sterling greenwoods ltd.
sunrise centre,opp. indraprasth towers,drive-in-cinema road, ahmedabad-380054. india
phone : +91-79-26851680 / 26850935 • fax : +91-79-26854773
e-mail : info@sterlinggreenwoods.com • web : sterlinggreenwoods.com
Corporate Identity Number : L51100GJ1992PLC017646

sterling greenwoods Since 1965

Date: 14th September, 2019

To

Department of Corporate Services
The Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Script Code: 526500
Scrip ID: - STRGRENWO

Dear Sir/Madam,

Sub: Annual report for the year 2018-19

Pursuant to Regulation 34 the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Annual Report pertaining to the financial year 2018-19.

The same is also made available on the Company's website **https://www.sterlinggreenwoods.com**.

Kindly take the same on record.

Thanking You,

Yours Faithfully,
FOR STERLING GREENWOODS LIMITED

BHARATKUMAR LEKHI
MANAGING DIRECTOR
(DIN: 03363339)

STERLING GREENWOODS LTD. S.G.L.

27th

Annual Report

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GREENWOODS
SINCE 1965

STERLING GREENWOODS LIMITED

CIN : L51100GJ1992PLC017646

CORPORATE INFORMATION:

BOARD OF DIRECTORS	:	Umesh G. Lavingia	- Chairman
		Bharat Kumar Lekhi	- Managing Director
		Virendra Singh Rawat	- Director
		Milind Desai	- Director
		Shrenik Trivedi	- Director
		Sudhir Kulkarni	- Director upto 20th June, 2019

AUDITORS	:	M/s. Jayesh M. Shah & Co. Chartered Accountants Ahmedabad
BANKERS	:	Canara Bank HDFC Bank Limited ICICI Bank Limited State Bank of India Union Bank of India
REGISTERED AND CORPORATE OFFICE	:	25, Sunrise Center, Opp. Drive In Cinema, Thaltej, Ahmedabad – 380 054
REGISTRAR & SHARE TRANSFER AGENTS	:	Bigshare Services Private Limited E/2, Ansa Industrial Estate, Saki - Vihar Road, Sakinaka, Andheri (E), Mumbai - 400 072

CONTENTS

NOTICE

NOTICE is hereby given that the 27th Annual General Meeting of the members of M/s STERLING GREENWOODS LIMITED will be held on Monday, the 30th September, 2019 at 11.30 a.m. at the Greenwood Lake Holiday Resort, Chharodi Farm Complex, Off. Sarkhej-Gandhinagar Highway, Opp. Village Chharodi Ahmedabad to transact the following business:-

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**

   a. The Audited Standalone Financial Statements of the company for the financial year ended on March 31, 2019 together with Directors', Auditors' Report and Secretarial Audit Report thereon.

   "RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

   b. The Audited Consolidated Financial Statements of the company for the financial year ended on March 31, 2019 together with Auditors' Report thereon.

   "RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

2. **To appoint a Director in place of Mr. Bharatkumar Lekhi (DIN: - 03363339) who Retires by rotation and is eligible for reappointment.**

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Bharatkumar Lekhi (DIN: 03363339), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation."

3. **To appoint Auditors of the Company:**

   "RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. Jayesh M. Shah & Co., Chartered Accountants, Ahmedabad, (FRN: 104173W), be and is hereby appointed as Statutory Auditors of the Company for a further period of 2 years to hold office from the conclusion of this Annual General Meeting until the conclusion of the 29th Annual General Meeting to be held in the calendar year 2021 for auditing the accounts of the Company, for the financial year 2019-20 to 2020-21 at such a remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

Place : Ahmedabad
Date : 26th August, 2019

By Order of the Board of Directors
Sterling Greenwoods Limited

Registered Office: 25, Sunrise Centre,
Opp. Drive-in-Cinema, Ahmedabad – 380054
Phone: 079-26851680, 26850935
Email Id: kantilal.sterlinggreenwoods@gmail.com
Website: www.sterlinggreenwoods.com
CIN: L51100GJ1992PLC017646

Umesh Lavingia
Chairman

NOTES

1. A Member entitled to attend and vote at The Annual General Meeting ("Meeting/AGM") is entitled to appoint a proxy to attend and vote on a poll instead of himself / herself and the proxy need not be a member of the company. A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10 percent of the total share capital of the company. However, A Member holding more than 10%, of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member. The instrument appointing proxy in order to be valid and effective should be lodged / deposited with the company at its Registered Office at least 48 (Forty Eight) hours before the commencement of the Meeting.
2. Additional information pursuant to section 102 of the Companies Act, 2013, on directors recommended for reappointment at the Annual General Meeting, is given in this notice.
3. The Register of Beneficial Owners, Register of Members and Share Transfer Book of the Company shall remain closed from 23rd September, 2019 to 30th September, 2019 both days inclusive.

   Members/ proxies should bring their copy of the Annual Reports and Accounts along with Attendance Slip (duly completed) when attending the Meeting.
4. Members who hold shares in dematerialised form are requested to write their Client-ID and DP-ID Numbers and those who hold shares in Physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
5. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively) has undertaken a "Green Initiative in Corporate Governance" and allowed companies to share documents with its shareholders through an electronic mode. A soft copy of the Annual Report has been sent to all those shareholders who have registered their email address. Members are requested to support this Green Initiative by registering/ updating their email address for receiving electronic communication.
6. Pursuant to Section 124 and 125 and other applicable provisions, if any, of the Act, all unclaimed/ unpaid dividend and application money, remaining unclaimed/ unpaid for a period of seven years from the date they became due for payment, have been transferred to the IEPF established by the Central Government. No claim shall lie against the IEPF or the Company for the amounts so transferred nor shall any payment be made in respect of such claim.
7. All documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days, except Saturday between 11.00 a.m. to 1.00 p.m. prior to the date of AGM.
8. Members seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
9. A route map showing directions to reach the venue of the 27th AGM is Annexed.
10. Members are requested to notify immediately any change in their Registered Address to the Company's Registrar, M/S. Big Shares Services Private Limited situated at A/802, Samudra Complex, Near Klassic Gold, Girish Cold Drink, C. G. Road, Ahmedabad, Gujarat – 380 009.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in physical form can submit their PAN details to M/S. Big Shares Services Private Limited.
12. SEBI has decided that securities of listed companies can be transferred only in dematerialised form. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
13. As per the amendment to SEBI (LODR) Regulations, 2015, all the shareholders holding shares in physical form are hereby informed that w.e.f. December 5, 2018, requests for effecting transfer of shares shall not be processed by the Registrar and Transfer Agent unless the shares are held in the dematerialized form, with a depository.
14. Details of Directors seeking Appointment/Re- Appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Further, the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India requires certain additional disclosures with respect to appointment of Director, which are mentioned below:

Particulars	
DIN No.	03363339
Date of Birth	26-07-1972
Date of Appointment	01/10/2013
Qualifications	B.H.M.
Nature of his expertise in specific functional areas	He has been in Hospitality Industry for a substantial part of carrier.
Names of listed entities in which the person also holds the directorship as on 31st March, 2019 [excluding Private Limited Companies]	Sterling Resorts Private Limited
Membership of Committee of the Board as on 31st March, 2019	NIL
No. of Shares held in Company	100

15. VOTING IN ELECTRONIC FORM (E-VOTING):

Process and manner for members opting for voting through Electronic means:

(i). In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited ("remote e-voting").

(ii). Members whose names are recorded in the Register of Members or in the Register of Beneficial owners maintained by the Depositories as on the Cut-off date i.e. 23rd September, 2019, shall be entitled to avail the facility of remote e-voting as well as voting at the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

(iii). A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. 23rd September, 2019, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or through the Poll Paper at the AGM by following the procedure mentioned in this part.

(iv). The remote e-voting will commence on Friday the 27th September, 2019 at 9.00 a.m. and will end on Sunday, the 29th September, 2019 at 5.00 p.m. During this period, the members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. 23rd September, 2019, may cast their vote electronically. The members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by CDSL thereafter.

(v). Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

(vi). The facility for voting through Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by remote e-voting shall be able to exercise their right at the meeting through Poll Paper. The members who have already cast their vote by remote e-voting prior to the meeting, May also attend the Meeting, but shall not be entitled to cast their vote again.

(vii). The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. 23rd September, 2019.

(viii). The Company has appointed CS Ravi Kapoor, Practicing Company Secretary (CP No: 2407), to act as the Scrutinizer for conducting the remote e-voting process.

