

Telephone : 2202 3626

2282 0943

Fax : 2202 5160

bajajgroup

THE HINDUSTAN HOUSING COMPANY LIMITED

Regd. Office : Bajaj Bhawan, 2nd Floor, Jamnalal Bajaj Marg, Nariman Point, Mumbai - 400 021.

CIN:- L45200MH1934PLC002346

www.hhclbajaj.com

27th September, 2018

To,
The Department of Corporate Services,
BSE Ltd.,
1st floor, New Trading Ring,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400-001.

Dear Sir,

Re: Security Code No. 509650

Sub: Annual Report for the Financial Year 2017-2018

We are enclosing herewith Annual Report of our Company for the Financial Year 2017-2018 under Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for your information and records.

We hope you will find the same in order.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For The Hindustan Housing Company Ltd.



(Vijay Bohra)
Chief Financial Officer

Encl.: as above

**THE
HINDUSTAN HOUSING
COMPANY LIMITED**



**82nd Annual Report
2017-2018**

THE HINDUSTAN HOUSING COMPANY LIMITED

Board of Directors	Vinaya Mehrotra - Chairman Vinod Nevatia Sanjivnayan Bajaj (Upto 17 th January, 2018) Minal Bajaj
Key Managerial Personnel	Vijay Bohra, Chief Financial Officer Pradeep Dhruva, Company Secretary
Statutory Auditors	K.K. Mankeshwar & Co., Chartered Accountants
Bankers	Central Bank of India
Registered Office	Bajaj Bhawan, 2 nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400021
Registrar and Share Transfer Agents	Bigshare Services Pvt. Ltd.
	Registered Office Address: E-2/3, Ansa Industrial Estate, Saki-Vihar Road, Saki Naka, Andheri (E), Mumbai -400072
	Corporate Office Address: 1 st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments, Next to Keys Keys Hotel, Marol Maroshi Road, Andheri (E), Mumbai - 400059
(CIN)	L45200MH1934PLC002346
Website	www.hhclbajaj.com

NOTICE

NOTICE is hereby given that the Eighty-Second Annual General Meeting of the Members of The Hindustan Housing Company Ltd. will be held on **Friday, 7th September, 2018 at 4.00 p.m.** at the Registered Office of the Company at Bajaj Bhawan, 2nd floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai - 400021, to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Smt. Minal Bajaj (DIN: 00222469) who retires by rotation and being eligible, offers herself for reappointment.
3. To fix the remuneration of M/s K. K. Mankeshwar & Co., Statutory Auditors of the Company.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 142 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to the resolution passed by the members of the Company at the Eightieth Annual General Meeting in respect of appointment of M/s K. K. Mankeshwar & Co., Chartered Accountants (Firm Registration No : FRN 106009W) till the conclusion of the Eighty-Fifth Annual General Meeting of the Company, the Board of Directors be and is hereby authorized to fix the remuneration of Statutory Auditors for the period commencing from the year 2018-2019, until the conclusion of the Eighty-Fifth Annual General Meeting of the Company."

NOTES:

1. Pursuant to the provisions of Section 91 of the Companies Act, 2013, the Register of Members of the Company will remain closed from **29th August, 2018 to 7th September, 2018.**

2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a proxy on behalf of members up to and not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.

3. The Proxy Forms in order to be valid and effective should be deposited at the Registered Office of the Company not less than Forty-eight (48) hours before the commencement of the Meeting.
4. Brief details of the director who is seeking re-appointment are annexed hereto as per requirements of regulation 36(3) of the SEBI (LODR) Regulations, 2015.
5. Members are requested to notify the change in their address, if any, to the Company or the Registrar and Share Transfer Agents viz. Bigshare Services Pvt. Ltd. immediately.
6. Corporate members intending to send their authorized representative to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical format can submit their PAN Card details to the Company or Bigshare Services Pvt. Ltd. at their email id: investor@bigshareonline.com.
8. The Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 has prescribed a new format of Register of Members to be maintained in Form MGT-1 which requires the Company / RTA to record additional details of shareholders such as PAN, Email address, Bank Details for payment of dividend, UID Aadhaar No., Nomination Details etc. A Form for recording such additional details is annexed to this Annual Report. Members holding shares in physical form are requested to submit the duly completed forms to the Company or

Bigshare Services Pvt. Ltd. Members holding shares in electronic form are requested to submit the details to their respective Depository Participants.

9. To receive shareholders' communication through electronic means, including annual reports and notices, members are requested to kindly register/update their e-mail address with their respective Depository Participants, where shares are held in electronic form. If, however, shares are held in physical form, members are advised to register their e-mail address with Bigshare Services Pvt. Ltd. at their e-mail id: investor@bigshareonline.com.
10. Members/Proxies are requested to bring the copies of Annual Reports to the meeting.

11. Voting through electronic means

In terms of the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (hereinafter called "the Rules" for the purpose of this Section of the Notice) and Regulation 44 of the SEBI (LODR) Regulations, 2015 the Company is providing facility to exercise votes on the items of business given in the Notice through remote electronic voting system to members holding shares as on **1st September, 2018** (End of Day) being the Cut-off date (Record Date for the purpose of Rule 20 (2) (ii) of the Rules) fixed for determining the voting rights of members, entitled to participate in the remote e-voting process, through the e-voting platform provided by Central Depository Services Ltd. (CDSL).

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on **4th September, 2018 at 9.00 a.m. and ends on 6th September, 2018 at 5.00 p.m.** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **1st September 2018**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on Shareholders / Members

(iv) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
- b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for **THE HINDUSTAN HOUSING COMPANY LTD.**
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) **Note for Non - Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

(A) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.

- (B) The voting period begins **4th September, 2018 at 9.00 a.m. and ends on 6th September, 2018 at 5.00 p.m.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **1st September, 2018** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

For members who wish to vote using Ballot Form:

Members may fill in the Ballot Forms (in lieu of remote E-voting), enclosed with the Notice and submit the same in a sealed envelope to the Scrutinizer, **M/s Swati Nerurkar & Co., Company Secretaries, (ACS No. 18110 CP No. 8193), C/o Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp Vasant Oasis, Makwana Road, Marol Andheri (E), Mumbai- 400 059** or to her email: swati@swatinerurkar.com, so as to reach by **5.00 p.m. on 6th September 2018**. Ballot Forms received thereafter will strictly be treated as if not received. Unsigned, incomplete, or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.

In the event, a member casts his votes through both the processes i.e. remote E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.

General Instructions:-

- (1) The Company has appointed **M/s Swati Nerurkar & Co., Company Secretaries, (ACS No. 18110, CP No. 8193)**, having address as **A/803, Trishla Tower, Ram Mandir Road, Vazira Naka, Borivali (West), Mumbai-400092** as the Scrutinizer to the e-voting process, (including voting through Ballot Form received from the Members), to scrutinize the same in a fair and transparent manner.
- (2) The Scrutinizer shall, after the closure of remote E-voting period, unlock the votes in the presence of at least two (2) witnesses, not in the

employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairman of the Company.

- (3) In the event of a poll, please note that the members who have exercised their right to vote by electronic means/through ballot form as above shall not be eligible to vote by way of poll at the Meeting. The poll process shall be conducted and report thereon will be prepared in accordance with Section 109 of the Companies Act, 2013 read with the relevant Rules. In such an event, votes cast under Poll taken together with the votes cast through e-voting and using ballot form shall be counted for the purpose of passing of resolution(s).
- (4) The members who have not exercised their right to vote through remote E-voting, and have not submitted Ballot Forms (in lieu of E-voting) so as to reach the Scrutinizer before 5.00 p.m. on 6th September, 2018, will be given Ballot papers to cast their vote at the venue of the AGM.
- (5) The Scrutinizer shall submit his report to the Chairman, who shall declare the result of the voting. The results declared along with the Scrutiniser's Report shall be placed on the Company's website www.hhclbajaj.com and on the website of Bigshare - www.bigshareonline.com within two days of the passing of the resolutions at the 82nd Annual General Meeting of the Company and shall also be communicated to the BSE Ltd.

By the Order of the Board of Directors
For The Hindustan Housing Company Ltd.

Pradeep Dhruva
Company Secretary

Mumbai: 29th May, 2018

ANNEXURE TO THE NOTICE

BRIEF RESUME OF SMT. MINAL BAJAJ SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO REGULATION 36(3) OF THE SEBI (LODR) REGULATIONS, 2015

Item No. 2 of the Notice

Minal Bajaj (DIN 00222469)

As regards re-appointment of Minal Bajaj referred to in item no. 2 of the Notice, following necessary disclosures are made for the information of the members:

Information about the appointee

Minal Bajaj, 58, has completed her education in Kolkata. She was the President of the Ladies Wing of Indian Merchants' Chamber (IMC), during the Centenary Year of IMC in the Year 2007-2008. She is the Hon. Director of Jammalal Bajaj Foundation since the Year 2009.

Other Directorships:

Hind Musafir Agency Ltd.
Niraj Holdings Pvt. Ltd.
Baroda Industries Pvt. Ltd
11even Sports Pvt. Ltd.

Committee Positions: Nil

Shareholding in the Company: She holds 320 equity shares of Rs. 25/- each in the Company as on 31st March 2018.

Minal Bajaj is not disqualified from being re-appointed as a Director in terms of Section 164 of the Act and will be eligible for payment of sitting fee as payable to other non-executive directors of the Company.

She is not related to any of the Directors or Key Managerial Personnel of the Company.

None of the Directors or Key Managerial Personnel or their relatives, are concerned or interested in the said resolution.

The Board commends this ordinary resolution set out in Item No. 2 of the Notice for approval by shareholders.

Directors' Report

Your Directors present the Eighty-Second Annual Report and Audited Financial Statements of the Company for the Financial Year ended on 31st March, 2018.

1. Financial Results:

Particulars	FY 2017- 2018	FY 2016- 2017
Revenue from Operations & Other Income	4,25,95,825	4,37,33,420
Gross Profit before Finance Cost & Depreciation	1,65,46,306	1,60,40,850
Less : Finance Cost	2,34,005	3,03,181
Less : Depreciation	10,37,890	27,69,988
Profit/(Loss) before Tax	1,52,74,411	1,29,67,681
Less: Provision for Tax Expenses	33,25,446	32,07,857
Profit/(Loss) after Tax	1,19,48,965	97,59,824
Add : Other Comprehensive Income	1,46,45,718	3,81,23,737
Add: Balance in Profit & Loss Account	16,50,48,535	11,71,64,974
Balance available for Appropriation	19,16,43,218	16,50,48,535
Amount transferred to General Reserve	1,00,00,000	70,00,000
Earnings Per Share - Basic & Diluted	494	403

2. Dividend:

The Board of Directors of the Company do not recommend payment of any dividend on Equity Shares of the Company for the Financial Year ended on 31st March, 2018.

3. Transfer to Reserves:

The Company has transferred Rs. 100.00 Lakhs to the General Reserve during the year.

4. Operations of the Company:

The Company is engaged in the business of providing administrative and allied services to Bajaj Group Entities only.

There was no change in the nature of business of the Company during the year.

5. **Share Capital:**

The paid up Equity Share Capital of the Company was Rs. 6,08,645 /- as on 31st March 2018. There was no public issue, rights issue, bonus issue or preferential issue etc. during the year. The Company has not issued any shares with differential voting rights, sweat equity shares nor has it granted any stock options during the year.

6. **Extract of Annual Return:**

An extract of the Annual Return as provided under sub-section (3) of Section 92 of the Companies Act, 2013, in the prescribed Form MGT- 9 is annexed to this Report as Annexure A.

7. **Number of Meetings of the Board:**

During the year, 4 (Four) meetings of the Board of the Directors of the Company were convened and held.

8. **Director's Responsibility Statement:**

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company hereby state and confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made therefrom;
- (b) the 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 the Company for the financial year ended as at 31st March, 2018 and of the profit of the Company for the said period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis;

- (e) the directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

9. **Details in respect of frauds reported by Auditors under Section 143(12):**

During the year under review, there were no frauds reported by the Statutory Auditors to the Audit Committee or the Board of Directors under Section 143(12) of the Companies Act, 2013.

10. **Declaration of Independence:**

The Independent Directors of the Company have submitted their Declaration of Independence, as required under the provisions of Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in Section 149 (6).

11. **Remuneration Policy:**

The Board on the recommendation of the Nomination and Remuneration Committee had framed a Remuneration Policy which includes (a) criteria for determining the qualifications, positive attributes and independence of a director and (b) matters relating to the remuneration for directors, key managerial personnel and other employees. The detailed Remuneration Policy is placed on the Company's website www.hhclbajaj.com.

12. **Particulars of Loans, Guarantees and Investments:**

The Company has not given any loans/guarantees to any other entities during the financial year. Information regarding Investments covered under the provisions of Section 186 of the Companies Act, 2013 is mentioned in detail in the financial statements annexed to this Report.

13. **Related Party Transactions:**

There were no related party transactions entered into by the Company during the financial year which attracted the provisions of Section 188 of the Companies Act, 2013 as all related party transactions that were entered into by the Company during the year were on an arm's length basis and

were in the ordinary course of the Company's business. Hence there are no transactions which are required to be disclosed in Form AOC-2.

14. Material Changes and Commitments:

There have been no material changes and commitments, affecting the financial position of the Company, which have occurred between the end of the financial year of the Company and the date of this Report.

15. Conservation of Energy, Technology Absorption & Foreign Exchange Earnings & Outgo:

The Company being a Service Company and not having carried out any manufacturing activities during the year under review, the Directors have nothing to report on 'Conservation of Energy' 'Research & Development' and 'Technology Absorption' as required to be given under Rule 8 of the Companies (Accounts) Rules, 2014.

Further, there were no foreign exchange earnings and/or outgo during the year under review.

16. Deposits:

The Company has not invited, accepted or renewed any deposits within the meaning of the provisions of Sections 2(31) and 73 of the Companies Act 2013 read with the Companies (Acceptance of Deposit) Rules, 2014, during the year under review.

17. Significant and Material Orders passed by the Regulators or Courts:

There were no significant and material orders passed by the Regulators and Courts or Tribunals during the year under review which would impact the going concern status of the Company and its future operations.

