid to any supplier as at the year end	251.64	70.86
Interest due thereon		
Amount of interest paid by the Company in terms of Section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year.		
Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED		
Amount of interest accrued and remaining unpaid at the end of the accounting year		
Further Interest remaining due & payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise.		

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditor. No interest is paid or provided regarding delay in payments of principal made or to be made.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.33 Contingent liabilities

- a) In absence of profit for the year, the Company has not provided for the dividend on Cumulative preference shares of Rs 1,905.92 (2023: Rs1,696.32) and tax on such dividend of Rs 323.91 (2023: Rs 288.29). The unpaid cumulative preference dividend and tax on such dividend payable as at 31 March 2024 is Rs. 15,560.79 (2022: Rs 13,654.87).
- b) Bank guarantees given to Maharashtra Pollution Control Board of Rs. 50 Lakhs (2023: Rs 50 Lakhs)
- c) Amount that may payable for delay in completion of the project - Amount not ascertainable
- d) Amount that may payable for delay in payment of Statutory Dues - Amount not ascertainable
- e) Amount that may payable for the corporate guarantee given - Amount not ascertainable
- f) Amount that may payable due to various legal cases/ Suits filed against the Company - Amount not ascertainable
- g) Amount that may payable and / or not receivable from the flat buyers due to delay in completion of project
- h) Corporate guarantee on behalf of associate company Rs.72.54 Cr (previous year: 72.54 Cr.) & applicable interest
- i) Property tax demand by BMC Rs.36.47 Crores.

3.34 Domestic transfer pricing

The Company's domestic transactions with associated enterprises are at arm's length for the year ended 31 March 2024. Management believes that the Company's domestic transactions with associated enterprises post 31 March 2023 continue to be at arm's length and transfer pricing legislation will not have an impact on the financial statements particularly on the amount of tax expense for the year and the amount of provision for tax at the year end.

- 3.35 The rebate given to various customer for GST, delay in project, deficiency/cancelation of amenities etc. amounting to Rs 1,227.81 (2023:Rs.649.79)is debited to Work in Progress Account as in the view management this expenses/rebate are directly related to the project

- 3.36 The company following the Percentage Completion Method while recognising the revenue from the sale of flats. The company has complied with the requirements as prescribed and started Recognition of Revenue in compliance with the Guidance Notes on Accounting for Real Estate Transactions (Revised 2012) issued by the Institute of Chartered Accountants of India.

3.37 Disclosure under Section 186 of the Companies Act 2013

The operations of the Company are classified as 'infrastructure facilities ' as defined under Schedule VI to the Act. Accordingly, the disclosure requirements specified in sub-section (4) of Section 186 of the Act in respect of loans given, investment made or guarantee given or security provided and the related disclosures on purposes/ utilization by recipient companies, are not applicable to the Company.

3.38 Inter Corporate Deposite (ICD)

The company has given ICD to one of its group concern to Lokhandwala Infrastructure Pvt Ltd totaling to Rs 12,676.72 as on 31st March, 2024 (2023:12,676.72). Out of the said amount Rs 10,750. was given by the company to purchase its own shares as part of the business strategy.

3.39 Matter related to NCLT - Dalmia Group Holdings

One of the Financial Creditor Dalmia group Holdings filed a legal case against the company before the NCLT. The NCLT admitted the application of Dalmia Group Holdings and appointed Insolvency Resolution Professional (IRP).Subsequently the company entered into a deed of settlement with Dalmia Group Holdings which was filed and accepted by the NCLT and the IRP was withdrawn. As per the deed of settlement the net amount payable the Company to Dalmia Group Holdings is become the liability of Lokhandwala Infrastructure Private Limited and the outstanding amount in the books of the Company is transferred to Lokhandwala Infrastructure Private Limited.Further the Company has given 5 Flats of Minerva as security against the amount payable by Lokhandwala Infrastructure Private Limited.



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.40 Investment in Shares

The Company invested a sum of Rs.4,579.44 (previous year Rs.4,579.44) to acquire the shares of Ratan Infrastructure Private Limited, Ratan Real Estate Services Private Limited and Solo commodities Private Limited from Lokhandwala Infrastructure Private Limited. These three companies where the Company acquired the shares, are in possession of three properties in the project Omkar 1973. All these three properties were used as security against the loan availed by the Company from Indiabulls Housing Finance Limited. Being the securities of these three companies used for the purpose of loan of the Company, as a strategic decision the Company acquire the shares of these three companies.

3.41 Tenants Compensation

As the Company is executing Slum Rehabilitation Project (SRA) the company is paying / providing rent to the slum dwellers. During F.Y.2021 -2022 the company completed all the buildings to be given to the slum dwellers as part of the project & intimated to Slum Rehabilitation Authority (SRA) for allotment of the same to the slum dwellers. However due to certain litigations initiated by slum dwellers regarding the allotment of the units to the slum dwellers, the allotment by SRA is yet to be completed. The Company believe as it has already completed the project for slum dwellers and also informed to the SRA for allotment, it is no longer liable to pay any further rent. Therefore no provision was made in the books towards rent payable for the F.Y. 2023-2024. The rent paid with respect from F.Y.2023-2024 are accounted as expenses on actual payment basis.

3.42 Club Membership & Other Charges

During F.Y.2022-2023 the company has received part occupation certificate upto 39th level (51st floor) of the sale building. The Company also has given possession of certain apartments upto 39th level. Therefore the amount collected in respect of Club Membership and other charges from flat owners upto 39th level are booked as income under the head sale from operation.