(ix). The procedure and instructions for remote e-voting are, as follows:

Step 1: Open your web browser during the voting period and log on to the e-voting website: www.evotingindia.com

Step 2: Now click on "Shareholders" to cast your votes.

Step 3: Now, fill up the following details in the appropriate boxes:

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 the Folio Number registered with the Company.

Step 4: Next, enter the Image Verification as displayed and Click on Login.

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.

Step 5: If you are a first time user follow the steps given below:

For members holding shares in demat form and physical form:	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	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 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 sequence number 1then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or the Company records for the said folio.
	If the details are not recorded with the Depository or Company, please enter the number of Shares held by you in the bank account column.

#please enters the DOB or dividend bank details in order to login.

Step 6: After entering these details appropriately, click on "SUBMIT" tab.

Step 7: Members holding shares in physical form will then directly reach the Company selection screen. However, first time user 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 can also be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that the 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. If Demat account holder has forgotten the changed password then enter the user ID and the image verification code and click on Forgot Password and enter the details as prompted by the System.

Step 8: For members holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

Step 9: Click on EVSN of the Company i.e. 190903008 to vote.

Step 10: On the voting page, you will see Resolution Description and against the same, the option "YES/NO" for voting. Select the relevant option as desired YES or NO and click to submit.

Step 11: Click on the resolution file link if you wish to view the entire Notice.

Step 12: 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. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

Step 13: You can also take print out of the voting done by you by clicking on "Click here to print" option on the Voting page.

Step 14: If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Step 15: Instructions for Non – Individual Members and Custodians:

- Non-Individual Members (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to register themselves as Corporates at www.evotingindia.com/registerEntity.jsp
- 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts; they would be able to cast their vote.
- A scan 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.

(x). 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. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xi). 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.

(xii). The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.sterlinggreenwoods.com and on the website of CDSL i.e. www.cdslindia.com within three days of the passing of the Resolutions at the 27th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

(xiii). 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.

CONTACT DETAILS :

Company :	**Sterling Greenwoods Limited** 25, Sunrise Centre, Opp. Drive in Cinema, Thaltej, Ahmedabad – 380052 CIN: L51100GJ1992PLC017646 Email id: kantilal.sterlinggreenwoods@gmail.com
Registrar and Transfer Agents :	M/s. Bigshare Services Pvt. Ltd. A- 802, Samudra Complex, Near Klassic Gold Hotel, Girish Cold Drink, Off C G Road, Navrangpura, Ahmedabad - 380009 Tel.: 079-40024135 E-mail: bssahd@bigshareonline.com
E-Voting Agency :	**Central Depository Services (India) Limited** E-mail ID: helpdesk.evoting@cdslindia.com Phone: 022- 22723333/ 8588

Place : Ahmedabad
Date : 26th August, 2019

By Order of the Board of Directors
Sterling Greenwoods Limited

Registered Office: 25, Sunrise Centre,
Opp. Drive-in-Cinema, Ahmedabad – 380054
Phone: 079-26851680, 26850935
Email Id: kantilal.sterlinggreenwoods@gmail.com
Website: www.sterlinggreenwoods.com
CIN: L51100GJ1992PLC017646

Umesh Lavingia
Chairman

DIRECTORS' REPORT

To
The Members of
STERLING GREENWOODS LIMITED

Your Directors have pleasure in presenting 27th Annual Report together with the Audited Accounts of the company for the year ended 31st March, 2019.

1. FINANCIAL HIGHLIGHTS:

Particulars	**2018-19 (Rs. In Lacs)**	**2017-18 (Rs. In Lacs)**
Income for the Year	426.23	492.14
Profit before interest, depreciation and tax (PBIDT)	64.93	140.91
Less:		
Exceptional Items	Nil	(38.88)
Financial Expenses	85.20	68.43
Depreciation	66.57	68.17
Profit / (Loss) before tax	**(86.84)**	**43.20**
Provision for taxation		
(i) Current Income Tax,	Nil	8.20
(ii) Tax Expenses relating to prior years	0.56	0.16
(iii) Deferred Tax	(0.82)	(5.46)
(iv) Mat Credit Entitlement	Nil	(4.70)
Profit after tax	(88.22)	45.00
Add / (Less): Prior Period Adjustment	0.00	0.00
Profit available for appropriation	(88.22)	45.00
Appropriations		
Opening Balance of Profit & loss Account	569.57	524.57
Add.: Excess Provision of Depreciation written back	89.70	0
Less: Proposed Dividend on Equity shares	0	
Less: General Reserve	0	
Net Balance Carried forward to Balance Sheet	**571.05**	**569.57**

2. OPERATIONS:

The founder Chairman has the aim and vision to convert the Company's resort into the star category. After h the sad demise of the fonder chairman, the existing management has decided to move forward as per his vision and convert Company's resort into star category. The Company has decided to carry out the development of the resort based on the plan approved by the founder Chairman. The founder chairman divided the development of the resort in four phases. The first phase of the development was completed, however the remaining phase could not be completed due to ongoing litigation, lack of funds and various other reasons. Because of the said reason the management is not able to rollout the membership drives also. These reasons have also affected the current operation of the resorts which is ultimately resulted into the loss during the year under review.

During the year Company has not changed nature of business.

3. DIVIDEND:

During the year under review, the Company has incurred the loss hence the management of the Company decided to retain the existing resources for the future developments hence the directors of the Company do not recommend dividend.

4. INDUSTRIAL RELATIONS:

Industrial relations remained cordial throughout the year. Your Directors place on record their deep appreciation of the contribution made by the employees at all levels.

5. TRANSFER TO RESERVE

During the year under review Company has not transferred any amount to reserves.

6. CORPORATE SOCIAL RESPONSIBILITY

Section 135 of the Companies Act, 2013 and framed Rules thereunder provides that certain companies are require to spend 2% of its average net profit during 3 preceding years on CSR activities. It also provides formation of CSR committee of the Board. The Rules prescribe the activities qualify under CSR and the manner of spending the amount.

The Company is not covered under section 135 of the Companies Act, 2013 and the Rules framed thereunder for the financial year under report. CSR Committee of the Board will be constituted at the time of applicability of section 135 of the Act. Hence CSR report is not required to be annexed.

7. DISCLOSURE UNDER COMPANIES ACT, 2013

(i) Number of Meetings

During the year under review, 08, (eight) Board Meetings were convened and held on 14th May, 2018, 16th July, 2018, 11th August, 2018, 30th August, 2018, 2nd November, 2018, 14th December, 2018 and 8th February, 2019. The details of which are given below. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

Mr. Sudhir Kulkarni, Independent Director of the Company resigned as a Director of the Company with effect from 20th June, 2019. Though this is the event occurred after the year end but before the signing of the directors’ report.

(ii) Statement on Declaration Given by Independent Director

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149 (6) of the Companies Act, 2013.

(iii) Independent Directors’ Meeting

The Independent Directors met on 8th February 2019 without attendance of Non-Independent Directors and members of the Management. The Directors reviewed performance of the non-Independent Director and the Board as whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

(iv) Particulars of loans, guarantees or investments:

The Company has neither given any loans or guarantees nor made investments covered under the provisions of Section 186 of the Companies Act, 2013

(v) Composition of Audit Committee

During the year under review, Audit Committee met five times on 14th May, 2018, 11th August, 2018, 2nd November, 2018, 14th December, 2018 and 8th February, 2018. The intervening gap between two meetings did not exceed one hundred and twenty days.

The Composition of the Audit Committee and details of attendance of the members at the committee meetings during the year are given below:

Name	Category	No. of Meetings during the year	
		Held	Attended
Shri Virendra Singh Rawat	Independent Director	5	2
Shri Sudhir Kulkarni	Independent Director	5	4
Shri Milind Desai	Independent Director	5	5
Shri Shrenik Trivedi	Independent Director	5	5

The Managing Director, Chief Financial Officer, Company Secretary and representatives of Statutory Auditors are invited to the meetings of the Audit Committee.

The Committee discharges such duties and functions generally indicated in Section 177 of the Companies Act, 2013 and such other functions as may be specifically delegated to the Committee by the Board from time to time.

(vi) Nomination & Remuneration Committee:

During the year under review, no meeting of the Nomination & Remuneration Committee was held.

8. CORPORATE GOVERNANCE

Regulation 15 (2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 exempt companies having paid up equity share capital not exceeding rupees 10 crore and net worth not exceeding rupees 25 crore as on the last day of the previous financial year to give a separate Corporate Governance Report.

9. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to regulations of SEBI (Listing Obligations and Disclosures) Regulations 2015, Management Discussion and Analysis Report form part of this report is enclosed as "Annexure-A".

10. BUSINESS RISK MANAGEMENT

Pursuant to Section 134(3) (n) of the Companies Act, 2013, the Company has carried out an exercise to identify elements of risk factors but any element of risk which may threaten the existence of the Company does not exist.

11. INTERNAL CONTROL SYSTEM

The Company has laid down Internal Financial Control Policy under Section 134 (5) (e) of the Companies Act, 2013 which helps in 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 timely preparation of reliable financial information.

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman & Managing Director.

The Internal Audit is being carried out by a firm of Chartered Accountants and evaluates the efficacy and adequacy of Internal Control System in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to the Audit Committee of the Board.

12. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

13. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Act and the Articles of Association of the Company, Mr. Bharat Kumar Lekhi, Director of the Company, retire by rotation at the ensuing Annual General Meeting. The Board of the Directors has recommended his re-appointment.

Mrs. Meeta Mathur, Director of the Company, retired by rotation and as she has not offered herself for the re-appointment at the previous annual general meeting held on 28th September, 2018.

Ms. Henal Shah, Company Secretary of the Company has resigned as a Company Secretary of the Company w.e.f. 31st December, 2018. The Company is continuously in search of the suitable candidate for the post of the Company Secretary.

Pursuant to the provisions of the Companies Act, 2013 and applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Board has carried out an evaluation of its own performance, the directors individually including Non Executive and Independent Directors as well as the evaluation of the working of its Audit, Nomination & Remuneration Committees.

At present the Company does not have the policy of payment of remuneration to Non Executive directors except by way of sitting fees for attending the meeting of the Board or a committee thereof.

The Company has credible and transparent policy in determining and accounting for the remuneration of Executive Directors. Their remuneration is governed by external competitive environment; track record, potential, individual performance and performance of the Company as well as industrial standards. The remuneration determined for the Executive Directors is subject to the approval of Remuneration Committee of the Board of Directors.

14. DIRECTOR RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the Directors would like to state that:

(i) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(ii) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;

(iii) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(iv) The Directors had prepared the annual accounts on a going concern basis;

(v) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;

(vi) The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

15. DEPOSIT:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

16. RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year were on arm’s length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. The disclosure of related party transaction as required under section 134(3)(h) of the Companies Act, 2013 in form AOC-2 is not applicable.

17. SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS

There are no significant material orders passed by the Regulators/ Courts which would impact the going concern status of the Company and its future operations. However following are the of cases in the name of Company as on date.

(i) Special Notice and Requisition under section 100 (2) read with Section 169 of the Companies Act, 2013 and the rules framed there under received from one shareholder for removal of one of the Director of the Company. Pursuant to special notice Extra Ordinary General Meeting (EOGM) was held on 10th May 2017. However director approached National Company Law Tribunal (NCLT) under Section 241 & 242 of the Companies Act, 2013. NCLT has directed that results of voting at EOGM can be declared by the Company, however implementation have been stayed till the tribunal directs otherwise. The decision is still pending at NCLT.

(ii) One of the Shareholder approach National Company Law Tribunal (NCLT) under section 58 & 59 of the Companies Act, 2013 for rectification of register of member. The decision is still pending at NCLT.

(iii) The company has filed a case against one of the ex-Director of the Company Mrs. Meeta Mathur under section 452 of the Companies Act, 2013 and Section 403,404 and 406 of the Indian Penal Code for Eviction of the Company's Property Situated at Flat No. 201, Ambience Tower, Bodakdev, Ahmedabad, Vide Case No. 46618 in the Metropolitan Court. The Court had already issued a summon to Director. The decision is still Pending.

(iv) The Company has filed a FIR No. I/71/2018 at Vastrapur Police Station against Director and Ex Managing Director of the company. The case is pending at Gujarat High Court.

(v) The Company has received letter dated 26th April, 2018 from an anonymous sender inter-alia alleging transfer of assets of the Company in the year 2009-10 without compliance of law. Subsequent to receipt of this letter the Company appointed M/s. D. Shah & Associates to investigate claims made in the said letter. M/s. D. Shah Associates vide his report dated 31st October, 2018 inter alia confirm non-compliance of various legislations referred in the said report. The Company therefore thereafter based on the said report filed following two suits:

(a) Special Civil Suit No. 32 of 2019, filed before the hounrable the Court of the Civil Judge (Senior Division) at Kalol against M/s. Paksh Developers Private Limited, Mrs. Meeta Mathur, Ex-Director, Mr. Ankit Mathur, Ex- Managing Director, Mr. Kunal Mathur, Ex-Director, and Mr. Anurag Agarwal, Ex- Managing Director of the Company.

(b) Special Civil Suit No. 21 of 2019, in the Court of Civil Judge (Senior Division) at Sanad against M/s. Paksh Developers Private Limited, Mrs. Meeta Mathur, Ex-Director, Mr. Ankit Mathur, Ex-Managing Director, Mr. Kunal Mathur, Ex-Director, and Mr. Anurag Agarwal, Ex- Managing Director of the Company.

18. SUBSIDIARY COMPANY

The Company has one Subsidiary Company i.e. Sterling Resorts Private Limited. A statement containing brief financial details of the subsidiary is included in the Annual Report.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 into with the Stock Exchanges, a consolidated financial statement of the Company and its subsidiary is attached. The consolidated financial statements have been prepared in accordance with the relevant accounting standards as prescribed under Section 129(3) of the Act. These financial statements disclose the assets, liabilities, income, expenses and other details of the Company and its subsidiary.

Pursuant to the provisions of Section 129, 134 and 136 of the Companies Act, 2013 read with rules framed thereunder and pursuant to regulation 33(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your Company had prepared consolidated financial statements of the company and its subsidiaries and a separate statement containing the salient features of financial statement of subsidiaries, joint ventures and associates in Form AOC-1 forms part of the Annual Report.

19. AUDITORS

M/s. Jayesh M. Shah & Co., Chartered Accountant, Ahmedabad (FRN: 104173W), were appointed as a statutory auditor of the Company at 25th AGM of the Company held on 29th September, 2017, for the period of three years subject to ratification at every Annual General Meeting. The terms of his appoint come to an end at the ensuing annual general meeting, hence the Board has decided to continue him as an auditor of the Company for further period of two years and hence the necessary resolution of his appointment is included in the notice of the Annual General Meeting for the approval of the shareholders of the Company.

The Board has duly reviewed the Statutory Auditor's Report on the Accounts for the year ended on March 31, 2019. The Auditor's report do not contain any qualification, observation and any adverse remarks.

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mr. Amit Patel, a Company Secretary in practice to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as "Annexure B". The Secretarial Auditor's Report do not contain any qualification, observation and any adverse remarks.

20. EXTRACT OF ANNUAL RETURN

The details forming part of the Extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure C".

21. CASHFLOW STATEMENT

As required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 with the Stock Exchanges, the Cash Flow Statement is attached to the Balance Sheet.

22. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the company and date of this report.

The Company has received a letter dated 26th April, 2018 from an anonymous sender, inter alia, alleging that certain transitions in relation to the Company's property were taken place in the year 2009-10 were illegal. The Company has subsequently also received communication from BSE as well as SEBI in this regard. The Company has initiated process to verifying the claims made in the said letter.

23. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

24. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) which is responsible for redressal of complaints related to sexual harassment. During the year under review, there were no complaints pertaining to sexual harassment.

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

As required under section 134 (3) (m) of the Companies Act, 2013 and the rules made therein, the concerned particulars relating to, the Company does not consume Energy in its business so matter of Energy Conservation is not applicable to Company. Company does not engage in such business to undertake any Technology Absorption. However to save the power, it has installed Solar Water Heating Systems and also installed CFL lamps at its Resort. Company does not have any Export Earnings in the Financial Year 2018-19; hence particulars of Foreign Exchange are not applicable to the Company.

26. PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, will be provided upon request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees' particulars which is available for inspection by the members at the Registered office of the company during business hours on working days of the company up to the date of ensuing Annual General Meeting. If any member is interested in inspecting the same, such member may write to the CFO in advance.

27. ACKNOWLEDGEMENT

The Directors extend their sincere thanks to the Bankers, Financial Institutions, Central Government and State Government Authorities and all associated with the Company for the co-operation.

The Directors also place on record the efforts made by the employees, workers and all other associated with the Company for making their organization successful.