18. Risk Management Policy:

The Board has laid down procedures for assessing the risk and procedure to be followed for risk minimization, including identification therein of elements of risk which may threaten the existence of the Company. These are periodically reviewed to ensure that Management identifies and controls risk through a properly defined framework.

19. Corporate Social Responsibility:

The Company has not crossed the threshold limits as specified in Section 135 of the Companies Act, 2013. Hence, the provisions of Section 135 of the Companies Act, 2013 relating to CSR initiatives which need to be undertaken by a Company are not applicable to this Company.

20. Performance Evaluation of the Board:

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual performance evaluation of its own performance, and that of its Committees and individual directors. The manner in which such formal annual evaluation was made by the Board is given below:

- Performance Evaluation Criteria for Board, Committees of the Board and Directors were approved by the Board at its meeting held on 27th March, 2015.
- Based on the said criteria, Annual Rating sheets were filled by each of the directors with regard to evaluation of performance of the Board, its Committees and Directors (except for the director being evaluated) for the year under review.
- A consolidated summary of the Ratings given by each of the directors was then prepared, based on which a Report of performance evaluation was prepared by the Chairman of the Nomination & Remuneration Committee in respect of the performance of the Board, its Committees and Directors during the year under review.
- The Report of performance evaluation so arrived at was then noted and discussed by the Nomination & Remuneration Committee and Board at their meetings held on 29th May, 2018.
- As per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the director. During the year under review, there was no occasion to review on the continuance of the term of appointment of any of the directors and hence the question of taking a decision on their re-appointment did not arise.

21. Adequacy of Internal Financial Controls:

Internal financial controls with reference to the financial statements were adequate and operating effectively.

22. Directors and Key Managerial Personnel:

Smt. Minal Bajaj, Director of the Company retires by rotation and being eligible offers herself for reappointment. The Board recommends her reappointment.

Shri Sanjivnayan Bajaj resigned as a Director of the Company with effect from 17th January, 2018.

23. Board of Directors:

As per the provisions of Sec 149 of the Companies Act, 2013 read with the Rules made thereunder, the Company is required to have at least one third of the total number of directors as independent directors and at least one woman director on its Board.

As on 31st March 2018, the Board of Directors of the Company consisted of three directors, of whom two were non-executive independent and one non-executive woman director as per details given in the Table below. The Board has no institutional nominee directors. The Company has a Non-executive Chairman.

	Name of the Director	Category
1	Shri Vinaya Mehrotra	Chairman, Non-Executive & Independent
2	Shri Vinod Nevatia	Non-Executive & Independent
3	Smt. Minal Bajaj	Non-Executive

24. Board Committees:

Audit Committee

Pursuant to the Section 177 of the Companies Act, 2013, an Audit Committee was constituted by the Board at its meeting held on 5th February, 2015 with the following members:

1. Shri Vinaya Mehrotra (Chairman)
2. Shri Vinod Nevatia (Member)
3. Smt. Minal Bajaj (Member)

Vigil Mechanism

Pursuant to the Section 177(9) of the Companies Act, 2013, a Vigil Mechanism had been established by the Board at its meeting held on 5th February, 2015. The policy is placed on the website of the Company www.hhclbajaj.com.

Nomination and Remuneration Committee

Pursuant to the Section 178 of the Companies Act, 2013, a Nomination and Remuneration Committee was constituted by the Board at its meeting held on 5th February, 2015 with the following members:

1. Shri Vinod Nevatia (Chairman)
2. Shri Vinaya Mehrotra (Member)
3. Smt. Minal Bajaj (Member)

25. Presentation of Financial Results:

The financial results of the Company for the financial year ended on 31st March, 2018 have been disclosed as per Schedule III to the Companies Act, 2013.

26. Indian Accounting Standards, 2015:

The financial statements upto the year ended 31st March, 2017 were prepared in accordance with the Accounting Standards notified under the Companies (Accounting Standard) Rules, 2006 (as amended) and other relevant provisions of the Act.

The annexed financial statements comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS.

Detailed information on the impact of the transition from previous GAAP to Ind As is provided in the annexed financial statements.

27. Statutory Disclosures:

Disclosure of Particulars as required to be given under Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are as follows:

- (a) The Company does not pay any remuneration to its Directors except payment of sitting fees for attending meetings of the Board of Directors and its Committees as a member thereof.

- (b) The Company does not pay any remuneration to its CFO as he has been taken on deputation from a Group Company.
- (c) The Company did not have any employee whose particulars are required to be given by it under Rule 5(2) & 5(3) of the aforesaid Rules.
- (d) Particulars of other employees of the Company as required to be given under Rule 5(1) of the aforesaid Rules shall be made available to any shareholder on a specific request made by him in writing.

A Cash Flow Statement of the Company for the Financial Year 2017-2018 is attached to the Balance Sheet.

The Company does not have any subsidiaries, associates or joint venture companies.

Pursuant to the provisions of Regulation 34 and Schedule V of the SEBI (LODR), 2015, a Report on Management Discussion and Analysis is annexed to this Report as Annexure B.

28. Corporate Governance:

As per Regulation 15 under Chapter IV of the SEBI (LODR) Regulations, 2015, provisions relating to Corporate Governance as specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Paras C, D and E of Schedule V do not apply to the Company as the paid up equity share capital of the Company did not exceed Rs. 10 crores and the Net Worth of the Company did not exceed Rs. 25 crores as on 31/03/2018.

29. Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace:

Pursuant to the legislation "Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace Act, 2013" introduced by the Government of India, which came into effect from 9th December, 2013, the Company has framed a Policy on Prevention of Sexual Harassment at Workplace. There was no case reported during the year under review under the said policy.

30. Transfer of Shares to Unclaimed Suspense Account:

In accordance with the provisions in Regn 39(4) of the SEBI (LODR) Regulations, 2015 read with Schedule VI thereto, the Company during the year 2016-2017, had sent three reminders to such shareholders, whose shares were lying "Undelivered/Unclaimed" with the Company,

After completing the necessary formalities, 717 Unclaimed Bonus Equity Shares allotted to 23 shareholders were transferred to the said "The Hindustan Housing Company Ltd. - Unclaimed Suspense Account" in May, 2018. Voting rights on such shares shall remain frozen till the rightful owner claims the shares.

31. Secretarial Standards of ICSI:

The Company is in compliance with the Secretarial Standards specified by the Institute of Company Secretaries of India (ICSI) and approved as such by the Central Government.

32. Auditors:

(a) Statutory Auditors:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules made thereunder, the current statutory auditors of the Company, M/s K.K. Mankeshwar & Co., Chartered Accountants (Firm Registration No. 106009W) were appointed by the shareholders at the 80th Annual General Meeting to hold office for a second term of 5 consecutive years until the conclusion of the 85th Annual General Meeting, subject to ratification by shareholders at each Annual General Meeting.

In view of the amendment to the said Section 139 through the Companies (Amendment) Act, 2017 notified on 7th May 2018, ratification of auditors' appointment is no longer required. However, under Section 142 of the Companies Act, 2013, a proposal is placed for approval of the members for authorizing the Board of Directors of the Company to fix Auditors' remuneration for the year 2018-19 and thereafter. The members are requested to approve the same.

The Statutory Audit Report does not contain any qualification, reservation or adverse remark or disclaimer made by the Statutory Auditor.

(b) Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder, the Company had appointed M/s Swati Nerurkar & Co., Company Secretaries, (ACS No. 18110 CP No. 8193), to undertake the Secretarial Audit of the Company for the Financial Year 2017-2018. The Secretarial Audit Report for the year under review does not contain any qualification, reservation or adverse remark or disclaimer made by the Secretarial Auditor.

The Secretarial Audit Report in Form MR-3 for the FY 2017-2018 is annexed to this Report as Annexure C.

For and on behalf of the Board of Directors
The Hindustan Housing Company Ltd.

Vinaya Mehrotra
Chairman
(DIN: 00038732)

Mumbai: 29th May, 2018

Annexure "A"

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2018

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

I. REGISTRATION AND OTHER DETAILS:

Corporate Identification Number (CIN)	L45200MH1934PLC002346
Registration Date	27 th February, 1934
Name of the Company	The Hindustan Housing Company Ltd.
Category / Sub-Category of the Company	Public Ltd. Company / Company Limited by Shares
Address of the Registered Office and Contact details	Bajaj Bhawan, 2 nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai – 400 021 E-mail Id: - prdhruva@bajajgroup.net.in Tel. No: - 022-22023626 Fax : 022-22025160 Website:- www.hhclbajaj.com
Whether listed company	Yes (BSE Ltd.)
Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Pvt. Ltd., 1 st Floor, Bharat Tin Works Building, Opp Vasant Oasis, Makwana Road, Marol Andheri (E), Mumbai- 400 059 Tel No. 022-40430200 Fax No. 022-28475207 Website:- www.bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company are as under:

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	General Administration Service	8211	51.72
2	Air conditioning Service	8211	16.19
3	Dining Room Service	8211	12.88

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES – NOT APPLICABLE

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

i) Category-wise Share Holding: -

Category of Shareholders	No. of Shares held at the beginning of the year As on 31st March 2017				No. of Shares held at the end of the year As on 31st March 2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	2224	0.00	2224	9.19	2224	0.00	2224	9.19	0.00
b) Central Govt	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) State Govt (s)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) Bodies Corp.	8716	0.00	8716	36.02	8916	0.00	8916	36.84	0.82
e) Banks / FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
f) Any Other....	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub-total (A) (1):-	10,940	0.00	10,940	45.21	11140	0.00	11140	46.03	0.82
(2) Foreign	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
a) NRIs-Individuals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Other-Individuals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) Bodies Corp.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) Banks / FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
e) Any Other....	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub-total (A) (2):-	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

Total shareholding of Promoter (A) = (A)(1)+(A)(2)	10,940	0.00	10,940	45.21	11140	0.00	11140	46.03	0.82
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Banks / FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) Central Govt.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) State Govt.(s)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
e) Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
f) Insurance Companies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
g) FIs	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
h) Foreign Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
i) Others (specify)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(i-i) Foreign Portfolio Investors	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub-total(B)(1):-	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0.00	7188	7188	29.70	16	7188	7204	29.77	0.07
ii) Overseas	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1488	4384	5872	24.26	1848	4008	5856	24.20	0.06
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
c) Others (specify)									
(c-i) Foreign Nationals	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(c-ii) Non-Resident Indians	0.00	200	200	0.83	0.00	0.00	0.00	0.00	0.83
(c-iii) Foreign Bodies-DR	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(c-iv) Trust	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
(c-v) Clearing Members	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Sub-total(B)(2):-	1488	11772	13260	54.79	1864	11196	13060	53.97	(0.82)

Total Public Shareholding (B) = (B)(1)+(B)(2)	1488	11772	13260	54.79	1864	11196	13060	53.97	(0.82)
C. Shares held by Custodian for GDRs & ADRs	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Grand Total (A+B+C)	12428	11772	24200	100.00	11140	13060	24200	100.00	0.00

ii) Shareholding of Promoters: -

Sr. No	Shareholder's Name	Shareholding at the beginning of the year As on 31st March 2017			Shareholding at the end of the year As on 31st March 2018			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledge/Encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/Encumbered to total shares	
1	Shri Rahul Kumar Bajaj	880	3.64	0.00	880	3.64	0.00	0.00
2	Shri Shekhar Bajaj	804	3.32	0.00	804	3.32	0.00	0.00
3	Shri Niraj Bajaj	220	0.91	0.00	220	0.91	0.00	0.00
4	Smt. Minal Bajaj	320	1.32	0.00	320	1.32	0.00	0.00
5	Bachhraj and Company Pvt. Ltd.	6,152	25.42	0.00	6,152	25.42	0.00	0.00
6	Jamnalal Sons Pvt. Ltd.	2,564	10.60	0.00	2,764	11.42	0.00	0.00
Total		10,940	45.21	0.00	11,140	46.03	0.00	0.00

iii) Change in Promoters' Shareholding: -

Sl. No.	Name of the Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Jamnalal Sons Pvt. Ltd.	2,564	10.60	2,764	11.42

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

Sr. No.	Name of shareholder	Shareholding at the beginning of the year		Shareholding at the end of the year/Cumulative	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Sikkim Janseva Pratisthan Pvt. Ltd.	6824	28.20	6824	28.20
2	Rajesh Kumar Jaipuria	604	2.50	964	3.98
3	Safia Yusuf Mirza	404	1.67	404	1.67
4	Manilal Mohanlal Javeri	400	1.65	400	1.65
5	Narendra Jeewanlal Shah	400	1.65	400	1.65
6	Ramo Rattan	240	0.99	240	0.99
7	Pushpa Rastogi	204	0.84	204	0.84
8	Parasram Securities Pvt. Ltd.	204	0.84	204	0.84
9	Rajesh Virendra Kumar Shah	200	0.83	200	0.83
10	Sundeep Vira	160	0.66	160	0.66

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	Name of the Directors and KMPs	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Shri Vinaya Mehrotra - Independent Director				
	At the beginning and end of the year- (No Change)	80	0.33	80	0.33
2.	Shri Vinod Nevatia – Independent Director				
	At the beginning and end of the year- (No Change)	400	1.65	400	1.65
3.	Smt. Minal Bajaj – Director				
	At the beginning and end of the year- (No Change)	320	1.32	320	1.32

Shareholding of Chief Financial Officer and Company Secretary (KMP) in the Company is Nil.

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning and end of the financial year (No Changes)	Not Applicable			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i + ii + iii)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
The Company does not have any Managing Director/ Whole time Director/ Manager			

B. Remuneration to other directors:

Sr. No	Particulars of Remuneration			Total Amount
1.	Independent Directors	Vinaya Mehrotra	Vinod Nevatia	
	i. Fee for attending Board Meetings.	40,000	40,000	80,000
	ii. Fee for attending Audit Committee Meetings	40,000	40,000	80,000
	iii. Fee for attending Nomination & Remuneration Committee Meetings	5,000	5,000	10,000
	iv. Fee for attending Independent Director's Committee Meeting	10,000	10,000	20,000
	Total (1)	95,000	95,000	1,90,000
2.	Non-Independent Non-Executive Directors	Sanjivnayan Bajaj	Minal Bajaj	
	i. Fee for attending Board Meetings.	10,000	30,000	40,000
	ii. Fee for attending	-	30,000	30,000

	Audit Committee Meetings			
	iii. Fee for attending Nomination & Remuneration Committee Meetings	-	5,000	5,000
	iv. Others, please specify	-	-	-
	Total (2)	10,000	65,000	75,000
	Total (B)=(1+2)			2,65,000
	Total Managerial Remuneration			NA
	Overall Ceiling as per the Act			NA

Notes: 1) No bonus, pension, performance linked incentive or commission is paid to any of the Directors of the Company.