3.43 Debenture Redemption Reserve

The Company issued various debentures as on the date of this Balance Sheet. In absence of adequate profit by the Company during the year and also no debenture is matured/ to be redeemed during the next financial year, no Debenture Redemption Reserve is created for the year.

3.44 Trade Payables ageing schedule as on 31.03.2024

a) MSME Creditors

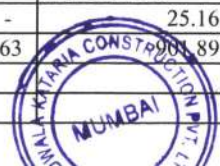
Particulars	Outstanding for following periods from due date of payment			
	0 to 45 Days	45 to 60 Days	More Than 60 Days	Total
(i) MSME	89.91	42.96	118.87	251.73
(ii) Disputed dues - MSME	-	-	-	-

b) Others Creditors

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Others	1,899.14	1,521.89	1,348.11	3,613.95	8,383.09
(ii) Disputed dues - Others					

Trade Payable ageing as on 31.03.2023

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1	1 - 2 Years	2 - 3 Years	More than 3	
(i) MSME	39.20	6.50	-	25.16	70.86
(ii) Others	1,961.82	2,290.91	291.63	901.89	5,446.25
(iii) Disputed dues - MSME					
(iv) Disputed dues - Others					



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

3.45 Trade Receivables ageing schedule

As on 31.03.2024

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Undisputed Trade Receivables-considered good	2,142.04	1,598.39	861.33	437.03	1,667.87	6,706.66
(ii) Undisputed Trade Receivables-considered doubtful						
(iii) Disputed Trade Receivables-considered good						
(iv) Disputed Trade Receivables-considered doubtful						

Trade Receivable ageing as on 31.03.2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
(i) Undisputed Trade Receivables-considered good	710.80	2,216.92	415.15	73.82	1,932.48	5,349.17
(ii) Undisputed Trade Receivables-considered doubtful						
(iii) Disputed Trade Receivables-considered good						
(iv) Disputed Trade Receivables-considered doubtful						

3.46 Loans or Advances in the nature of loans - Additional disclosures

Type of Borrower	Amount of	Percentage to
Promoters (Lokhandwala Infrastructure	12,738.11	99.69%
Directors	-	-
KMPs	-	-
Related Parties	39.47	0.31%
Total	12,777.57	100%

3.47 Relationship with struck off Companies

Nature of transactions with struck off	Name of the	Balance	Relationship with the
Investment in Securities	NIL	NIL	NIL
Receivables			
Payables			
Shares held by struck off company	NIL	NIL	NIL
Other outstanding balances (to be specified)			

3.48	Analytical Ratios	2023 - 2024	2022 - 2023	Reason for
1	Current Ratio = Current Assets / Current Liabilities	1.31	1.86	Note No.3.49.1
2	Debt Equity Ratio = Total Debt / Shareholders equity	Not applicable due to negative capital	Not applicable due to negative capital	NA
3	Debt service Coverage Ratio	Not applicable due to loss	Not applicable due to loss	NA
4	Return of Equity = Net Profit after Tax / Average Shareholders Equity	Nil due to loss	Nil due to loss	NA
5	Inventory Turnover Ratio = Cost of goods sold / Average Inventory	NA	NA	NA
6	Trade Receivable Turnover Ratio = Net Credit sales / Average Account Receivable	NA	NA	NA
7	Trade Payable Turnover Ratio = Net Credit Purchase / Average Trade Payable	2.81	7.00	Note No.3.49.2
8	Net Capital Turnover Ratio = Net Sales / Working Capital	0.59	0.33	Note No.3.49.3
9	Net Profit Ratio = Net Profit after Tax / Net Sales	Nil due to loss	Nil due to loss	NA
10	Return on Capital Employed = Earning before interest & Tax / Capital Employed	Nil due to loss	Nil due to loss	NA
11	Return on Investment = Net Return on Investment / Cost of Investment x 100	Nil due to loss	Nil due to loss	NA



Lokhandwala Kataria Construction Private Limited

Notes to the financial statements (Continued)

for the year ended 31 March 2024

(Currency: Indian Rupees in Lakhs)

- 3.48.1** Due to redemption of debenture in the next one year, the current liabilities was increased hence reduction in current ratio.
- 3.48.2** As the finishing work of the project is in progress, most of the material are purchased by way of advances given. Therefore the Trade Payable turnover ratio was decreased.
- 3.48.3** Due to redemption of debenture in the next one year, the current liabilities was increased. Due to the same the working capital has been reduced substantially and the net Capital turnover ratio has decreased.
- 3.49** The amount receivable / payable from the flat buyers are accounted as per the percentage completion method followed by the Company in the books of accounts.
- 3.50** The GST liability is accounted on the actual amount received from the flat buyers instead of the demand raised to the flat buyers as per the individual sale agreement with the flat buyers.
- 3.51 Other matters**
Information with regard to other matters specified in Schedule III of the Act, is either nil or not applicable to the Company for the year.
- 3.52 Previous year comparatives**
Previous year's figures have been regrouped / reclassified where ever applicable.

As per our report of even date attached.

For **Hare K Panda & Co.**

Chartered Accountants

Firm's Registration No: 143768W

H. K. Panda

Proprietor

Membership No: 105641

UDIN: 24105641BKFILN7059



Mumbai

Date: 30th May 2024

For and on behalf of the Board of Directors of
Lokhandwala Kataria Construction Private Limited
CIN: U45200MH1998PTC117468

M.A. Lokhandwala

Director

DIN: 00219108

Aniket Naresh Prabhu

Company Secretary

Membership no: A55634

Date: 30th May 2024

A.M. Lokhandwala

Director

DIN: 00219135