Place : Ahmedabad
Date : 26th August, 2019

By Order of the Board of Directors of
Sterling Greenwoods Limited

BharatKumar Lekhi
Managing Director

Umesh Lavingia
Chairman

"ANNEXURE – C"

Form No. MGT – 9

Extracts of Annual Return

As on the Financial Year ended on 31st March, 2019

{Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12 (1) of Companies (Management and Administration) Rules, 2014}

I. REGISTRATION AND OTHER DETAILS:

S.N.	Particulars	Details
i	**CIN**	L51100GJ1992PLC017646
ii	**Registration Date**	5/14/1992
iii	**Name of the Company**	**STERLING GREENWOODS LIMITED**
iv	**Category / Sub-Category of the Company**	PUBLIC COMPNAY LIMITED BY SHARES
v	**Address of the Registered office and contact details**	25, Sunrise Center, Opp. Drive-In Cinema, Thaltej, Ahmedabad - 380052 Tel.: +91-79-26851680/26850935 Fax: +91-79-26854773 E-mail : kantilal.sterlinggreenwoods@gmail.com Website : www.sterlinggreenwoods.com
vi	**Whether listed company Yes / No**	Yes
vii	**Name, Address and Contact details of Registrar and Transfer Agent, if any**	**M/s. Bigshare Services Pvt. Ltd.** A- 802 Samudra Complex, Near Klassic Gold Hotel, Girish Cold Drink, off C G Road, Navrngpura Ahmedabad - 380009 Tel. : 91-79-40024135 E-mail : bssahd@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

S. N.	Name and descriptions of main products/ services	NIC Code of the product/ Service	% to Total turnover of the company
1	Real Estate	41001	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:–

S. N.	NAME AND ADDRESS OF THE COMPANY	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1	Sterling Resorts Private Limited	U55101GJ1986-PTC008664	Subsidiary Company	95.08%	2(87)

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				No. of Shares held at the end of the year				% Change during the year
	Demat	Physi-cal	Total	% of Total Shares	Demat	Physi-cal	Total	% of Total shares	
A Promoter									
1. Indian									
a. Individual / HUF	2777846	0	2777846	65.52	2777846	0	2777846	65.52	0.00
b. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c. State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
d. Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
e. Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f. Any Other….	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(1):	**2777846**	**0**	**2777846**	**65.52**	**2777846**	**0**	**2777846**	**65.52**	**0.00**
2. Foreign									
a. NRIs – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b. Other – Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c. Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
d. Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
e. Any Other….	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (A)(2):	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	**2777846**	**0**	**2777846**	**65.52**	**2777846**	**0**	**2777846**	**65.52**	**0.00**
B. Public Shareholding									
1. Institutions									
a. Mutual Funds / UTI	0	0	0	0.00	0	0	0	0.00	0.00
b. Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d. State Govt.(s)	0	0	0	0.00	0	0	0	0.00	0.00
e. Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f. Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g. FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h. Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i. Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(1):	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
2. Non-Institutions									
a. Bodies Corporate									
i) Indian	34435	2900	37335	0.88	34435	2900	37335	0.88	0.00
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b. Individuals									
i) Individual Shareholders holding nominal share capital upto Rs. 1 lacs	683876	228949	912825	21.53	674424	226949	901373	21.26	**0.27**

i) Category-wise Share Holding : (Contd.....)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physi-cal	Total	% of Total Shares	Demat	Physi-cal	Total	% of Total shares	
ii) Individual Shareholders holding nominal share capital in excess of Rs 1 lacs	377811	60000	437811	10.33	453629	0	453629	10.70	**-0.37**
c. Others (specify)									
i) Trusts	0	0	0	0.00	0	0	0	0.00	0.00
ii) HUF	0	0	0	0.00	0	0	0	0.00	0.00
iii) NRI/ OCBs	5572	0	5572	0.13	5572	0	5546	0.13	0.00
iv) Limited Liability Partnership	0	0	0	0.00	0	0	0	0.00	0.00
v) Clearing Members / Clearing House	68299	0	68299	1.61	63959	0	63959	1.51	0.10
vi) Foreign Bodies	0	0	0	0.00	0	0	0	0.00	0.00
vii) Foreign Portfolio Investor (Corporate)	0	0	0	0.00	0	0	0	0.00	0.00
viii) Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
ix) Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub-Total (B)(2):	**1169993**	**291849**	**1461842**	**34.48**	**1232019**	**229849**	**1461842**	**34.48**	**0.00**
Total Public Shareholding (B)=(B)(1)+(B)(2)	**1169993**	**291849**	**1461842**	**34.48**	**1232019**	**229849**	**1461842**	**34.48**	**0.00**
C. Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	**3947839**	**291849**	**4239688**	**100**	**4009865**	**229849**	**4239688**	**100**	**0.00**

ii). Shareholding of Promoters

Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1. UMESH LAVINGIA & BHARATKUMAR LEKHI (ON BEHALF OF B.KUMAR FAMILY TRUST)	2054182	48.45	0.00	2054182	48.45	0.00	0.00
2. MEETA MATHUR	646204	15.24	0.00	646204	15.24	0.00	0.00
3. ANKIT MATHUR	77460	1.83	0.00	77460	1.83	0.00	0.00
Total	**2777846**	**65.52**	**0.00**	**2777846**	**65.52**	**0.00**	**0.00**

(iii) Change in Promoters' Shareholding (Please specify, if there is no change)

S. N.	Particulars	Date	Shareholding at the beginning of the year		Shareholding at the end of the year	
			No. of Shares	% of total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	**UMESH LAVINGIA & BHARATKUMAR LEKHI (ON BEHALF OF B.KUMAR FAMILY TRUST)**					
	At the beginning of the year	**01.04.2018**	**2,054,182**	**48.45**	**2,054,182**	**48.45**
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	**2,054,182**	**48.45**	**2,054,182**	**48.45**
2.	**ANKIT MATHUR**					
	At the beginning of the year	**01.04.2018**	**77460**	**1.83**	**77460**	**1.83**
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	**77460**	**1.83**	**77460**	**1.83**
3.	**MEETA MATHUR**					
	At the beginning of the year	**01.04.2018**	**646204**	**15.24**	**646204**	**15.24**
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	**646204**	**15.24**	**646204**	**15.24**

iv). Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Name of Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of Total Shares of the Company
DHEERAJ KUMAR LOHIA	168524	3.97	166224	3.92
MRS. ILA GUPTA	60000	1.42	60000	1.42
ANS PVT LIMITED	41050	0.97	41052	0.97
RASHMI ASHWANI GUPTA	36000	0.85	46000	1.08
JASBIRSINGH SANTOKHSINGH GILL	30000	0.71	0	0.00
RAJ KUMAR LOHIA	25756	0.61	25756	0.61
TAYYEBA SIRAJUDDIN	22550	0.53	22550	0.53
ANGEL FINCAP PRIVATE LIMITED	20300	0.48	20000	0.47
RENU	0	0.00	19418	0.46
NOVEL APARTMENTS PVT LTD	15500	0.37	15500	0.37

v). **Shareholding of Directors and Key Managerial Personnel**

S. N.	Particulars	Date	Shareholding at the beginning of the year		Shareholding at the end of the year	
			No. of Shares	% of total Shares of the Company	No. of Shares	% of Total Shares of the Company
1.	**UMESHBHAI GHANSHYAMBHAI LAVINGIA**					
	At the beginning of the year	**01.04.2018**	6362	0.15	6362	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	6362	0.15	6362	15.24
2.	**MEETABEN KUNALBHAI MATHUR**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Transmission	**09.10.2017**	0	0.00	646204	15.24
	At the end of the year	**31.03.2019**	0	0.00	646204	15.24
3.	**BHARTKUMAR VIJAYKUMAR LEKHI**					
	At the beginning of the year	**01.04.2018**	100	0.00	100	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	100	0.00	100	0.00
4.	**MILIND SHARADBHAI DESAI**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00
5.	**VIRENDRASINGH MUKANDSINGH RAWAT**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00
6.	**SUDHIR VENKATESH KULKARNI**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00

v). **Shareholding of Directors and Key Managerial Personnel (Contd.....)**

S. N.	Particulars	Date	Shareholding at the beginning of the year		Shareholding at the end of the year	
			No. of Shares	% of total Shares of the Company	No. of Shares	% of Total Shares of the Company
7.	**SHRENIK MADHUSUDAN TRIVEDI**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00
8.	**KANTILAL SOMABHAI PANCHAL**					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00
9.	**HENAL DIPESH SHAH***					
	At the beginning of the year	**01.04.2018**	0	0.00	0	0.00
	Date wise Increase/Decrease in shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc):	No Change				
	At the end of the year	**31.03.2019**	0	0.00	0	0.00