2) The Company has not issued any stock options or sweat equity to any of the Directors of the Company.

3) Except for Sitting Fees, the Company does not pay any remuneration to the Directors of the Company.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		Chief Executive Officer (CEO)	Company Secretary (CS) (Rs.)	Chief Financial Officer (CFO)	Total
1.	Gross salary	--	17,32,200	--	--
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	--	17,32,200	--	--
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	2,45,300	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2.	Stock Option	--	--	--	--
3.	Sweat Equity	--	--	--	--

4.	Commission - as % of profit - others, specify...	-- --	-- --	-- --	-- --
5.	Others, please specify – Contribution to Provident Fund etc. Reimbursement of Motor Car Expenses	-- --	1,76,616 2,71,200	-- --	-- --
	Total	--	24,25,316	--	--

Note: The Company does not have a CEO and the CFO is on deputation from a Group Company.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority (RD / NCLT / COURT)	Appeal made, if any (give Details)
A. COMPANY					
Penalty			Nil		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			Nil		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			Nil		
Punishment					
Compounding					

**Management Discussion and Analysis
82nd Annual Report F.Y. 2017-2018**

Background

The Hindustan Housing Company Limited ("the Company") is a public listed Company incorporated in the Year 1934 and is a part of the Bajaj Group of Companies. The equity shares of the Company are listed on BSE Ltd. since the Year 1938 under Security Code No.: 509650.

The Company is a Service Company and it is presently not carrying on any manufacturing or trading activities. The principal business activities of the Company consists of rendering and providing various kinds of administrative and allied services and facilities to companies and entities of the Bajaj Group. Such services and facilities include Air-conditioning Systems, General Administrative and other allied Services.

The major sources of income of the Company are (a) Income received from rendering and providing various administrative and allied services and facilities as aforesaid and (b) Dividend Income.

Financial Performance

The Net Worth of the Company as on 31.03.2018 is Rs. 8.32 Crores (excluding Other Comprehensive Income). The Total Revenue and Net Profit (after tax) of the Company during the year under review was Rs. 4.26 Crores and Rs. 1.19 Crore respectively as compared to Rs. 4.37 Crores and Rs. 0.98 Crore respectively in the previous year.

Risks and Concerns

The current and future financial performance of the Company is linked to and is directly related to the services rendered as detailed above and dividend payouts by the listed companies of the Bajaj Group in which it holds its investments. The Company does not have any borrowings from any banks or financial institutions and neither has it accepted nor does it hold any public deposits.

Since all the customers of the Company are companies and entities of the Bajaj group, the Company presently does not have any risk exposure in respect of the services so rendered. However, at the same time, the Company is also totally dependent on all such companies / entities in the Bajaj Group for its business and any future change in their business plans to avail the aforesaid services and facilities from the Company might adversely affect the operations of the Company. However, considering the nature of services and facilities rendered and provided by the Company to the Bajaj Group Companies, the Company does not anticipates any adverse impact on its operations in the near future.

Internal Control Systems and their Adequacy

The Audit Committee of the Board of Directors of the Company periodically evaluates the adequacy of the internal controls and processes, and ensures strict adherence to its laid down processes and procedures as well as to the prescribed regulatory and legal framework to manage and minimize the risk. The Committee further reviews the internal audit reports and effectiveness of the internal financial controls.

Human Resources

The Company recognises its employees as a critical asset of the organisation and lays due emphasis on all round development of its employees.

Cautionary Statement

Statements made herein describing the Company's objectives and expectations may be 'forward looking' within the meaning of applicable laws and regulations. Actual results may differ from those expressed or implied. Important factors that could make a difference to the Company's operations include changes in government regulations, tax laws, economic developments and other incidental factors.

Annexure-C

FormNo.MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2018

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

To,
The Members,
The Hindustan Housing Company Ltd.,
2nd Floor, Bajaj Bhawan,
Jamnalal Bajaj Marg,
226, Nariman Point, Mumbai- 400-021.

I have conducted the secretarial audit of the Company in compliance with the applicable statutory provisions and the adherence to good corporate practices by The Hindustan Housing Company Ltd., (herein after 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 Hindustan Housing Company Ltd.'s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the Financial Year ended on 31st March, 2018 according to the provisions of the :

- (i) Companies Act, 2013 (the Act) and the Rules made thereunder;
- (ii) Securities Contract (Regulation) Act, 1956 and the Rules made thereunder ;
- (ii) Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

- (iii) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder if any applicable to the Company;
- (iv) The following Regulations and Guidelines prescribed by SEBI under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (v) The Maharashtra Shops and Establishments Act 1948 with Maharashtra Shops and Establishments (Regulation of Employment and Conditions of Service) Act, 2017;
 - (vi) The Employees Provident Funds and Miscellaneous Provisions Act, 1952 and the Rules made thereunder;
 - (vii) The Enemy Property Act, 1968 and the Ordinances issued by the Government of India.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Secretarial Standards, etc .mentioned above.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors took place during the period under review except Shri Sanjivnayan Bajaj who was one of the Directors of the Company, resigned with effect from 17th January, 2018. As per

explanation given by the management, the Company is looking for suitable personnel as Managing Director.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Swati Ramkrishna Nerurkar

Practising Company Secretaries

ACS No. 18110

CP No. 8193

Mumbai: 19th May, 2018

INDEPENDENT AUDITORS' REPORT

To the Members of The Hindustan Housing Company Limited

Report on the Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying Financial Statements of **M/s The Hindustan Housing Company Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS Financial Statements to give a true and fair view of the financial position, financial performance (including other comprehensive income), cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) 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 are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these Ind AS Financial Statements based on our audit.

We have taken into account the provisions of the Act and the Rules made there under including the Accounting and Auditing Standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We have conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS Financial Statements. The procedures selected depend on the

auditors' judgment, including the assessment of the risks of material misstatement of the Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Financial Statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its Profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

The Ind AS financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these Financial Statements, are based on the previously issued statutory Financial Statements for the years ended March 31, 2017 and March 31, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by us, on which we expressed an unmodified opinion dated May 29, 2017 and May 30, 2016 respectively. The adjustments to those Financial Statements for the differences in accounting principles adopted by the Company on transition have been audited by us.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-Section (11) of the Section 143 of the Act (hereinafter referred to as "the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in paragraph 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, Statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

- d. In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
- e. On the basis of written representations received from the Directors as on March 31, 2018, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2018, from being appointed as a Director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- g. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2018 on its financial position in its Ind AS Financial Statements.
 - ii. The Company has made provision as at March 31, 2018 as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. The Company has not entered into any Derivative Contracts during the financial year.
 - iii. There were no amount which were required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018.

GIRISH M. PATHAK

Partner

Membership No. 102016

For and on behalf of

K.K.MANKESHWAR & CO.,

Chartered Accountants

FRN- 106009W

Mumbai, 29th May, 2018

"ANNEXURE A" TO INDEPENDENT AUDITORS' REPORT

(The Annexure referred to in our report to the members of **The Hindustan Housing Company Limited** for the year ended March 31, 2018.)

- (i) In respect of its Fixed Assets:
 - (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) As per the explanation given to us, the Fixed Assets were physically verified by the Management in accordance with a regular programme covering all the assets over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, the management during the year has physically verified a portion of the fixed assets and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and nature of its assets.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties, as disclosed in Note 2 on fixed assets to the Financial Statements, are held in the name of the Company.
- (ii) The Company is a Service Company, primarily rendering various administrative and allied services. Accordingly, it does not hold any Inventory. Consequently, clause (ii) of paragraph 3 of the Order is not applicable to the Company.
- (iii) In our opinion, and according to information and explanations given to us, the Company has not granted any loans, secured or unsecured, to Companies, firms or other parties covered in the register maintained under Section 189 of the Act during the year. Consequently, clauses (iii) (a), (iii) (b) and (iii) c of paragraph 3 of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of Section 185 and 186 of the act are applicable and hence not commented upon.
- (v) The Company has not accepted deposits from the public, of the nature covered under the provisions of Sections 73 to 76 of the Act and the Rules framed there under to the extent notified.
- (vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company.
- (vii) In respect of Statutory Dues:
 - (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Service

Tax, Goods and Service Tax, Cess and other material statutory dues applicable to it with the appropriate authorities. There were no dues towards Investor Education and Protection Fund, Employees' State Insurance, Custom Duty, Wealth Tax, Sales Tax, VAT and Excise Duty during the year.

According to information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Service Tax, Goods and Service Tax, Entry Tax, Cess and other material statutory dues in arrears as on 31st March, 2018 for a period of more than six months from the date they become payable.

- (b) According to information and explanations given to us upon our enquiries in this regard and records of the Company, the Company has no dues that has not been deposited by the Company on account of any dispute.
- (viii) According to the records of the Company examined by us and information and explanations given to us, the Company has no dues to any financial institution or banks. The company has not issued any debentures.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, clause (ix) of paragraph 3 of the Order is not applicable.
- (x) During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the Management.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not paid any managerial remuneration during the year. Accordingly, clause (xi) of paragraph 3 of the Order is not applicable.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause (xii) of paragraph 3 of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act, where applicable. The details of related party transactions have been disclosed in the Ind AS Financial Statements as required by the applicable accounting standard.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with Directors or persons connected with him. Accordingly, clause (xv) of paragraph 3 of the Order is not applicable.

(xvi) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act 1934. Accordingly, the provisions of clause (xvi) of paragraph 3 of the Order are not applicable to the Company.

GIRISH M. PATHAK

Partner

Membership No. 102016

For and on behalf of

K.K.MANKESHWAR & CO.,

Chartered Accountants

FRN- 106009W

Mumbai, 29th May, 2018

"ANNEXURE B" TO INDEPENDENT AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **The Hindustan Housing Company Limited** ("the Company") as of March 31, 2018 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 (the "Guidance Note") 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 Companies Act, 2013 ("the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to

provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that;

- 1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- 2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and Directors of the Company; and
- 3) 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 evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, 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.

GIRISH M. PATHAK

Partner

Membership No. 102016

For and on behalf of

K.K.MANKESHWAR & CO.,

Chartered Accountants

FRN- 106009W

Mumbai, 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LIMITED
BALANCE SHEET AS AT 31st MARCH, 2018

Particulars	Note No.	As at	As at	As at
		31/03/2018	31/03/2017	31/03/2016
		Rs.	Rs.	Rs.
I. ASSETS				
1) Non-Current Assets				
(a) Property Plant and Equipment	2	8,080,198	8,820,151	11,618,102
(b) Financial Assets				
(i) Investments	3	138,990,734	124,521,496	86,163,131
(ii) Loans and Advances	4	6,194,985	5,032,745	7,500,578
(iii) Others	5	2,872,396	2,872,396	2,864,796
2) Current Assets				
(a) Financial Assets				
(i) Investments	6	50,057,531	35,008,575	25,911,996
(ii) Trade Receivables	7	3,415,154	3,415,470	1,935,207
(iii) Cash and Cash Equivalents	8	2,682,345	584,091	1,632,742
(iv) Bank Balance other than (iii) above		-	-	-
(v) Others	9	7,645,947	702,479	309,620
TOTAL		219,939,290	180,957,403	137,936,172
II. EQUITY AND LIABILITIES				
1) Equity				
a) Equity Share Capital	10	608,645	608,645	608,645
b) Other Equity	11	191,643,218	165,048,535	117,164,974
2) Liabilities				
Non-Current Liabilities				
(a) Financial Liabilities	12	8,722,349	2,568,083	3,744,078
(b) Provisions	13	7,625,100	6,291,912	8,352,914
(c) Deferred Tax Liabilities (Net)	14	(620,900)	(1,007,549)	(528,776)
(d) Other Non-Current Liabilities	15	4,358,383	1,095,051	1,642,577
3) Current Liabilities				
(a) Financial Liabilities				
(i) Trade Payables	16	2,258,472	2,104,672	1,232,306
(ii) Other Financial Liabilities	17	1,665,744	1,175,995	1,106,819
(b) Provisions	18	2,005,578	2,510,953	1,939,383
(c) Other Current Liabilities	19	1,672,701	561,106	2,673,252
TOTAL		219,939,290	180,957,403	137,936,172

Notes: The accompanying notes form an integral part of the Financial Statements.