***Resigned as a Company Secretary w.e.f. 31.12.2018**

V. INDEBTEDNESS

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

(Rs. in lacs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	189.69	532.10	0.00	721.79
ii) Interest due but not paid	0	36.90	0.00	36.90
iii) Interest accrued but not due	0	0.00	0.00	0.00
Total (i+ii+iii)	**189.69**	**569.00**	**0.00**	**758.69**
Change in Indebtedness during the financial year				
Addition	20.18	145.93	0.00	145.93
Reduction	85.96	11.39	0.00	11.39
Net Change	**-65.78**	**134.54**	**0.00**	**68.76**
Indebtedness at the end of the financial year				
i) Principal Amount	123.91	647.33	0.00	771.24
ii) Interest due but not paid	0	56.22	0.00	56.22
iii) Interest accrued but not due	0	0.00	0.00	0.00
Total (i+ii+iii)	**123.91**	**703.55**	**0.00**	**827.46**

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. in lacs)

S. N.	Particulars of Remuneration	Mr. Bharatkumar Lekhi	Mr. Umeshbhai Lavingia	Amount
1.	Gross Salary	**12.25**	**12.25**	**24.50**
	(a). Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	
	(b). Value of perquisites under Section 17(2) Income Tax Act, 1961	-		
	(c). Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-		
2.	Stock Options	-		
3.	Sweat Equity	-		
4.	Commission	-		
5.	Others, please specify	-		
Total (A)		**12.25**	**12.25**	**24.50**
Ceiling as per the Act		**Within the Limits of Schedule V of the Companies Act, 2013 and limit approved by the members**		

B. Remuneration to other Directors

1. Independent Directors **(In Rs.)**

S. N.	Particulars of Remuneration	Milind S. Desai	Mr. Virendrasingh M. Rawat	Mr. Sudhir V. Kulkarni	Shrenik Mr. M. Trivedi
	Fee for attending Board/Committee Meetings	35000	10000	25000	30000
	Commission				
	Others, please specify				
	Total (B)(1)	**35000**	**10000**	**25000**	**30000**

2. Other Non-Independent Directors **(In Rs.)**

S. N.	Particulars of Remuneration				
	Fee for attending Board/Committee Meetings				
	Commission				
	Others, please specify				
	Total (B)(2)	**0**	**0**	**0**	**0**
	Total (B)= (B)(1)+ (B)(2)	35000	10000	25000	30000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

(Rs. in lacs)

S. N.	Particulars of Remuneration	Key Managerial Personnel		Total
		Ms. Henal Shah* CS	Mr. Kantilal Panchal CFO	Amount Rs.
1.	Gross Salary	**2.27**	**4.41**	**6.68**
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-
2.	Stock Options	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	**2.27**	**4.41**	**6.68**

*Resigned as a Company Secretary w.e.f. 31.12.2018

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

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					
	Punishment					
	Compounding					
B.	**DIRECTORS**					
	Penalty					
	Punishment					
	Compounding					
C.	**OTHER OFFICERS IN DEFAULT**					
	Penalty					
	Punishment					
	Compounding					

ANNEXURE: A
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Global economy:

The global growth momentum remains steady across the various developed and underdeveloped economies and in the near future no sharp upward revival is seen in the global economy. The factors which likely to affect the global economy are global trade war, Brexit, tensions and unrest in the various part of the world and various other local and global reason affecting the economies of the countries.

Indian Economy:

India has emerged as the fastest growing major economy in the world and is expected to be one of the top economies of the world in the next couple of decades. Last few quarters are experiencing the lower growth rate in the economy. The government is tried to improve the economic scenario of the country by formulating and implementation of various policies and decision such as labour reforms, increase participation of the youth in various program, focus on higher and skilled education program. However higher number of young work force, Household savings and policy reforms are the main factors to drive the growth of the economy in the future. Lower interest rates, higher income and various other factors will continue to boost economies.

Industry Structure and Developments:

The real estate sector is one of the most globally recognized sectors. The real estate sector comprises four sub sectors - housing, retail, hospitality, and commercial. In India, real estate is the second largest employment provider after agriculture. and is stated to grow at 30 per cent over the next coming decade.

The growth in this sector is well complemented by the growth of the corporate environment and the demand for the commercial space as well as urban and semi-urban accommodations. The Indian real estate market is expected to touch US$ 180 billion by 2020 contribute more than 10% of the Country's GDP. The market size of this sector is expected to increase at a Compound Annual Growth Rate (CAGR) of more than 10.00 per cent. Growing requirement of space from sectors such as education, healthcare, retail, logistic, and e-commerce will contribute aggressively in the demand for the real estate.

With the introduction of "The Real Estate (Regulation and Development Act), 2016" ("RERA"), Benami Transaction Act, Several exemption to real estate sector in the various direct and indirect taxation laws, Affordable Housing Scheme, Subsidies to the home buyers and various other incentives to the buyers will boost the demand for the real estates.

It is also expected that this sector will incur more non-resident Indian (NRI) investments in both the short term and the long term. As per various surveys Bengaluru is expected to be the most favored property investment destination for NRIs, followed by Ahmedabad, Pune, Chennai, Goa, Delhi and Dehradun.

Private Equity (PE) funds and Non-Banking Financial Companies (NBFCs) in India are seen increasingly investing jointly in real estate projects, in order to hedge risk and undertake bigger transactions.

Nowadays it is very difficult to get non-agricultural permission for the land parcel which hampers the land business and also drag the overall performance.

Investments

The Indian real estate sector has witnessed high growth in recent times with the rise in demand for office as well as residential spaces.

Government Initiatives

With the strong majority government at the Center, it is likely that the reforms will be placed in the top speed. It is expected that the government will continue to broaden the scope and reach of its existing schemes and projects such as Smart City Project, Affordable Housing Scheme. The Government of India has relaxed the norms to allow Foreign Direct Investment (FDI) in the construction development sector. This move should boost affordable housing projects and smart cities across the country.

The Challenges

The key challenges that the Indian real estate industry is facing today are:

- Increased cost of compliance and manpower;
- Shortage of Skilled Manpower;
- Lack of clear land titles;
- Delays in project approval and other procedural difficulties;
- Absence of industry status;
- Lack of adequate sources of finance;
- Lower sales volume

Road Ahead

Responding to an increasingly well-informed consumer base and, bearing in mind the aspect of globalization, Indian real estate developers have shifted gears and accepted fresh challenges. The most marked change has been the shift from family owned businesses to that of professionally managed ones. Real estate developers, in meeting the growing need for managing multiple projects across cities, are also investing in centralized processes to source material and organize manpower and hiring qualified professionals in areas like project management, architecture and engineering.

The growing flow of FDI into Indian real estate is encouraging increased transparency.

Financial Performance:

Particulars	Year ended 31.03.2019 (Rs in Lacs)	Year ended 31.03.2018 (Rs in Lacs)
Income for the year was	426.23	492.14
The year's working shows a Gross Profit of	-20.27	72.48
Out of which, Provisions have been made for :-		
Depreciation	66.57	68.17
Exceptional item	Nil	-38.88
Provision for Taxation :		
(i) Current Income Tax	0.56	8.35
(ii) Deferred Tax	-0.82	-5.46
(iii) Mat Credit Entitlement	0.00	-4.70
Provision for doubtfull debts	0.00	0.00
Previous year expenses	0.00	0.00
Profit after Income Tax	(88.22)	45.00

Outlook on Risks and Concerns:

Your Company is exposed to a number of risks such as economic, regulatory, taxation and environmental risks and also the investment outlook towards Indian Real Estate Sector. Some of the risks that may arise in its normal course of its business and impact its ability for future developments include inter-alia credit risk, liquidity risk, regulatory risk, commodity inflation risk and market risk.

Internal Control System:

The Company has adequate internal control systems and procedures with regard to purchase, stores and raw materials including components, plant and machinery, other assets and for sale of goods.

The Company has an adequate internal audit system commensurate with size and nature of its business. The Company has engaged a firm of Chartered Accountants for its internal audit function. Reports of Internal Auditors are reviewed in the meetings of the Audit Committee of the Board.

Industrial Relations & Human Resource Development:

The Company has always valued its human resources and considered them as the biggest assets of the Company. The Company believe in the infinite potential of each employees and focus on the overall development of each employees. Industrial relations continued to be harmonious and cordial throughout the year. The company employed 76 number of employees as on 31st March, 2019.

Cautionary Statement:

Statement in this report on Management's Discussion and Analysis describing the company's objectives, projections, estimates, expectations or predictions may be forward looking statements and are based on certain assumptions and happenings of future events. Actual result could however differ materially from those expressed or implied. Important factors that could make a difference to the company's operations include global and domestic demand-supply conditions, finished goods prices, raw material cost and availability, Changes in government regulations and tax structure, economic developments within India and other factors such as litigation and industrial relations. The Company assumes no responsibility in respect of forward looking statements herein which may undergo changes in future on the basis of subsequent developments, information and events.

"ANNEXURE B"

SECRETARIAL AUDIT REPORT

FORM NO. MR-3

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2019

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,
Sterling Greenwoods Limited

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Sterling Greenwoods Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of 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 2019 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 2019 according to the provisions of:

i. The Companies Act, 2013 (the Act) and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

   a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

v. As per the explanations and clarifications given to me and the representation made by the management, during the period under review, there are no specific laws applicable to Company.

I have also examined compliance with the applicable clauses of the following:

i. Secretarial Standards issued by The Institute of Company Secretaries of India.

ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review and as per the explanations and clarification given to me and the representation made by the Company, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to late filing of certain e-forms.

The Company was not required to comply with the provision of other regulation listed in the Form No. MR-3 prescribed under the Companies Rules, 2014 as there were no instance/ events falling within the preview of these regulations during the financial year.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

I further report that, the compliance under the applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts, done by the Company, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

I further report that the 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.

I further report that Majority decision is carried out through while the dissenting members' views 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 as mentioned hereinabove.

I further report that during the period under review:

1. Special Notice and Requisition under section 100 (2) read with Section 169 of the Companies Act, 2013 and the rules framed there under received from one shareholder for removal of one of the Director of the Company. Pursuant to special notice Extra Ordinary General Meeting (EOGM) was held on 10th May 2017. However director approached National Company Law Tribunal (NCLT) under Section 241 & 242 of the Companies Act, 2013. NCLT has directed that results of voting at EOGM can be declared by the Company, however implementation have been stayed till the tribunal directs otherwise. The decision is still pending at NCLT.
2. One of the Shareholder approach National Company Law Tribunal (NCLT) under section 58 & 59 of the Companies Act, 2013 for rectification of register of member. The decision is still pending at NCLT.
3. The company has filed a case against one of the ex-Director of the Company Mrs. Meeta Mathur under section 452 of the Companies Act, 2013 and Section 403,404 and 406 of the Indian Penal Code for Eviction of the Company's Property Situated at Flat No. 201, Ambience Tower, Bodakdev, Ahmedabad, Vide Case No. 46618 in the Metropolitan Court. The Court had already issued a summon to Director. The decision is still Pending.
4. The Company has filed a FIR No. I/71/2018 at Vastrapur Police Station against Director and Ex Managing Director of the company. The case is pending at Gujarat High Court.
5. The Company has received letter dated 26th April, 2018 from an anonymous sender inter-alia alleging transfer of assets of the Company in the year 2009-10 without compliance of law. Subsequent to receipt of this letter the Company appointed M/s. D. Shah & Associates to investigate claims made in the said letter. M/s. D. Shah Associates vide his report dated 31st October, 2018 inter alia confirm non-compliance of various legislations referred in the said report. The Company based on the said report filed following two suits:
   (a) Special Civil Suit No. 32 of 2019, filed before the hounrable the Court of the Civil Judge (Senior Division) at Kalol against M/s. Paksh Developers Private Limited, Mrs. Meeta Mathur, Ex-Director, Mr. Ankit Mathur, Ex- Managing Director, Mr. Kunal Mathur, Ex-Director, and Mr. Anurag Agarwal, Ex- Managing Director of the Company.
   (b) Special Civil Suit No. 21 of 2019, in the Court of Civil Judge (Senior Division) at Sanad against M/s. Paksh Developers Private Limited, Mrs. Meeta Mathur, Ex-Director, Mr. Ankit Mathur, Ex- Managing Director, Mr. Kunal Mathur, Ex-Director, and Mr. Anurag Agarwal, Ex- Managing Director of the Company.

Place : Ahmedabad
Date : 26th August, 2019

Amit Patel
Company Secretary
M. No.: F8291
C. P. No. 15068

Note: This report is to be read with my letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

'ANNEXURE A'

To,
The Members,
Sterling Greenwoods Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
4. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Ahmedabad
Date : 26th August, 2019

Amit Patel
Company Secretary
M. No.: F8291
C. P. No. 15068

INDEPENDENT AUDITORS' REPORT

TO,
THE MEMBERS OF
STERLING GREENWOODS LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of STERLING GREENWOODS Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2019, and the statement of Profit and Loss, Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31/03/2019, and its Loss and other comprehensive income,changes in equity and cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

The Key Audit Matter	How our audit addressed the key audit matter
A. Valuation of Inventories. Refer to note 1.6 to the financial statements. As described in the accounting policies in note 1.6 to the financial statements, inventories are carried at the lower of cost and net realizable value. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realizable value below cost based upon future plans for sale of inventory.	We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions by:- 1. Completing a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; including sample based physical verification. 3. Verifying for a sample of individual products that costs have been correctly recorded. 4. Comparing the net realizable value to the cost price of inventories to check for completeness of the associated provision.
B. Valuation and existence of Non-Current and Current Investments Valuation and existence of Non-Current and Current Investments designated at fair value through profit	Our audit procedures over the valuation of the Investments included agreeing the fair valuation of all Investments held at March 31, 2019 to the Net Assets Value provided by the respective Equity Shares

The Key Audit Matter	How our audit addressed the key audit matter
or loss are valued at 121.42 lakh and classified as level 3 financial instruments in the fair value hierarchy. Further disclosures on the Investments are included in note 29.14 to the financial statements. This was an area of focus for our audit and the area where significant audit effort was directed. As at March 31, 2019, the Investments are in Equity Shares of Unquoted	Our Observation: Based on the audit procedures performed, we are satisfied with valuation and existence of non-current and current investment
C. REVENUE RECOGNITION To ensure accuracy of recognition, measurement, presentation and disclosures of revenues and related accounts.	**Principal Audit Procedures:** We have assessed the Company's internal control surrounding its revenue transactions, We tested the key controls identified. We performed substantive detail testing by selecting a sample revenue transactions, that we considered appropriate to test the evidence of effectiveness of the internal controls nd adherence to accounting policies in recognizing the evenue, and the rebates and discounts there against.
D. Tax Liability including MAT Credit Evaluation of uncertain Tax positions, the Company has uncertain Tax positions, including matter under dispute which involve significant judgment to determine the possible outcome of these disputes.	**Principal Audit Procedures:** Obtained details of computed tax assessments, demand and appeal there against as at 31st March,2019. Review the management's underlying assumptions in estimating the Tax provisions and the possible outcome of the disputes, based on legal and other precedent in valuating management's position on these uncertain tax position.

Other Information (or another title if appropriate, such as "Information Other than the Standalone Financial Statements and Auditors' Report Thereon")

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. This report doesn't include a statement on the matters specified in paragraph 3 and 4 of the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India, in terms of sub section 11 of section 143 of the companies Act, 2013 since in Our opinion and according to the information and explanation given to us, the details of the said Order are given in Annexure A to this Report.

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

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the tatement of Cash Flows and 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 Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors as on 31/03/2019 taken on record by the Board of Directors, none of the directors is disqualified as 31/03/2019 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, we give report of the same in Annexure B to this Report.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended : In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act..

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements as stated in in Note No. 29.1 and 29.2.

      ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

      iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund by the Company. The question of delay in transferring such sums does not arise.

Date : 10th May, 2019
Place : Ahmedabad

FOR JAYESHM M SHAH & CO.
(Chartered Accountants)
Reg No. : 104173W

(JAYESH M. SHAH)
Proprietor
M.No. : 030368

ANNEXURE "A " TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of the Independent auditors' report of even date to the members of Sterling Greenwoods Limited on the financial statements for the year ended 31st March, 2019.)

We report that:

(i) In respect of Fixed Assets

(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets except resorts assets which requires updation.

(b) As per information and explanation given to us, the physical verification of its fixed assets have been carried out by the management at the end of year, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. As per the information and explanation given to us, no discrepancies have been noticed by the management on the fixed assets other than the resort's assets. The reconciliation of the renovated resort assets are in progress and in absence of the final out put we are unable to comment on resort assets. We have been informed that the discrepancies, if any, will be dealt in the books of accounts on completion of reconciliation.