As per our report of even date

Girish M. Pathak
Partner
Membership No.102016
For & on Behalf of
K K MANKESHWAR & CO.
Chartered Accountants
Firm Registration No.106009W

Vinaya Mehrotra
Chairman

Minal Bajaj
Director

Vinod Nevatia
Director

Pradeep Dhruva
Company Secretary

Vijay Bohra
Chief Financial Officer

Mumbai: 29th May, 2018

Mumbai: 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2018

Particulars		Note No.	Year ended	Year ended
			31st March 2018	31st March 2017
			Rs.	Rs.
I.	Revenue from Operations	20	36,893,135	38,391,533
II.	Other Income	21	5,702,690	5,341,887
III.	Total Income (I + II)		42,595,825	43,733,420
IV.	EXPENSES			
	Employee Benefits Expenses	22	14,049,436	14,867,648
	Finance Costs	23	234,005	303,181
	Depreciation and Amortisation Expenses	2	1,037,890	2,769,988
	Other Expenses	24	12,000,083	12,824,922
	Total Expenses		27,321,414	30,765,739
V	Profit/(Loss) before exceptional items and tax (III - IV)		15,274,411	12,967,681
VI	Exceptional Items		-	-
VII	Profit/(Loss) before tax (V - VI)		15,274,411	12,967,681
VIII	Tax Expenses	25		
	(1) Current Tax		(3,000,000)	(3,330,000)
	(2) Deferred Tax Credit/(Charge)		(325,446)	378,841
	(3) Tax in respect of earlier years (Net)		-	(256,698)
IX	Profit/(Loss) for the year from continuing operations (VII - VIII)		11,948,965	9,759,824
X	Profit/(Loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(Loss) for the period (IX +X - XI)		11,948,965	9,759,824
XIII	Other Comprehensive Income			
	(i) Items that will not be reclassified to profit or loss			
	Reimbursement of defined benefit plan	25	237,683	(334,561)
	Tax relating to above items		(61,203)	99,933
			176,480	(234,628)
	Net Gain on fair valuation of equity investments	26	14,469,238	38,358,365
			14,469,238	38,358,365
	Total Other Comprehensive Income Net of Tax		14,645,718	38,123,737
XIV	Total Comprehensive Income for the period (XII + XIII)		26,594,683	47,883,561
XV	Earnings Per Share	27		
	(1) Basic		494	403
	(2) Diluted		494	403
XVI	Significant Accounting Policies	1		

Notes: The accompanying notes form an integral part of the Financial Statements
As per our report of even date

Girish M. Pathak
Partner
Membership No.102016
For & on Behalf of
K K MANKESHWAR & CO.
Chartered Accountants
Firm Registration No.106009W

Vinaya Mehrotra
Chairman

Minal Bajaj
Director

Vinod Nevatia
Director

Pradeep Dhruva
Company Secretary

Vijay Bohra
Chief Financial Officer

Mumbai: 29th May, 2018

Mumbai: 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LIMITED
Statement of Changes in Equity for the year ended 31st March, 2018

A. Equity Share Capital	(Amount in Rs.)
As at 1st April, 2016	608,645
Change in equity share capital	-
As at 31st March, 2017	608,645
Change in equity share capital	-
As at 31st March, 2018	608,645

Refer Note No. 10

Particulars	Reserves and Surplus		Total
	General Reserve	Reserve and Surplus	
	Rs.	Rs.	
Balance as at 01-04-2015	31,150,000	16,056,951	47,206,951
Add: Profit for the year	-	13,714,845	13,714,845
Add: Other comprehensive income for the year	-	56,243,178	56,243,178
Less: Transferred to General Reserve	-	(20,000,000)	(20,000,000)
Add : Transfer from Reserve and Surplus	20,000,000	-	20,000,000
Balance as at 31-03-2016	51,150,000	66,014,974	117,164,974
Balance as at 01-04-2016	51,150,000	66,014,974	117,164,974
Add: Profit for the year	-	9,759,824	9,759,824
Add: Other comprehensive income for the year	-	38,123,737	38,123,737
Less: Transferred to General Reserve	-	(7,000,000)	(7,000,000)
Add : Transfer from Reserve and Surplus	7,000,000	-	7,000,000
Balance as at 31-03-2017	58,150,000	106,898,535	165,048,535
Balance as at 01-04-2017	58,150,000	106,898,535	165,048,535
Add: Profit for the year	-	11,948,965	11,948,965
Add: Other Comprehensive Income for the year	-	14,645,718	14,645,718
Less: Transferred to General Reserve	-	(10,000,000)	(10,000,000)
Add : Transfer from Reserve and Surplus	10,000,000	-	10,000,000
Balance as at 31-03-2018	68,150,000	123,493,218	191,643,218

Notes: The accompanying notes form an integral part of the Financial Statements
As per our report of even date

Girish M. Pathak
Partner
Membership No.102016
For & on Behalf of
K K MANKESHWAR & CO.
Chartered Accountants
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Director

Pradeep Dhruva
Company Secretary

Vijay Bohra
Chief Financial Officer

Mumbai: 29th May, 2018

Mumbai: 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2018

Particulars	Year Ended 31st March, 2018		Year Ended 31st March, 2017	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow arising from Operating Activities				
Net Profit before Tax	15,274,411		12,967,681	
Add back :				
a) Depreciation Charge	1,037,890		2,769,988	
b) Defined Benefit Plan of Gratuity	237,683		(334,561)	
c) Loss on Assets Sold / Discarded	-		27,963	
d) Securities Transaction Tax	-		106	
e) Unwinding of Interest	234,005		303,181	
		16,783,989		15,734,358
		16,783,989		15,734,358
Deduct :				
a) Dividend Income	1,658,208		247,474	
b) Interest Income	47,900		59,600	
c) Sundry Balance Written Back	-		68,757	
d) Profit on Sale of Mutual Fund Investment	1,189,995		839,591	
e) Profit on swith over from Regular Plan to Direct Plan of Mutual Fund Investment	-		1,358,005	
f) Gain on Fair valuation of Security Deposits	547,526		547,526	
g) Net gain on fair valuation of investments through profit and loss	2,258,961		2,220,934	
		(5,702,590)		(5,341,887)
Operating Cash Profit before Working capital changes		11,081,399		10,392,471
Add / (Deduct) :				
a) Increase / (Decrease) in Trade Payables and Provisions	12,254,035		(4,127,309)	
b) (Increase) / Decrease in Trade and Other Receivables and provisions	(7,935,755)		473,327	
		4,318,280		(3,653,982)
Cash Outflow From Operations		15,399,679		6,738,489
Deduct : Direct Taxes paid		3,109,596		3,416,058
Net Cash outflow from Operating Activities		12,290,083		3,322,431
B. Cash Flow arising from Investing Activities :				
Outflow :				
a) Acquisition of Fixed Assets & Capital WIP	297,937		-	
b) Acquisition of Current Investments	24,589,995		17,563,988	
		(24,887,932)		(17,563,988)
Inflow :				
a) Interest received	47,900		59,600	
b) Dividend received	1,658,208		247,474	
c) Sale of Current Investment	12,989,995		12,885,832	
		14,696,103		13,192,906
Net Cash Outflow from Investing Activities		(10,191,829)		(4,371,082)
C. Cash Flow arising from Financing Activities :				
Outflow :				
Net Cash Outflow from Financing Activities		-		-
Net Increase/(Decrease) in Cash / Cash Equivalents (A+B+C)		2,098,254		(1,048,651)
Add - Balance at the beginning of the year		584,091		1,632,742
Cash / Cash Equivalents at the close of the year		2,682,345		584,091

The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of Cash Flows.

This is the Cash Flow Statement referred to in our report of even date

Girish M. Pathak
Partner
Membership No.102016
For & on Behalf of
K K MANKESHWAR & CO.
Chartered Accountants
Firm Registration No.106009W

Vinaya Mehrotra
Chairman

Minal Bajaj
Director

Vinod Nevatia
Director

Pradeep Dhruva
Company Secretary

Vijay Bohra
Chief Financial Officer

Mumbai: 29th May, 2018

Mumbai: 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note 1: STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES

I. Background

The Hindustan Housing Company Limited ('HHCL' or 'the Company') incorporated in India is engaged in the business of rendering administrative and allied services. The equity shares of the Company are listed on BSE Ltd (Bombay Stock Exchange).

II. Significant Accounting Policies followed by the Company

(a) Basis of preparation

(i) Compliance with Ind AS

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These financial statements for the year ended 31st March, 2018 are the first financials with comparatives, prepared under Ind AS. For all previous periods including the year ended 31st March, 2017, the Company had prepared its financial statements in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (hereinafter referred to as 'Previous GAAP') used for its statutory reporting requirement in India. The accounting policies are applied consistently to all the periods presented in the financial statements, including the preparation of the opening Ind AS Balance Sheet as at 1st April, 2016 being the date of transition to Ind AS.

(ii) Historical cost convention

The financial statements have been prepared on a historical cost basis, except for the following:

- 1) certain financial assets and liabilities that are measured at fair value;
- 2) defined benefit plans - plan assets measured at fair value;

(iii) Current/ Non-Current classification

All assets and liabilities have been classified as Current or Non-Current as per the Company's normal operating cycle (twelve months) and other criteria set out in the Schedule III to the Act.

(b) Use of estimates and judgments

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Differences between the actual results and estimates are recognised in the period in which the results are known/materialised. The said estimates are based on the facts and events, that existed as at the reporting date, or that occurred after that date but provide additional evidence about conditions existing as at the reporting date.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

(c) Property, plant and equipment

The Company has applied for the one time transition exemption of considering the carrying cost on the transition date i.e. April 1, 2016 as the deemed cost under IND AS. All items of property, plant and equipment are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation methods, estimated useful lives and residual value

Depreciation is provided on Straight Line Method, in accordance with Schedule II to the Act. The useful lives of the assets for computing depreciation are as per Schedule II of the Act. Depreciation on additions to assets or on sale/disposal of assets is calculated pro-rata from the day of such addition or upto the day of such sale/disposal as the case may be.

Useful life estimated by the Company for various asset class are as follows:

Asset Class	Useful Life
Building	60 years
Elevators	15 years
Air Conditioner Plant	5 years
Electrical Equipments	10 years
Furniture, Fixtures and Equipments	10 years
Office Equipments	5 years
Security Equipments	5 years
Computers	3 years
Computer Software	6 years

The residual values are not more than 5% of the original cost of the asset. The assets residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(d) Intangible assets

Computer software

Computer software are stated at cost, less accumulated amortisation and impairments, if any. The Company amortizes computer software using the straight-line method over the period of 6 years.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

(e) Cash Flow and Cash & Cash Equivalents

Cash flows are reported using the Indirect Method, whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Cash and Cash Equivalents comprise cash and cash on deposit with banks. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents and which are subject to an insignificant risk of changes in value

(f) Investments and other financial assets

(i) Classification

The Company classifies its financial assets in the following measurement categories:

- (1) those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- (2) those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

(ii) Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Profit and Loss are expensed in the Statement of Profit and Loss.

Debt instruments:

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into following categories:

(1) Amortised cost:

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in other income using the effective interest rate method.

(2) Fair value through profit and loss:

Assets that do not meet the criteria for amortised cost are measured at fair value through Profit and Loss. Interest income from these financial assets is included in other income.

Equity instruments:

The Company measures its current equity investment at fair value through profit and loss and non-current equity investment at fair value through other comprehensive income.

(iii) Impairment of financial assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

(iv) Income recognition

Income from rendering of services

Income from rendering of services and related expenses are recognised on accrual basis in the year in which the services are rendered.

Dividends

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established.

(g) Impairment of non-financial assets

Goodwill and intangible assets (if and when available) that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or group of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(h) Provisions and contingent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made.

(i) Revenue recognition

Income from rendering of services and related expenses are recognised on accrual basis in the year in which the services are rendered. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company.

(j) Employee benefits

(i) Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Other long-term employee benefit obligations

The liabilities for earned leave that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by the employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the Government Securities (G-Sec) at the end of the reporting period that have terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

(iii) Post-employment obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity; and
- (b) Defined contribution plans such as provident fund.

Gratuity obligations

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by Actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Gratuity liability for the employees covered under the Payment of Gratuity Act 1972, is contributed to the Life Insurance Corporation of India, through "Bachhraj Employees Group Gratuity Scheme". Fair value of the Plan Assets, is reduced from the gross obligation under the Defined Benefit Plans, to recognize the obligation on a net basis.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the Statement of Profit and Loss. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Defined Contribution Plan

Monthly contributions are made to "Bachhraj & Co. Ltd. Provident Fund Institution", (Trust) constituted for the benefit of the employees. The minimum interest rate payable by the Trust to the beneficiaries is notified by the Central Government. The Company has an obligation to make good the shortfall, if any, between the return on investments of the Trust and the notified interest rate.

(k) Borrowing Costs

Interest and other borrowing costs attributable to qualifying assets are capitalized. Other interest and borrowing costs are charged to revenue.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

(l) Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(m) Earnings Per Share

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

(n) Critical estimates and judgments

The preparation of financial statements requires the use of accounting estimates which by definition will seldom equal the actual results. Management also need to exercise judgment in applying the Company's accounting policies. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgment are:

Estimation of Tax expenses and Payable - refer Note No. 25.

Estimation of Defined Benefit Obligation - refer Note No. 28.

Estimation of Fair value of interest free deposits received. - refer Note No. 29.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 2: Property Plant and Equipment

Particulars	a) Tangible Assets							b) Intangible Assets		Total
	Building*	Elevators	Air Conditioner Plant	Electrical Equipments	Furniture, Fixtures and Equipments	Office Equipments	Security Equipment	Computers	Computer Software	
Gross Carrying Amount										
As at 01.04.2016	7,107,861	1,063,686	511,621	899,964	8,536,598	1,298,656	10,056,431	967,180	66,180	30,508,177
Addition	-	-	-	-	-	-	-	-	-	-
Disposal	-	-	24,062	32,557	280,717	109,678	-	228,858	-	675,872
As at 31.03.2017	7,107,861	1,063,686	487,559	867,407	8,255,881	1,188,978	10,056,431	738,322	66,180	29,832,305
Addition	-	-	-	-	24,780	-	-	52,542	220,615	297,937
Disposal	-	-	-	-	-	-	-	-	-	-
As at 31.03.2018	7,107,861	1,063,686	487,559	867,407	8,280,661	1,188,978	10,056,431	790,864	286,795	30,130,242
Accumulated Depreciation										
As at 01.04.2016	1,363,869	1,010,502	470,745	856,539	5,215,984	1,212,316	7,921,840	772,100	66,180	18,390,075
For the Year	112,533	-	15,295	-	866,868	21,786	1,631,769	121,737	-	2,769,988
(Disposal) / Adjustment	-	-	22,859	30,929	271,960	104,572	-	217,589	-	647,909
As at 31.03.2017	1,476,402	1,010,502	463,181	825,610	5,810,892	1,129,530	9,553,609	676,248	66,180	21,012,154
For the Year	112,533	-	-	-	867,871	-	-	10,250	47,236	1,037,890
(Disposal) / Adjustment	-	-	-	-	-	-	-	-	-	-
As at 31.03.2018	1,588,935	1,010,502	463,181	825,610	6,678,763	1,129,530	9,553,609	686,498	113,416	22,050,044
Net Carrying Amount										
As at 01.04.2016	5,743,992	53,184	40,876	43,425	3,320,614	86,340	2,134,591	195,080	-	11,618,102
As at 01.04.2017	5,631,459	53,184	24,378	41,797	2,444,989	59,448	502,822	62,074	-	8,820,151
As at 31.03.2018	5,518,926	53,184	24,378	41,797	1,601,898	59,448	502,822	104,366	173,379	8,080,198

* Includes Rs.500/- (P.Y Rs. 500/-) being the cost of 10 shares in a Co-operative Society for Office Premises on ownership basis.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 3: Non-Current Investments

(Amount in Rs.)

Particulars	As at 31-03-2018		As at 31-03-2017		As at 31-03-2016	
	Nos. of Shares	Amount (Rs.)	Nos. of Shares	Amount (Rs.)	Nos. of Shares	Amount (Rs.)
a) Investments in Equity Shares (Quoted)						
Other Investments						
1. Bajaj Holdings & Investment Limited (Equity Shares of Rs.10/- each fully paid up)	15,391	40,385,214	15,391	33,423,096	15,391	22,486,251
2. Bajaj Finserv Limited (Equity Shares of Rs.5/- each fully paid up)	8,000	41,428,400	8,000	32,702,400	8,000	13,630,000
3. Bajaj Auto Limited (Equity Shares of Rs.10/- each fully paid up)	20,800	57,177,120	20,800	58,396,000	20,800	50,046,880
Total		138,990,734		124,521,496		86,163,131

Note:

(a) For information on market price risk, refer Note No. 31.

(b) The accounting policy for valuation of the above equity investment has been changed from Book Value to Fair Value, accounted through Other Comprehensive Income (Note 26 of the statement of Profit or Loss) in compliance with Ind AS 109: Financial Instruments. The quantitative effect for this change in the present financial statement as compared to the previous Audited Financial Statement is as follows:

(Amount in Rs.)

Particulars	As on 31/03/2018	As on 31/03/2017	As on 31/03/2016
	Rs.	Rs.	Rs.
Aggregate amount of quoted investment at fair value (As per IND-AS)	138,990,734	124,521,496	86,163,131
Aggregate amount of quoted investment at cost (As per Previous GAAP)	29,535,592	29,535,592	29,535,592
Increase in Value due to change in Valuation Policy	109,455,142	94,985,904	56,627,539

Note 4: Long Term Loans and Advances

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Unsecured, Considered good			
a) Advances Recoverable in Cash or in Kind or for Value to be received	5,540,351	4,666,203	7,043,860
b) Advance Tax (Net of Provision for Tax)	654,634	366,542	456,718
Total	6,194,985	5,032,745	7,500,578

Note 5: Other Long Non-Current Financial Assets

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Deposits with Government authorities and others	2,872,396	2,872,396	2,864,796
Total	2,872,396	2,872,396	2,864,796

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 6: Current Investments

(Amount in Rs.)

Particulars	As at 31-03-2018		As at 31-03-2017		As at 31-03-2016	
	No. of Units	Amount	No. of Units	Amount	No. of Units	Amount
a) Investments in Mutual Funds (Unquoted)						
1. HDFC CMF-Saving Plan-Direct Plan- Daily Dividend Reinvest	-	-	-		1,712.85	1,821,852
2. HDFC Floating Rate Income Fund- Short Term Plan-Growth	1,199,566.70	36,445,595	808,011.53	22,914,803	567,647.27	14,815,707
3. Reliance Diversified Power Sector Fund -Growth Plan	-	-	-	-	44,369.90	3,009,295
4. Principal Large Cap Fund - Growth Plan	-	-	-	-	144,691.49	6,265,142
5. Reliance Diversified Power Sector Fund -Direct Growth Plan- Growth Option	43,516.09	5,074,346	43,516.09	4,367,671	-	-
6. Principal Large Cap Fund - Direct Plan Growth	141,374	8,537,590	141,374	7,726,101	-	-
Total		50,057,531		35,008,575		25,911,996

Investment carried at fair value through statement of profit or loss.

Note: For information on market price risk, refer Note No. 31.

Note 7: Trade Receivables

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
a) Trade receivables- Unsecured, considered good	3,415,154	3,415,470	1,935,207
Total	3,415,154	3,415,470	1,935,207
Current portion	3,415,154	3,415,470	1,935,207
Non-Current portion	-	-	-

Note: For information on credit risk of trade receivable, refer Note No. 31.

Note 8: Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
a) Balances with Bank			
Current Account	2,643,156	584,014	960,795
Cheques on Hand	32,075	-	669,946
b) Cash on Hand	7,114	77	2,001
Total	2,682,345	584,091	1,632,742

Note 9: Others

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Unsecured, considered good			
a) Loans and Advances to Employees	105,000	115,000	240,000
b) Advances Recoverable in Cash or in Kind or for value to be received	6,206,903	469,024	69,620
c) Advance Tax (Net of Provision for Tax)	-	118,455	-
d) Capital Advances*	1,334,044	-	-
Total	7,645,947	702,479	309,620

* Towards the renovation of Office Premises.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 10: Equity Share Capital

(Amount in Rs.)

Particulars	As at 31-03-2018		As at 31-03-2017		As at 31-03-2016	
	Number of	Rs.	Number of	Rs.	Number of	Rs.
a) Authorised Equity Shares of Rs. 25/- each	40,000	1,000,000	40,000	1,000,000	40,000	1,000,000
b) Issued Equity Shares of Rs. 25/- each	24,531	613,275	24,531	613,275	24,531	613,275
c) Subscribed and Paid up						
i) Equity Shares of Rs. 25/- each fully paid up	24,200	605,000	24,200	605,000	24,200	605,000
ii) Forfeited Shares (Amounts originally paid up)	331	3,645	331	3,645	331	3,645
Total	24,531	608,645	24,531	608,645	24,531	608,645

Reconciliation of Number of Shares and Amount Outstanding :

(Amount in Rs.)

Particulars	As at 31-03-2018		As at 31-03-2017		As at 31-03-2016	
	Number of	Rs.	Number of	Rs.	Number of	Rs.
Equity Shares at the beginning of the year	24,531	608,645	24,531	608,645	24,531	608,645
Add: Shares issued during the year	-	-	-	-	-	-
Less: Shares bought back during the year	-	-	-	-	-	-
Equity Shares at the end of the year	24,531	608,645	24,531	608,645	24,531	608,645

The Company has only one class of shares referred to as equity shares having a par value of Rs. 25/-. Each holder of equity shares is entitled to one vote per share. 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 the preferential amount, in the proportion of the number of equity shares held by each share holders.

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company :

(Amount in Rs.)

Name of the Shareholder	As at 31-03-2018		As at 31-03-2017		As at 31-03-2016	
	Number of Shares	% of total Holding	Number of Shares	% of total Holding	Number of Shares	% of total Holding
i) Sikkim Janseva Pratisthan Pvt. Ltd.	6,824	28.20%	6,824	28.20%	6,824	28.20%
ii) Bachhraj & Company Pvt. Ltd.	6,152	25.42%	6,152	25.42%	6,152	25.42%
iii) Jamnalal Sons Pvt. Ltd.	2,764	11.42%	2,564	10.60%	2,564	10.60%
Total	15,740	65.04%	15,540	64.21%	15,540	64.21%

Note 11: Other Equity

(Amount in Rs.)

Particulars	Reserves and Surplus		Total
	General Reserve	Reserve and Surplus	
	Rs.	Rs.	
Balance as at 01-04-2015	31,150,000	16,056,951	47,206,951
Add: Profit for the year	-	13,714,845	13,714,845
Add: Other Comprehensive Income for the year	-	56,243,178	56,243,178
Less: Transferred to General Reserve	-	(20,000,000)	(20,000,000)
Add : Transfer from Reserve and Surplus	20,000,000	-	20,000,000
Balance as at 31-03-2016	51,150,000	66,014,974	117,164,974
Balance as at 01-04-2016	51,150,000	66,014,974	117,164,974
Add: Profit for the year	-	9,759,824	9,759,824
Add: Other Comprehensive Income for the year	-	38,123,737	38,123,737
Less: Transferred to General Reserve	-	(7,000,000)	(7,000,000)
Add : Transfer from Reserve and Surplus	7,000,000	-	7,000,000
Balance as at 31-03-2017	58,150,000	106,898,535	165,048,535
Balance as at 01-04-2017	58,150,000	106,898,535	165,048,535
Add: Profit for the year	-	11,948,965	11,948,965
Add: Other Comprehensive Income for the year	-	14,645,718	14,645,718
Less: Transferred to General Reserve	-	(10,000,000)	(10,000,000)
Add : Transfer from Reserve and Surplus	10,000,000	-	10,000,000
Balance as at 31-03-2018	68,150,000	123,493,218	191,643,218

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 11 continued...)

Notes:

(a) General Reserve reflects the amount transferred from statement of Profit and Loss in accordance with the provision of the Companies Act 2013.

(b) Due to the retrospective change in the method of valuation from Book Value basis to Fair Value basis in compliance with Ind-AS 109: Financial Instruments, the value of investments has increased and this notional profit on the increase in value is recorded in the statement of Profit/Loss under the head "Other Comprehensive Income". Because of this, the balance of Reserves and Surplus has increased retrospectively as follows:

(Amount in Rs.)

Particulars	As at 31-03-2017	As at 31-03-2016
Reserves and Surplus as per this report	106,898,535	66,014,974
Reserves and surplus as per previous years audited reports	9,031,645	1,676,754
Increase in reserves due to valuation of equity investments at fair value	97,866,890	64,338,220

Note 12: Financial Liabilities

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Security Deposits	8,722,349	2,568,083	3,744,078
Total	8,722,349	2,568,083	3,744,078

Note 13: Provisions

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Provision for employee benefits			
Leave Encashment	2,024,708	1,625,709	1,507,973
Gratuity	5,540,351	4,666,203	6,833,040
Provision for Taxation (Net of Advance Tax)	60,041	-	11,901
Total	7,625,100	6,291,912	8,352,914

Note 14: Deferred Tax Liability/(Assets) [Net]

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Deferred Tax Liability/(Assets) on account of Depreciation	(478,521)	(718,805)	(371,389)
(Add)/Less: Deferred Tax Asset on account of Employee Benefits	(142,379)	(288,744)	(157,387)
Total	(620,900)	(1,007,549)	(528,776)

Note 15: Other Non-Current Liabilities

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Others*	4,358,383	1,095,051	1,642,577
Total	4,358,383	1,095,051	1,642,577

* Refer note No. 29.

Note 16: Trade Payables

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Trade Payables	2,258,472	2,104,672	1,232,306
Total	2,258,472	2,104,672	1,232,306

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 17: Other Financial Liabilities

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Security Deposits	1,665,744	1,175,995	1,106,819
Total	1,665,744	1,175,995	1,106,819

Note 18: Short Term Provisions

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Provision for employee benefits:			
Leave Encashment	363,110	734,461	489,332
Gratuity	1,642,468	1,776,492	1,450,051
Total	2,005,578	2,510,953	1,939,383

Note 19: Other Current Liabilities

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
	Rs.	Rs.	Rs.
Other Liabilities #	828,043	13,580	2,125,726
Others*	844,658	547,526	547,526
Total	1,672,701	561,106	2,673,252

* Refer note No. 29

Includes statutory dues, liability for expenses and payable to employees.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 20: Revenue from Operations

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Sale of Services:		
Air-Conditioning Service Charges	5,972,984	6,281,208
General Administration Service Charges	19,080,128	20,372,229
Dining Room Service Charges	4,751,612	4,607,751
Other Allied Services	7,088,411	7,130,345
Total	36,893,135	38,391,533

Note 21: Other Income

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Interest Income	47,900	59,600
Dividend	1,658,208	247,474
Profit on Sale of Mutual Funds Units	1,189,995	839,591
Profit on Switch over from Regular Plan to Direct Plan of Mutual Fund Investment	-	1,358,005
Net gain on fair valuation of mutual fund investments through Profit and Loss*	2,258,961	2,220,934
Gain on Fair valuation of Security Deposits	547,526	547,526
Miscellaneous Income	100	-
Sundry Balance Written Back	-	68,757
Total	5,702,690	5,341,887

* Net gain on fair valuation of investments through statement of Profit and Loss

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Value as per Fair Value basis of valuation (Current Report)	50,057,531	35,008,575
Less: Additional Investment during the year	23,400,000	18,057,906
Less: Value as at the beginning of the Period.	24,398,570	14,729,735
Increase in value due to change in Valuation Policy	2,258,961	2,220,934

Note 22: Employee Benefits Expense

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Salaries, Allowances, Bonus, etc.	10,492,861	11,966,431
Contribution to Provident Fund	861,361	904,613
Contribution to Gratuity (Defined Benefit Plan)	525,279	269,244
Contribution to National Pension System	261,400	209,300
Staff Welfare Expenses	1,908,535	1,518,060
Total	14,049,436	14,867,648

Note: Refer Note No. 28 for information on Post retirement benefit plans.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 23: Finance Costs

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Unwinding Interest (On account of fair valuation of of deposits)	234,005	303,181
Total	234,005	303,181

Note: Refer Note No. 29 for information on fair valuation of deposits.