(c) According to the Information and explanation given to us and the records examined by us as disclosed in Note No. 2 and based on the examination of the registered sale deed/purchase deed/ allotment letters – Allotment Certificate, share certificate etc. provided to us, we report that, the title deed, comprising immovable properties of lands and acquired buildings which are freehold except land valuing Rs. 22,42,400/- and property valuing Rs. 2,78,344/-, are held in the name of the company as at the balance sheet date. Further possession of property valuing Rs. 278344/- is not with the Company.

(ii) In respect of Inventories, as per the information and explanation given to us, the inventories have been physical verified by the management at the end of the year, which in our opinion is reasonable having regard to the size of the company and the nature of its activity. As per the information and explanation given to us no material discrepancies noticed on physical verification.

(iii) In respect of Loans and Advances Granted during the year.

a) The Company has granted loans to its subsidiary/Associate company covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

b) In the case of the loans granted to its subsidiary/Associate company listed in the register maintained under section 189 of the Act, is not prejudicial to the Company's interest, the loans have been granted is interest free, further there in no stipulation for repayment of the loans granted hence, the question of regular in the payment of the interest is not relevant. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3(iii) (b) of the Order is not applicable to the Company in respect of repayment of the principal amount.

c) Since there is no stipulation in repayment of principal, there are no overdue amounts of more than ninety days in respect of the loans granted to its subsidiary company listed in the register maintained under section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of Section 185 and 186 of the companies Act,2013 in respect of grant of loans, making investments. However the Company has not provided any guarantees and securities.

(v) In our opinion and according to the information and explanation given to us, the company has complied with the provisions of section 73 to section 76 and other relevant provisions of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rules, 2014 with regard to the deposits accepted from the members and the public.

(vi) As per the information and explanation provided to us the company is not required to maintain the cost records as per the provisions of Companies (Cost Records and Audit) Rules 2014, hence Clause (vi) of the Companies (Auditor's Report) order,2015 are not applicable.

(vii) In respect of Statutory Dues

According to the information and explanation given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues including Provident Fund, Investor education and protection fund, Employees' state Insurance, income tax, Vat/Sales Tax, GST, Service Tax, Custom Duty, Excise duty, Cess and any other material statutory dues applicable to it with the appropriate authorities.

(b) According to information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2019 for a period of more than six months from the date of becoming payable.

(c) Details of dues of Income Tax and Service Tax which have not been deposited as on March 31, 2019 on account of disputes are given below:

Name of the Statue	Nature of Dues	Year	Amount	Forum where dispute is pending
Service Tax	Service Tax Penalty	2002-03 to 2007-08	3410080	Appellate Tribunal
Service Tax	Service Tax Penalty	2004-05 to 2008-09	2303073	Appellate Tribunal
Service Tax	Service Tax Demand	2004-05 to 2008-09	1128073	Audit Department
Service Tax	Service Tax Demand	2008-09	182101	Appellate Tribunal
Service Tax	Service Tax Penalty	2008-09	482101	Appellate Tribunal
Service Tax	Service Tax Demand	2009-10	326572	Appellate Tribunal
Service Tax	Service Tax Penalty	2009-10	776572	Appellate Tribunal
Service Tax	Service Tax Demand	2010-11	221367	Appellate Tribunal
Service Tax	Service Tax Penalty	2010-11	421367	Appellate Tribunal

(viii) In our opinion and according to the information and explanation given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks and government and des to the debenture holders.

(ix) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purpose for which they are raised. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments).

(x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the company by its officers or employees has been noticed or reported during the year.

(xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and reporting under clause (xiv) of CARO 2016 Order is not applicable to the Company.

(xv) In our opinion and according to the information and explanations given to us , during the year the Company has not entered into any non cash transactions with its directors or directors of the holding, subsidiary or associate company as applicable or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For, Jayesh M Shah & Co.,
Chartered Accountants
Firm Reg. Number: 104173W

Jayesh M Shah
Proprietor
M.No.: 030638

Place : Ahmedabad
Date : 10/05/2019

Annexure - 'B' to the Independent Auditors' Report

(Referred to clause (f) of Paragraph 2 under 'Report on Other Legal and Regulatory Requirements' of the Independent auditors' to the Independent Auditor's Report of even date to the members of Sterling Greenwoods Limited on the Ind AS financial statements for the year ended 31st March,2019

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 Sterling Greenwood Limited ("the Company") as at 31st March, 2019 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013 ,to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. 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 materialrespects.

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 orerror.

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 financialstatements.

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 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For, Jayesh M Shah & Co.,
Chartered Accountants
Firm Reg. Number: 104173W

Jayesh M Shah
Proprietor
M.No.: 030638

Place : Ahmedabad
Date : 10/05/2019

BALANCE SHEET AS AT 31 March, 2019

	Particulars	Note	31/03/2019	31/03/2018
I.	**ASSETS**			
1	**Non-current assets**			
	(a) Property, Plant & Equipments	2	247397992	245962072
	(b) Capital Work-in-progess	2	2604961	2604961
	(c) Other intangible assets		‘	‘
	(d) Financial Assets			
	(i) Investment	3	12141810	11988458
	(ii) Other financial assets	4	7473822	7369933
	(c) Deferred tax assets (net)	5	5097413	5179712
	(e) Other non-current assets	6	9890928	10526004
	Total Non-current assets		**284606926**	**283631140**
2.	**Current assets**			
	(a) Inventories	7	35381036	32220906
	(b) Financial Assets			
	(i) Trade receivables	8	991500	1765149
	(iii) Cash and cash equivalents	9	13037561	13351624
	(iv) Other Financial assets	10	17802402	15771567
	(c) Current tax assets (net)			
	(d) Other current assets	11	1178014	1227728
	Total Current assets		**68390513**	**64336974**
	Total		**352997439**	**347968114**
II.	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity Share Capital	12	42859960	42859960
	(b) Other Equity	13	150808841	152092609
	Total Equity		**193668801**	**194952569**
2	**LIABILITIES**			
	Non-current Liabilities			
	(a) Financial Liablities			
	(i) Borrowing	14	25005556	26637235
	(i) Other financial liablities	15	8855536	8338669
	(b) Deferred tax liablities (net)		0	0
	(c) Provisions	16	2196817	2196817
	(d) Other Non-current liablities		0	0
	Total Non-current Liabilities		**36057909**	**37172721**
(4)	**Current Libilities**			
	(a) Financial Liablities			
	(i) Borrowings	17	64611230	53767923
	(i) Other financial liablities	18	883377	2044961
	(b) Deferred tax liablities (net)		0	0
	(c) Provisions	19	0	790000
	(d) Other Current liablities	20	57776122	59239941
	Total Current Liabilities		**123270729**	**115842825**
	Total		**352997439**	**347968114**

The notes referred to above are an integral part of Financial Statements.

Significant Accounting Policies and Notes as per Note ‘1’ to ‘29’

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31/03/2019

	Particulars	Note	31/03/2019 (Figures in Rs.)	31/03/2018 (Figures in Rs.)
I.	**Revenue from operations**	21	37730051	45447259
II.	**Other Income**	22	4893009	3766558
III.	**Total Revenue (I +II)**		**42623060**	**49213817**
IV.	**Expenses:**			
	Cost of Land purchased	23-A	4200000	6387522
	Food,Beverages & Consumable consumed (Resorts)	23-B	5183141	3992773
	Schemes Development Expenses	23-C	342950	292850
	Increase/(Decrease) in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-3147495	-6221793
	Employee benefit expense	25	14176547	14139419
	Financial costs	26	8519570	6843157
	Depreciation and amortization expense	2	8088753	8248791
	Less: Transfer to Revaluation Reserve		-1431933	-1431933
	Other expenses	27	15374392	16531897
	Total Expenses		**51305925**	**48782684**
V.	**Profit before exceptional and extraordinary items and tax**	(III - IV)	**-8682865**	**431133**
VI.	**Exceptional Items**			
V.	**Exceptional items**		0	3888484
VII.	**Profit before extraordinary items and tax**	(V-VI)	**-8682865**	**4319617**
VIII.	**Extraordinary Items**		0	0
IX.	**Profit before tax (VII - VIII)**		**-8682865**	**4319617**
X.	**Tax expense:**			
	(1) Current tax		0	820000
	(2) Mat Credit Entitlement		0	470000
	(3) Tax Exp.relating to prior years		56447	15793
	(4) Deferred tax		-82299	546430
XI.	**Profit(Loss) for the period from continuing operations**	(IX-X(1)+X(2))	**-8821611**	**4500254**
XII.	Profit/(Loss) from discontinuing operations		0	0
XIII.	Tax expense of discounting operations		0	0
XIV.	Profit/(Loss) from Discontinuing operations	(XII - XIII)	0	0
XII.	**Profit/(Loss) for the period**		**-8821611**	**4500254**
XIII.	**Earning per equity share of Rs. 10/- Basic and Diluted**		-2.08	1.06

The notes referred to above are an integral part of Financial Statements.