Note 24: Other Expenses

(Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Power & Fuel	3,480,605	4,374,600
Rates and Taxes	1,007,825	1,019,794
Auditor's Remuneration (Refer Note 24.1)	287,500	126,000
Director's Sitting Fees	265,000	255,000
Maintenance and Service Contract Charges	717,116	784,669
Compensation paid for use of Premises	300,000	300,000
Legal and Professional Charges	295,146	386,315
Housekeeping Charges	1,620,691	1,610,192
General Administration Service Expenses	1,721,780	1,453,538
Miscellaneous Expenditure	2,304,420	2,514,814
Total	12,000,083	12,824,922

24.1 Auditor's Remuneration

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Fees as Auditors	205,000
Fees as Tax Auditors	52,500	35,000
Fees for other work	30,000	21,000
Total	287,500	126,000

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 25 : Estimation of current tax expenses and Payable

Note :- - TAX EXPENSES

(Amount in Rs.)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Current Tax		
Current Tax on taxable income for the year	3,000,000	3,330,000
Total current tax expense	3,000,000	3,330,000
Deferred Tax		
Opening Deferred tax Asset/ (Liability)	(1,007,549)	(528,776)
Closing Deferred Tax Asset/ (Liability)	(620,900)	(1,007,549)
Deferred tax charge/(credit)	386,649	(478,773)
MAT Credit (taken)/utilised	-	-
Total tax expense/(benefit)	3,386,649	2,851,227
Tax in respect of earlier years	-	256,698
Total tax expense	3,386,649	3,107,925

A) Reconciliation of the income tax expenses to the amount computed by applying the statutory income tax rate to the profit before income taxes is summarized below:

(Amount in Rs.)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Effective income tax rate in India applicable to the Company	27.55%	31.96%
Profit before tax	15,274,411	12,967,681
Current Tax expenses on Profit before tax expenses at the enacted income tax rate in India	4,208,100	4,144,588
Tax effect of the amounts which are not deductible/(taxable) in calculating taxable income		
Permanent Disallowances		
Allowable Expense under the Income Tax Act	(568,103)	(621,132)
Expense Disallowed	502,738	1,206,653
Tax in respect of earlier years	-	256,698
Income exempted from income tax	(1,230,024)	(2,844,665)
Deferred Tax Expense	386,649	(478,773)
Additional Provision for Tax made	87,289	7,871
Tax effect of other Ind AS adjustments	-	1,436,685
Total income tax expense/(credit)	3,386,649	3,107,925

Consequent to reconciliation items shown above, the effective tax rate is 27.55% (2016-17 : 31.96%)

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 25 Continued...)

B) The movement in deferred tax assets and liabilities during the year ended March 31, 2017 and March 31, 2018

Particulars	(Amount in Rs.)				
	AS at 1st April, 2016 Deferred Tax Assets/(Liabilities)	Credit/(Charge) in Statement of Profit and Loss	Credit/(Charge) in directly equity	AS at 31st March, 2017 Deferred Tax Assets/(Liabilities)	AS at 31st March, 2018 Deferred Tax Assets/(Liabilities)
Depreciation	371,390	347,415	-	718,805	478,522
Provision for Leave Encashment	157,386	(48,999)	-	108,387	7,119
Provision for Gratuity	-	180,357	-	180,357	135,259
	528,776	478,773	-	1,007,549	620,900
MAT Credit Entitlements	-	-	-	-	-
	528,776	478,773	-	1,007,549	620,900

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 26: Gain from valuation of Investment in equity instruments at fair value (Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
	Rs.	Rs.
Market Value of Investments In Equity Shares	138,990,734	124,521,496
Value of these Investments at the beginning of the year	124,521,496	86,163,131
Total Profit/(Loss)	14,469,238	38,358,365

Note 27: Earnings Per Share (Amount in Rs.)

Particulars	Year Ended 31st March 2018	Year Ended 31st March 2017
Net profit after tax as per Statement of Profit and Loss attributable to Equity shareholders	11,948,965	9,759,824
Weighted Average number of equity shares used as denominator for calculating EPS	24,200	24,200
Basic and Diluted Earnings per share	494	403
Face value per equity share	25	25

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 28: Post Retirement Benefit Plans

I) Defined Benefits Plan

1. Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity on retirement/termination is payable to the employees on his last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India through "Bachhraj Employees Group Gratuity Scheme".

2. Leave Encashment

The leave obligations covers the Company's liability towards earned leave. The compensated absences for the year ended March 31, 2018 is based on actuarial valuation amounting to Rs. 4,59,299 (March 31, 2017 - Rs. 3,62,865) has been charged in the Statement of Profit and Loss.

POST RETIREMENT BENEFIT PLANS

the financial statements in respect of Employee Benefit Schemes:

A. Amount recognised in the Balance Sheet

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Gratuity:			
Present Value of Plan Liabilities*	7,182,819	6,442,695	8,283,091
Fair Value of Plan Assets	5,540,351	4,666,203	6,833,040
Deficit / (Surplus) of funded plans	1,642,468	1,776,492	1,450,051
Unfunded Plans			
Net Plan liability (Assets)	1,642,468	1,776,492	1,450,051
Classification:			
Current Liability	1,642,468	1,776,492	1,450,051
Non Current Liability	5,540,351	4,666,203	6,833,040
Total	7,182,819	6,442,695	8,283,091
Leave Encashment:			
Present Value of Plan Liabilities*	2,387,818	2,360,170	1,997,305
Fair Value of Plan Assets	-	-	-
Deficit / (Surplus) of funded plans	2,387,818	2,360,170	1,997,305
Unfunded Plans	-	-	-
Net Plan liability (Assets)	2,387,818	2,360,170	1,997,305
Classification:			
Current Liability	363,110	734,461	489,332
Non Current Liability	2,024,708	1,625,709	1,507,973
Total	2,387,818	2,360,170	1,997,305

*The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, it will create a deficit

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 28 Continued...)

	As at 31-03-2018			As at 31-03-2017			As at 31-03-2016		
	Plan Assets	Plan Liabilities	Net	Plan Assets	Plan Liabilities	Net	Plan Assets	Plan Liabilities	Net
Gratuity:									
As at 1st April	4,666,203	6,442,695	1,776,492	6,833,040	8,283,091	1,450,051	5,003,839	6,213,593	1,209,754
Current Service Cost		420,317	420,317		165,387	165,387		319,543	319,543
Adjustment to opening fair value of plan asset							(39,966)		39,966
Employee Contributions									
Return on plan assets excluding interest	54,532		(54,532)	(2,731)		2,731	105,310		(105,310)
Interest Income	335,718		(335,718)	442,384		(442,384)	438,857		(438,857)
Interest Cost		440,680	440,680		546,241	546,241		484,660	484,660
Actuarial (gain)/loss arising from changes in demographic assumptions		(153,881)	(153,881)						
Actuarial (gain)/loss arising from changes in financial assumptions		33,008	33,008						
Actuarial (gain)/loss arising from changes in experience adjustments									
Employer contributions	483,898		(483,898)	303,666		(13,018)	1,325,000		585,120
Benefit payments				(2,910,156)		(303,666)			(1,325,000)
As at 31st March	5,540,351	7,182,819	1,642,468	4,666,203	6,442,695	1,776,492	6,833,040	8,283,091	1,450,051
Leave Encashment									
As at 1st April									
Current Service Cost		2,360,170	2,360,170		1,997,305	1,997,305		1,487,963	1,487,963
Adjustment to opening fair value of plan asset		483,718	483,718		454,640	454,640		439,160	439,160
Employee Contributions		(431,651)	(431,651)						
Return on plan assets excluding interest income									
Interest Income									
Interest Cost		146,673	146,673		159,784	159,784		116,061	116,061
Actuarial (gain)/loss arising from changes in demographic assumptions		(75,815)	(75,815)						
Actuarial (gain)/loss arising from changes in financial assumptions		(95,277)	(95,277)		(406,252)	(406,252)		(305,069)	(305,069)
Employer contributions	431,651		(431,651)						
Benefit payments	(431,651)		431,651						
As at 31st March		2,387,818	2,387,818		2,360,170	2,360,170		1,997,305	1,997,305

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 28 Continued...)

C. Amount recognised in the Statement of Profit and Loss as employee benefits expense

(Amount in Rs.)

	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Gratuity			
Current Service cost	420,317	165,387	319,543
Finance cost/(income)	104,962	103,857	45,803
Asset/(Liabilities) recognised in Balance Sheet	-	-	-
Net impact on the Profit / (Loss) before tax	525,279	269,244	365,346
Remeasurement of the net defined benefit liability			
Return on plan assets excluding actuarial return on plan assets	(54,532)	2,731	(105,310)
Actuarial (gain)/loss arising from changes in demographic assumptions	-	-	-
Actuarial (gain)/loss arising from changes in financial assumptions	(153,881)	371,150	680,175
Actuarial (gain)/loss arising from changes in experience adjustments	33,008	(13,018)	585,120
Reimbursement	(62,278)	(26,302)	(611,917)
Benefit Plan Liabilities			
Net gain recognised other comprehensive income before tax	(237,683)	334,561	548,068
Total Expense recognised in Statement of Profit and Loss	287,596	603,805	913,414

(Amount in Rs.)

	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Leave Encashment			
Current Service cost	483,718	454,640	439,160
Finance cost/(income)	146,673	159,784	116,061
Actuarial gain or loss recognised for the period	(171,092)	(251,559)	(45,879)
Asset/(Liabilities) recognised in Balance Sheet	-	-	-
Net impact on the Profit / (Loss) before tax	459,299	362,865	509,342
Remeasurement of the net defined benefit liability			
Return on plan assets excluding actuarial return on plan assets	-	-	-
Asset limit effect	-	-	-
Unrecognised actuarial (Gain)/loss from previous period	-	-	-
Net gain/loss recognised in other comprehensive income before tax	-	-	-

Asset Information

Particulars	Total Amount	Target Allocation (%)
Cash and Cash Equivalents	-	-
Gratuity Fund	-	-
Debt Security - Government Bond	-	-
Equity Securities - Corporate Debt Securities	-	-
Other Insurance Contracts (LIC of India)	5,540,351	100%
Property	-	-
Total Itemized Assets	5,540,351	100%

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 28 Continued...)

Assumptions

Particulars	As at	As at
	31-03-2018	31-03-2017
Mortality	IALM(2006-08) Ult.	IALM(2006-08) Ult.
Interest / Discount Rate	6.84%	7.30%
Rate of increase in compensation #	12.00%	12.00%
Annual increase in healthcare costs	-	-
Future Changes in maximum state healthcare benefits	-	-
Expected average remaining service	7.85	10.45
Retirement Age	58 Years	58 Years
Employee Attrition Rate	0.8% for all ages	0.8% for all ages

Sensitivity Analysis

Particulars	As at 31-03-2018			
	DR: Discount Rate		ER: Salary Escalation Rate	
	PVO DR + 1%	PVO DR - 1%	PVO ER + 1%	PVO ER - 1%
Present Value of Obligation (PVO)-	6,872,757	7,527,366	7,507,182	6,884,337

Particulars	As at 31-03-2017			
	DR: Discount Rate		ER: Salary Escalation Rate	
	PVO DR + 1%	PVO DR - 1%	PVO ER + 1%	PVO ER - 1%
Present Value of Obligation (PVO)-	6,120,094	6,802,235	6,781,583	6,131,583

The sensitivity analysis above has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period

Expected Payout

Year	As at 31-03-2018					
	Expected Outgo First	Expected Outgo Second	Expected Outgo Third	Expected Outgo Fourth	Expected Outgo Fifth	Expected Outgo Six to Ten Years
PVO Payouts (Rs.)	2,271,664	158,522	234,359	321,339	2,324,465	3,437,665

Year	As at 31-03-2017					
	Expected Outgo First	Expected Outgo Second	Expected Outgo Third	Expected Outgo Fourth	Expected Outgo Fifth	Expected Outgo Six to Ten Years
PVO Payouts (Rs.)	1,972,276	125,537	186,540	256,557	336,867	6,461,872

takes into account the inflation, seniority, promotions and other relevant factors.

II) Defined Contribution Plans

The Company also has certain defined contribution plan. Monthly contributions at the rate of 12% of basic salary as per the regulations are made to "Bachhraj & Co. Ltd. Provident Fund Institution", (Trust) constituted for the benefit of the employees. The Company has an obligation to make good the shortfall, if any, between the return on investments of the Trust and the notified interest rate. The expense recognised during the period towards defined contribution plan is Rs. 8,61,361 (31st March, 2017 - Rs. 9,04,613)

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

Note 29: Estimation of fair value of interest free deposits

The security deposits received are to be repaid in cash over a definite period of years. As per Indian Accounting Standard 109 ("Ind AS 109"), "Financial Instruments", all financial assets and liabilities are required to be recognised at fair value. Since these security deposits are refundable in cash, they would generally meet the definition of financial asset under Ind AS 109. As these security deposits are interest free, the difference between the deposit amount and its fair value is to be treated as Deferred Income which is then recognised as Income in the statement of profit or loss on a straight line basis over the tenure of the deposit as additional lease income. On a related note, interest is accreted on the fair value recognized on inception to bring the fair value to the deposit amount that will be repaid.

Note 30 : Fair Value Measurement

Financial Instrument by category and hierarchy:

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Accounting Standard.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of cash and short-term deposits, trade and other short term receivables, trade payables, other current liabilities approximate their carrying amounts largely due to short term maturities of these instruments.
2. Financial instruments with fixed and variable interest rates are evaluated by the Company based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts. The fair values for security deposits were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including counter party credit risk.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Financial Assets and Liabilities as at 31st March 2018:

Particulars	Financial Assets		Financial Liabilities
	Equity Instruments	Mutual Funds	Interest Free Security deposits
Note No.:	3	6	14
Non Current	138,990,734	-	8,722,349
Current	-	50,057,531	1,665,744
Total	138,990,734	50,057,531	10,388,094
	Level 1	50,057,531	-
	Level 2	-	-
Routed through Profit and Loss	Level 3	-	10,388,094
	Level 1	138,990,734	-
	Level 2	-	-
Routed Through OCI	Level 3	-	-
	Level 1	-	-
	Level 2	-	-
Carried at Amortised Cost	Level 3	-	-
Grand Total	138,990,734	50,057,531	10,388,094

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(Note No. 30 Continued...)

Financial Assets and Liabilities as at 31st March 2017:

Particulars	Financial Assets		Financial Liabilities
	Equity Instruments	Mutual Funds	Interest Free Security deposits
Note No.:	3	6	14
Non Current	124,521,496	-	2,568,083
Current	-	35,008,575	1,175,995
Total	124,521,496	35,008,575	3,744,078
Routed through Profit and Loss	Level 1	35,008,575	-
	Level 2	-	-
	Level 3	-	3,744,078
Routed Through OCI	Level 1	124,521,496	-
	Level 2	-	-
	Level 3	-	-
Carried at Amortised Cost	Level 1	-	-
	Level 2	-	-
	Level 3	-	-
Grand Total	124,521,496	35,008,575	3,744,078

Financial Assets and Liabilities as at 31st March 2016:

Particulars	Financial Assets		Financial Liabilities
	Equity Instruments	Mutual Funds	Interest Free Security deposits
Note No.:	3	6	14
Non Current	86,163,131	-	3,744,078
Current	-	25,911,996	1,106,819
Total	86,163,131	25,911,996	4,850,897
Routed through Profit and Loss	Level 1	25,911,996	-
	Level 2	-	-
	Level 3	-	4,850,897
Routed Through OCI	Level 1	86,163,131	-
	Level 2	-	-
	Level 3	-	-
Carried at Amortised Cost	Level 1	-	-
	Level 2	-	-
	Level 3	-	-
Grand Total	86,163,131	25,911,996	4,850,897

Note:

The company does not have any interest rate risk as it has no borrowings. As such, the interest rate sensitivity and exposure to interest rate risk has not been disclosed.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note 31: Financial Risk Management

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's approach to addressing risks is comprehensive and includes periodic review of such risks and a framework for mitigating and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board & Audit Committee. The Company's financial risk management is an integral part of how to plan and execute its business strategies.

The Company has exposure to the following risks arising from financial instruments:

- Credit Risk
- Liquidity Risk and
- Market Risk

Credit Risk:

Credit Risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations towards the Company and arises principally from the Company's trade and other receivables. The maximum amount of the credit exposure is equal to the carrying amounts of these receivables.

i. Trade and Other receivables

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on asset as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- (i) Actual or expected significant adverse changes in business,
- (ii) Actual or expected significant changes in the operating results of the counterparty,
- (iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,
- (iv) Significant increase in credit risk on other financial instruments of the same counterparty,

Financial assets are written off when there is no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable dues. Where recoveries are made, these are recognized as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision is considered.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Ageing of Account receivables

(Amount in Rs.)

Particulars	As at 31-03-2018	As at 31-03-2017	As at 31-03-2016
Not Due	20,39,104	13,69,352	11,75,858
0-3 Months	13,76,050	12,79,911	5,95,854
3-6 Months	-	7,66,207	1,63,495
6 Months to 12 Months	-	-	-
Beyond 12 Months and less than 2 years	-	-	-
Total	34,15,154	34,15,470	19,35,207

Financial Assets are considered to be of good quality and there is no significant increase in credit risk.

ii. Others

Other than trade financial assets reported above, the Company has no other financial assets which carries any significant credit risk.

Liquidity Risk:

The Company's principal sources of liquidity are 'cash and cash equivalents' and cash flows that are generated from operations. The Company has no outstanding term borrowings. The Company believes that its working capital is sufficient to meet its current requirements. Additionally, the Company has sizeable surplus funds invested in fixed income securities or instruments of similar profile ensuring safety of capital and availability of liquidity if and when required. Hence the Company does not perceive any liquidity risk.

Maturity Patterns of other Financial Liabilities:

(Amount in Rs.)

As at 31 st March 2018	0-3 Months	3-6 months	6-12 Months	Beyond 12 Months	Total
Trade Payable	22,58,472	-	-	-	22,58,472
Other Financial Liability (Current & Non Current)		-	16,65,744	87,22,349	1,03,88,093
Total	22,58,472	-	16,65,744	87,22,349	1,26,46,565

Maturity Patterns of other Financial Liabilities:

(Amount in Rs.)

As at 31 st March 2017	0-3 Months	3-6 months	6-12 Months	Beyond 12 Months	Total
Trade Payable	21,04,672	-	-	-	21,04,672
Other Financial Liability (Current & Non Current)		-	11,75,995	25,68,083	37,44,078
Total	21,04,672	-	11,75,995	25,68,083	58,48,750

Maturity Patterns of other Financial Liabilities:

(Amount in Rs.)

As at 31 st March 2016	0-3 Months	3-6 months	6-12 Months	Beyond 12 Months	Total
Trade Payable	12,32,306	-	-	-	12,32,306
Other Financial Liability (Current & Non Current)		-	11,06,819	37,44,078	48,50,897
Total	12,32,306	-	11,06,819	37,44,078	60,83,203

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Market Risk

Market Risk is the risk that arises from changes in market prices. The Company operates only in domestic market and considering the business operation, the Company does not have any significant risks that will materially affect its income.

i. Interest Rate Risk:

Interest rate Risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The company has no borrowings and hence there is no interest rate risk.

ii. Price Risk:

Market Price Risk is the risk that the value of an investment will decrease due to change in market factors.

Exposure:

The Company's exposure to equity securities price risk and mutual fund NAV risk arises from investments held by the Company and classified in the balance sheet either at fair value through OCI or at fair value through Profit and Loss. To manage its price risk, the Company diversifies its portfolio.

Sensitivity:

The table below summarizes the impact of increases/decreases of the BSE index on the Company's investments and Gain/Loss for the period. The analysis is based on the assumption that the index has increased by 5 % or decreased by 5 % with all other variables held constant, and that all the Company's equity instruments moved in line with the index.

Impact on Profit before tax

(Amount in Rs.)

Particulars	31st March 2018	31st March 2017	31st March 2016
BSE Sensex 30 - Increase 5%	94,52,413	79,76,504	56,03,756
BSE Sensex 30 - Decrease 5%	(94,52,413)	(79,76,504)	(56,03,756)

Above referred sensitivity pertains to quoted equity investment and mutual fund investments (Referred to in Note 3 and 6). Profit for the year would increase/ (decrease) as a result of gains/ (losses) on equity securities and mutual fund investments at fair value through other comprehensive income and through profit or loss respectively.

Note 32: Capital Management

The Company is cash surplus and has no capital other than Equity. The Company is not exposed to any regulatory imposed capital requirements. The cash surpluses are currently invested in income generating debt instruments (including through mutual funds) and money market instruments depending on economic conditions in line with the guidelines set out by the Management. Safety of capital is of prime importance to ensure availability of capital for operations. Investment objective is to provide safety and adequate return on the surplus funds. The Company does not have any borrowings and does not borrow funds unless circumstances require.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note 33: Particulars of the Firm M/s. Agarwal Brothers

The Company is a Partner (as certified by a Partner of the Firm/Director of the Company) in the firm M/s Agarwal Brothers. The particulars of the firm are as follows:

Sr. No.	Partners	Share of Profit (%)	Capital as at 31/03/2018	Capital as at 31/03/2017
1	Shri Gauriduttji Mittal (HUF)	10	-	-
2	Shri Govindramji Mittal (HUF)	5	-	-
3	Shri Brahmadduttji Mittal (HUF)	10	-	-
4	Shri Shankarlalji Mittal (HUF)	3	-	-
5	Shri Vishwanathiji Mittal (HUF)	9	-	-
6	Smt. Kantadevi Mittal	10	-	-
7	Smt. Pushpa Mittal	3	-	-
8	The Hindustan Housing Co. Limited	50	-	-

Note 34: The Regional Provident Fund Office, Mumbai (RPFO) vide its Order dated 24.09.2013 had directed the Company to pay Provident Fund dues amounting to Rs. 23.55 Lakhs in respect of certain contract workers, retrospectively w.e.f. 01.04.1999 onwards. The RPFO has fully recovered the said amount from the Company. The Company had preferred an Appeal against the Order before the EPF Appellate Tribunal, New Delhi (EPFAT). The Employee Provident Fund Appellate Tribunal (EPFAT) has passed Order dated 10.03.2016, setting aside the Order passed by the RPFO (Mumbai) and remitted the case back to RPFO (Mumbai) to dispose it off afresh in accordance with law. Pending reassessment by the RPFO, the amount so recovered has been disclosed under "Long Term Loan & Advances". The interest and penalty, if any, payable thereon presently is not ascertainable.

Note 35: Segment Reporting:

The Company is, at present, primarily engaged in a single business segment of providing and rendering administrative and allied services and operates only in a single geographical segment.

Note 36: Related Party Disclosure under Ind AS 24:

(1) Relationships:

a) Key Managerial Personnel

Name	Position held
Pradeep Dhruva	Company Secretary
Vijay Bohra	Chief Financial Officer

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

- b) Entities where control or significant influence exists and / or with whom transactions have taken place during the year:

Names of the Entities:
Bajaj Holdings and Investment Ltd. (Upto 17 th January, 2018)
Baroda Industries Pvt. Ltd.
Bachhraj & Company Pvt. Ltd.
Bajaj Sevashram Pvt. Ltd.
Bachhraj Factories Pvt. Ltd.
Bajaj Electoral Trust (Upto 17 th January, 2018)
Jamnadal Sons Pvt. Ltd.
Kamalnayan Investment & Trading Pvt. Ltd.
Lazy Tech Online Pvt. Ltd.
Niraj Holdings Pvt. Ltd.
Rahul Securities Pvt. Ltd. (Upto 17 th January, 2018)
Rupa Equities Pvt. Ltd. (Upto 17 th January, 2018)
Rapidkart Online Pvt. Ltd.
Simply Cheqit Pvt. Ltd.
Sanraj Nayan Investments Pvt. Ltd.
11even Sports Pvt. Ltd.
Bajaj Trading Company
Sunandi Investments (Upto 17 th January, 2018)

Note: Related Party relationship is as identified by the Company and relied upon by the Auditors.

- (2) Transactions carried out with Related Parties referred to in (1) above, in the ordinary course of business:

Nature of Transaction	Related Parties	
	Referred in 1(a) Above	Referred in 1(b) Above
EXPENDITURE:		
Board Room Compensation		
Bachhraj & Company Pvt. Ltd.		3,00,000 (3,00,000)
Payment to Key Managerial Personnel		
Shri Pradeep Dhruva	24,25,316 (20,63,027)	
INCOME :		
Services Provided/Rendered:		
Jamnadal Sons Pvt. Ltd.		6,85,773 (6,22,322)
Bajaj Holdings & Investments Ltd.		1,21,34,851 (1,25,66,566)
Bachhraj & Company Pvt. Ltd.		55,52,978 (57,62,654)
Baroda Industries Pvt. Ltd.		18,80,067 (19,57,897)
Bachhraj Factories Pvt. Ltd.		20,74,190 (21,57,690)
Dividend Received :		
Bajaj Holdings & Investments Ltd.		5,00,208 (1,15,433)
Reimbursement of Expenses :		

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Jamnallal Sons Pvt. Ltd.		1,24,113 (52,362)
Bachhraj & Company Pvt. Ltd.		1,44,531 (61,884)
Baroda Industries Pvt. Ltd.		41,255 (20,598)
Bachhraj Factories Pvt. Ltd.		23,632 (9023)
Nature of Transaction	Related Parties	
	Referred in 1(a) Above	Referred in 1(b) Above
Payable Deposits / Advances :		
Jamnallal Sons Pvt. Ltd.		7,24,500 (1,05,000)
Bachhraj Factories Pvt. Ltd.		11,18,500 (1,86,000)
Bajaj Holdings and Investments Ltd.		42,84,000 (14,43,786)
Bachhraj & Company Pvt. Ltd.		27,84,000 (5,86,000)
Baroda Industries Pvt. Ltd.		6,59,000 (1,77,000)

Figures in brackets refer to the amount paid in the previous year.
All figures are net of Service Tax/GST.

Note 37:

- a) "Other Liabilities" and "Creditor for Capital Goods" in Note '16' to Account include (i) ₹Nil (31.03.2017 ₹ Nil) due to micro and small enterprises registered under the Micro, Small and Medium Enterprises Development Act, 2006 (MSME) Act; and (ii) ₹ 22,58,472 (31.03.2017 ₹ 21,04,672 /-) due to other creditors.
- b) During the year, no amounts have been paid beyond the appointed day in terms of MSME Act and there are no amounts paid towards interest. Further, there is no interest accrued / payable under the said MSME Act as at the close of the year. The above disclosure is based on the information available with the Company regarding the status of the suppliers under the MSME Act.

Note 38: In the opinion of the Board of Directors, all items of Current Assets, Loans and Advances continue to have a realizable value of at least the amounts at which they are stated in the Balance Sheet, unless otherwise stated.

Note 39: Balances of Loans and advances, Creditors for Capital goods and Sundry Deposits are subject to confirmation and are as per books of account only. However, in the opinion of management, the reconciliation will not have any material impact on profitability of the Company for the year.

Note 40: The provisions of Section 135 of the Companies Act, 2013 read together with the rules framed there under relating to CSR initiatives which need to be undertaken by specified companies are at present not applicable to the Company.

THE HINDUSTAN HOUSING COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note 41: First-Time Adoption of Ind AS

These are the Company's first financial statements prepared in accordance with Ind AS.

The Company has adopted Indian Accounting Standards (Ind AS) notified by the Ministry of Corporate Affairs with effect from 1st April, 2017, with a transition date of 1st April, 2016. Ind AS 101-First-time Adoption of Indian Accounting Standards requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements which is for the year ended 31st March, 2018 for the Company, be applied retrospectively and consistently for all the financial years presented. Consequently, in preparing these Ind AS financial statements, the Company has availed certain exemptions and complied with the mandatory exceptions provided in Ind AS 101, as explained below. The resulting difference in the carrying values of the assets and liabilities as at the transition date between the Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity).

Set out below are the Ind AS 101 optional exemptions availed as applicable and mandatory exceptions applied in the transition from previous GAAP to Ind AS.

A. Optional Exemptions availed

(a) Deemed cost

Ind AS 101 permits a first-time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for decommissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets. Accordingly, the Company has elected to measure all its property, plant and equipment and intangible asset at their previous GAAP carrying value. There are no decommissioning liabilities of the Company.

(b) Designation of previously recognised financial instruments

Ind AS 101 allows an entity to designate investments in equity instruments at FVOCI on the basis of the facts and circumstances at the date of transition to Ind AS. The Company has elected to apply this exemption for its certain equity Investments.

B. Applicable Mandatory Exceptions

Estimates

An entity's estimates in accordance with Ind AS at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error.

Ind AS estimates as at April 01, 2016 are consistent with the estimates as at the same date made in conformity with previous GAAP.

Classification and measurement of financial assets

Assessment whether assets meets the criteria of amortised cost or fair value through OCI on the basis of the facts and circumstances that exist at the date of transition to Ind AS and not earlier dates.

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

C. Transition to Ind AS - Reconciliations

The following reconciliations provide a quantification of the effect of significant differences arising from the transition from previous GAAP to Ind AS as required under Ind AS 101:

- I. Reconciliation of Balance Sheet as at March 31, 2017 and April 1, 2016 (Transition Date).
- II. Reconciliation of Total Comprehensive Income for the year ended March 31, 2017.
- III. Reconciliation of Equity as at April 1, 2016 and as at March 31, 2017.
- IV. Adjustments to Statement of Cash Flows.

I. Reconciliation of Balance sheet as at March 31, 2017 and April 1, 2016 (Transition Date)

(Amount in Rs.)

Particulars	Note	At at March 31, 2017			At at April 01, 2016		
		Previous GAAP	Adjustments	Ind AS	Previous GAAP	Adjustments	Ind AS
I ASSETS							
1) Non-Current Assets							
(a) Property Plant and Equipment	A	8,820,151	-	8,820,151	11,618,102	-	11,618,102
(b) Financial Assets		-	-	-	-	-	-
(i) Investments	C	29,535,592	94,985,904	124,521,496	29,535,592	56,627,539	86,163,131
(ii) Loans and Advances		7,905,141	(2,872,396)	5,032,745	10,154,554	(2,653,976)	7,500,578
(iii) Others		-	2,872,396	2,872,396	-	2,864,796	2,864,796
(c) Deferred Tax Assets (Net)		-	-	-	-	-	-
(c) Other Non-Current Assets		-	-	-	210,820	(210,820)	-
2) Current Assets							
(a) Inventories		-	-	-	-	-	-
(a) Financial Assets		-	-	-	-	-	-
(i) Investments	C	32,371,934	2,636,641	35,008,575	18,201,314	7,710,682	25,911,996
(ii) Trade Receivables		3,415,470	-	3,415,470	1,935,207	-	1,935,207
(iii) Cash and Cash Equivalents		584,091	-	584,091	1,632,743	(1)	1,632,742
(iv) Bank Balance other than (iii) above		-	-	-	-	-	-
(v) Others		702,479	-	702,479	309,620	-	309,620
TOTAL		83,334,858	97,622,545	180,957,403	73,597,952	64,338,220	137,936,172
II EQUITY AND LIABILITIES							
1) Equity							
a) Equity Share Capital		608,645	-	608,645	608,645	-	608,645
b) Other Equity	B,F	67,181,645	97,866,890	165,048,535	52,826,754	64,338,220	117,164,974
2) Liabilities							
Non-Current Liabilities							
(a) Financial Liabilities		-	2,568,083	2,568,083	-	3,744,078	3,744,078
(b) Provisions		6,291,912	-	6,291,912	8,352,914	-	8,352,914
(c) Deferred Tax Liabilities (Net)		(1,007,549)	-	(1,007,549)	(528,776)	-	(528,776)
(d) Other Non-Current Liabilities	D	4,221,000	(3,125,949)	1,095,051	5,631,000	(3,988,423)	1,642,577
Current Liabilities							
(a) Financial Liabilities		-	-	-	-	-	-
(i) Trade Payables		-	2,104,672	2,104,672	-	1,232,306	1,232,306
(ii) Other Financial Liabilities		-	1,175,995	1,175,995	-	1,106,819	1,106,819
(b) Provisions		2,510,953	-	2,510,953	1,939,383	-	1,939,383
(c) Other Current Liabilities	D	3,528,252	(2,967,146)	561,106	4,768,032	(2,094,780)	2,673,252
TOTAL		83,334,858	97,622,545	180,957,403	73,597,952	64,338,220	137,936,172

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

(II) Reconciliation of total comprehensive income for the year ended March 31, 2017

		(Amount in Rs.)			
	Particulars	Note	Previous GAAP	Adjustments	Ind AS
I.	Revenue from Operations		38,391,533		38,391,533
II.	Other income	C,D	9,868,401	(4,526,514)	5,341,887
III.	Total Income (I + II)		48,259,934	(4,526,514)	43,733,420
IV.	EXPENSES				
	Cost of materials consumed				
	Purchases of stock-in-trade				
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress				
	Employee Benefits Expenses	E	15,202,209	(334,561)	14,867,648
	Finance Costs	D	-	303,181	303,181
	Depreciation and Amortisation Expenses		2,769,988	-	2,769,988
	Other Expenses		12,824,921	-	12,824,922
	Total Expenses		30,797,118	(31,380)	30,765,739
V	Profit/(Loss) before exceptional items and tax (III - IV)		17,462,816	(4,495,134)	12,967,681
VI	Exceptional Items		-	-	-
VII	Profit/(Loss) before tax (V - VI)		17,462,816	(4,495,134)	12,967,681
VIII	Tax Expenses				
	(1) Current Tax		(3,330,000)	-	(3,330,000)
	(2) Deferred Tax Credit/(Charge)		478,773	(99,932)	378,841
	(3) Tax in respect of earlier years (Net)		(256,698)	-	(256,698)
IX	Profit/(Loss) for the year from continuing operations(VII - VIII)		14,354,891	(4,595,066)	9,759,824
X	Profit/(Loss) from discontinued operations		-	-	-
XI	Tax expense of discontinued operations		-	-	-
XII	Profit/(Loss) for the period (IX +X - XI)		14,354,891	(4,595,066)	9,759,824
XIII	Other Comprehensive Income	F			
	(i) Items that will not be reclassified to profit or loss				
	Reimbursement of defined benefit plan		-	(334,561)	(334,561)
	Tax relating to above items		-	99,933	99,933
			-	(234,628)	(234,628)
	Net Gain on fair valuation of equity investments		-	38,358,365	38,358,365
			-	38,358,365	38,358,365
	Total Other Comprehensive Income Net of Tax		-	38,123,736	38,123,737
XIV	Total Comprehensive Income for the period (XII + XIII)		14,354,891	33,528,670	47,883,561
XV	Earnings Per Share				
	(1) Basic		593		403
	(2) Diluted		593		403

Notes to the first time adoption:

The following explains the material adjustments made while transition from previous accounting standards to IND AS,

A Deemed Cost for Property, Plant & Equipment, Investment Property and Intangible Assets:

As stated above, on transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April, 2016, measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

B Retained earnings

Retained earnings as at April 01, 2016 has been adjusted consequent to the IND AS adjustments.

C Fair Valuation of Investments

Under the previous GAAP, investments in equity instruments and mutual funds were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. Under IND AS, these investments are required to be measured at fair value. The resulting fair value changes of mutual fund investments have been recognised in the statement of profit and loss under other comprehensive income by Rs. 22.21 Lakhs as at 31st March, 2017 and retained earnings of April 2016 by 4.16 lakhs (Rs. 77.11 Lakhs as at 1 April, 2016 in the statement of profit and loss under other comprehensive income). Fair value changes with respect to investments in equity investments designated as at FVOCI have been recognised in FVOCI - Other comprehensive income reserve as at the date of transition and subsequently in the other comprehensive income for the year ended 31st March, 2017. The resulting fair value changes have been recognised in the other comprehensive income by Rs. 383.58 lakhs (Rs. 566.28 lakhs as at April 1, 2016).

D Security Deposits

Under the previous GAAP, interest free security deposits were recorded at their transaction value. Under IND AS, all financial assets are required to be recognised at fair value. Accordingly, the Company has fair valued these security deposits under IND AS. Difference between fair value of security deposits and carrying cost has been recognised as deferred income. Consequent to this change, the amount of security deposits decreased by Rs. 18.77 lakhs as at 31st March, 2017 (Rs. 21.90 lakhs as at 1st April, 2016). The deferred income is recorded at Rs. 16.43 lakhs as at 31st March, 2017 (Rs. 21.90 lakhs as at 1st April, 2016). The profit for the year decreased by Rs. 2.44 lakhs due to amortisation of the deferred interest and unwinding interest.

E Remeasurement of post employment benefit obligation

Under Ind AS, remeasurements i.e. actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit and loss under the previous GAAP. Consequently, the profit for the year ended March 31, 2017 (before other comprehensive income) increased by Rs. 2.35 lakhs.

F Other comprehensive income

Under Ind AS, all items of income and expense recognised in a period should be included in the statement of profit and loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognised in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes remeasurements of defined benefit plans, fair value gains or (losses) on FVTOCI mutual fund investments net of tax. The concept of other comprehensive income did not exist under previous GAAP. The total comprehensive income for the year ended on March 31, 2017 increased by Rs. 381.24 lakhs due to such adjustments.

G The Ind AS adjustments are either non cash adjustments or are regrouping among the cash flows from operating, investing and financing activities. Consequently, Ind AS adoption has no impact on the net cash flow for the year ended 31st March 2017 as compared with the previous GAAP

THE HINDUSTAN HOUSING COMPANY LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2018

III. Reconciliation of Equity as at April 1, 2016 and as at March 31, 2017

(Amount in Rs.)

Particulars	March 31, 2017	April 01, 2016
Total equity (shareholder's fund) as per previous GAAP	67,790,290	53,435,399
Adjustments:		
Profit on Fair Valuation of Investments		
Equity Investment (FVTOCI)	94,985,904	56,627,539
Mutual Fund Investments (FVTPL)	9,931,616	7,710,681
Reduction in Profit on swith of mutual fund due to fair valuation	(7,294,975)	-
Gain on Fair valuation of security deposits	547,526	-
Unwinding interest on fair valuation of security deposits	(303,181)	-
Total equity (shareholder's fund) as per Ind AS	165,657,180	117,773,619

IV. Statement of Adjustments to cash flows

(Amount in Rs.)

Particulars	Previous GAAP	Adjustments	Ind AS
Net cash flow from operating activities	3,322,431	-	3,322,431
Net cash flow from investing activities	(4,371,082)	-	(4,371,082)
Net cash flow from financing activities	-	-	-
Net increase/(decrease) in cash and cash equivalents	(1,048,651)	-	(1,048,651)
Cash and cash equivalents as at April 01, 2016	1,632,742	-	1,632,742
Cash and cash equivalents as at March 31, 2017	584,091	-	584,091

Note 42: Previous year's figures have been regrouped / reclassified wherever necessary.

As per our report of even date.

Girish M. Pathak
Partner
Membership No.102016
For & on Behalf of
K K MANKESHWAR & CO.
Chartered Accountants
Firm Registration No.106009W

Vinaya Mehrotra
Chairman

Minal Bajaj
Director

Vinod Nevatia
Director

Pradeep Dhruva
Company Secretary

Vijay Bohra
Chief Financial Officer

Mumbai: 29th May, 2018

Mumbai: 29th May, 2018

THE HINDUSTAN HOUSING COMPANY LTD.

(CIN: L45200MH1934PLC002346)

Registered office: Bajaj Bhawan, 2nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai 400021

Email: prdhruva@bajajgroup.net.in , website: www.hhclbajaj.com

Phone: 022 22023626, Fax: 022 22025160

PROXY FORM

Form No. MGT-11

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

CIN : L45200MH1934PLC002346
Name of the company : **THE HINDUSTAN HOUSING COMPANY LTD.**
Registered office : Bajaj Bhawan, 2nd Floor, Jamanlal Bajaj Marg, 226, Nariman Point, Mumbai -400021

Name of the member (s)	:	
Registered address	:	
E-mail ID	:	
Folio No/ Client Id / DP ID	:	

I/We, being the member (s) of _____ shares of the above named company, hereby appoint:

(1) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him

(2) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him

(3) Name: _____ Address: _____
E-mail Id: _____ Signature: _____ or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighty Second Annual General Meeting of the company, to be held on **7th September, 2018**, at **4.00 p.m.** at Bajaj Bhawan, 2nd Floor, Jamnalal Bajaj Marg, 226, Nariman Point, Mumbai -400021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. Adoption of Financial Statements of the Company for the year ended 31st March 2018 and the Directors' and Auditors' Reports thereon.
2. Re-appointment of Smt. Minal Bajaj (DIN: 00222469) who retires by rotation, as a Director of the Company.
3. Fixation of remuneration of M/s K. K. Mankeshwar & Co, Statutory Auditors of the Company for the period commencing from the year 2018-2019, until the conclusion of the Eighty-Fifth Annual General Meeting of the Company.

Signed this _____ day of _____ 2018



Signature of shareholder

Signature of Proxy holder(s)

Note:

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. Notwithstanding the above the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.

Registered Office: 2nd Floor, Bajaj Bhawan,
Jamnalal Bajaj Marg,
226, Nariman Point,
Mumbai- 400 021

82nd Annual Report 2017-2018

BALLOT FORM
(In lieu of E-voting)

1. Name:

Registered Address
of the Sole/First named Shareholder:

2. Name(s) of the Joint Shareholder(s)

If any:

3. Registered Folio/DPID & Client ID No.

4. No. of Shares held:

I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed for the business stated in the Notice of Eighty Second Annual General Meeting of the Company to be held on 7th September, 2018, by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below.

Sr. No.	Description	No. of Equity Shares	I/We assent to the resolution. (FOR)	I/We dissent to the resolution. (AGAINST)
1	Adoption of Financial Statements of the Company for the year ended 2017-2018 and the Directors' and Auditors' Report thereon.			
2	Re-appointment of Smt. Minal Bajaj who retires by rotation as a Director of the Company.			
3	Fixation of remuneration of M/s K. K. Mankeshwar & Co, Statutory Auditors of the Company for the period commencing from the year 2018-2019, until the conclusion of the Eighty-Fifth Annual General Meeting of the Company.			

Place: _____

Date: _____

Signature of the Shareholder

NOTE: Kindly read the instructions before filling the form. Only valid Ballot Forms received by the Scrutiniser by 5.00 p.m. on 6th September, 2018 shall be considered.

THE HINDUSTAN HOUSING COMPANY LIMITED

Regd. Office : Bajaj Bhavan, 2nd floor, Jammalal Bajaj Marg, 226, Nariman Point, Mumbai - 400 021.

Attendance Slip

To be handed over at the entrance at the Meeting Hall

I/We hereby record my/our presence at the Eighty Second Annual General Meeting held at Bajaj Bhavan, 2nd floor, Jammalal Bajaj Marg, 226, Nariman Point, Mumbai - 400021, at 4.00 p.m. on Friday, 7th September, 2018.

Name/s of Shareholder/s
Folio No

_____ Name of Proxy (In Block Letters) (To be filled in if the proxy attends instead of the member)

_____ Signature of the Shareholder/s or Proxy
--