Significant Accounting Policies and Notes as per Note ‘1’ to ‘29’

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in Rs.)

PARTICULARS	2018-19	2018-19	2017-18	2017-18
A. CASH FLOW FROM OPERATING ACTIVITIES:				
Net Profit/(Loss) before tax & extraordinary items		(8,682,865)		4,319,617
Adjusted for :				
Depreciation	6,656,820		6,816,858	
Dividend received	-		-	
Loss on Sale of asset	-		12,801	
Profit on sale of asset	-		(3,901,285)	
Interest (Net)	7,718,041	14,374,861	6,042,013	8,970,386
Operating Profit Before working capital changes				
Adjustments For:				
Inventory	(3,160,130)		(6,375,412)	
Trade Receivables	773,649		276,831	
Other non-Current Assets	635,076		2,007,440	
Non current investments	-		-	
Short Term Loans & Advances	(2,030,835)		(2,138,115)	
Other Long Term Liabilities	516,867		390,375	
Trade payables	(1,161,584)		(3,886,958)	
Other Current Liabilities	(1,463,819)		(11,103,949)	
Long Term Provisions	-		-	
Short Term Provisions	(790,000)		(611,000)	
Other Current Assets	49,714		(100,562)	
Short Term borrowing	10,843,307		30,523,112	
Direct Taxes Paid	(56,447)	4,155,798	(365,793)	8,615,969
Net Cash flow from operating activity (A)		**9,847,795**		**21,905,972**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(554,897)		(42,523,132)	
Capital WIP	-		36,125,559	
Sale of Fixed Assets	-		4,295,238	
Profit on Sale of Asset	-		-	
Increase in Financial Assets	(257,241)		(2,144,137)	
Fixed Deposits	-		-	
Direct tax				
Net Cash used in investing activities (B)		**(812,138)**		**(4,246,472)**
C. CASH FLOWFROM FINANCING ACTIVITIES				
Long Term Loans & Advances	-		-	
Long Term Borrowing	(1,631,679)		(9,766,563)	
Dividend Received	-		-	
Interest Paid	(8,519,570)		(6,843,157)	
Interest Received	801,529		801,144	
Net Cash in Flow from Financing Activities (C)		**(9,349,720)**		**(15,808,577)**
Net Increase in cash and Cash Equivalent (A+B+C)		(314,063)		1,850,924
Cash and Cash Equivalents as at 1/04/2018 (Opening Bal.)		13,351,624		11,500,702
Cash and Cash Equivalents as at 31/03/2019 (Closing Bal.)		13,037,561		13,351,625
Notes to the Cash Flow Statement for the year ended on 31.03.2019		(0)		

(1) The Cash Flow Statement has been prepared in accordance with the requirements of Ind AS 107 "Cash Flow Statement" issued by the Institute of Chartered Accountants of India.

(2) Figures in bracket indicate cash Outflow.

(3) The previous year figures have been regrouped/restated wherever necessary to conform to this year's classification.

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

	Particulars	Balance
A.	**Equity Share Capital**	
	As at 31st March 2018	42859960
	Changes in equity share capital during the year	0
	As at 31st March 2019	**42859960**

	Particicluars	As at 31/03/2019	As at 31/03/2018
B.	**Other Equity**		
	Revaluation reserve		
	Balance as per last year	95134991	96566924
	Less: Revaluation Reserve written back on sales of assets	0	0
	Less: Up-Lift dep. Transfer from Profit & Loss A/c	1431933	1431933
	Balance	93703058	95134991
	Surplus in the Statement of Profit & Loss		
	As at Commencement of the Year	56957618	52457364
	Balance	**56957618**	**52457364**
	Add: Transferred from Profit & Loss Account	-8821611	4500254
	Add: Excess Provision of Depreciation Written Back*	8969776	0
	Net Surplus as per Statement of Profit & Loss	**57105783**	**56957618**
	Total Other Equity (A+B)	**150808841**	**152092609**

Notes to the Financial Statements for the Year Ended 31st March, 2019

1. CORPORATE AND GENERAL INFORMATION

STERLING GREENWOODS LIMITED ("the company"), is a public limited Company incorporated as private limited company in 1992 and subsequently converted to public limited company. The company's shares are listed on Bombay Stock Exchange. The registered office of the Company is located at Sunrise Shopping Centre, Opp. Drive in Cinema, Ahmedabad- 380054.

1.1. BASIS OF ACCOUNTING AND SIGNIFICANT ACCOUNTING POLICIES

(A) BASIS OF PREPARTION OF FINANCIAL STATEMENTS

1.1 Statement of Compliance

These Fnancial statements have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed by Ministry of Corporate Afairs pursuant to Section 133 of the Companies Act, 2013 ("the Act"), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

1.2 Basis of Measurement

The Fnancial statements have been prepared on historical cost convention, except for following:

- Financial assets and liabilities (including derivative instruments) that are measured at fair value/ amortised cost;
- Non-current assets held for sale are measured at the lower of the carrying amount and fair value less cost to sell;

1.3 Functional and Presentation Currency

The Fnancial statements have been presented in Indian Rupees (Rs.), which is also the Company's functional currency. All fnancial information presented in (Rs.) has been rounded of to the nearest Rupee as per the requirements of Schedule III, unless otherwise stated.

1.4 Use of Estimates and Judgments

The preparation of Fnancial statements require judgments, estimates and assumptions to be made that afect the reported amount of assets and liabilities including contingent liabilities on the date of the fnancial statements and the reported amount of revenues and expenses during the reporting period. Diference between actual results and estimates are recognized in the period prospectively in which the results are known/materialised.

1.5 Current Vs. Non-Current classifcation

The Company presents assets and liabilities in the balance sheet based on current/non-current classifcation. An asset is classifed as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period ; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classifed as non-current.

A liability is classifed as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months as per the reporting period ; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifes all other liabilities as non-current.

Deferred tax assets and liabilities are classifed as non-current assets and non-current liabilities respectively.

(B) SIGNIFICANT ACCOUNTING POLICIES

A summary of the signifcant accounting policies applied in the preparation of the fnancial statements are given below. These accounting policies have been applied consistently to all the periods presented in the fnancial statements.

1.6 Inventories

Inventories are valued at the lower of cost and net realizable value.

- The inventories of materials, stores and consumables etc., are valued at lower of cost and net realizable value. Cost includes cost of purchase, non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is computed on weighted average basis.
- Land inventory including plots have been valued at lower of cost or net realisable value. Land which is under development/in near future is classified as current asset. Land which is held for undetermined use or for future development is classified as fixed assets.
- Work in progress (Fancing) is valued at cos or net realizable value. Cost includes direct material and labour and direct expenses.
- Finished Goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing cost. Cost is determined on weighted average cost basis.
- Traded Goods: cost includes cost or purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated cost necessary to make the sale.

1.7 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity of three months or less, which are subject to an insignifcant risk of change in value.

1.8 Income Tax

Income tax comprises current and deferred tax. It is recognized in the statement of proft and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

a) Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted, by the end of the reporting period.

b) Deferred Tax

Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

- Deferred tax is recognized in respect of temporary diferences between the carrying amounts of assets and liabilities for fnancial reporting purposes and the corresponding amounts used for taxation purposes (i.e.taxbase). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable proft will be available against which the deductible temporary diferences, and the carry forward of unused tax credits and unused tax losses can be utilised.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that sufcient taxable proft will be available to allow the beneft of part or that entire deferred tax asset to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufcient taxable proft will be available.

- Deferred tax relating to items recognised outside the statement of proft and loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly inequity.
- Deferred tax assets and liabilities are ofset when there is a legally enforceable right to setof current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.
- Minimum alternate tax (MAT) paid in a year is charged to the statement of profit & loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the period i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the guidance note on accounting for Credit Available in respect of Minimum Alternate Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT credit entitlement" The company reviews the "MAT credit entitlement" asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

1.9 Property, Plant and Equipment

a) Recognition and Measurement

- Property, plant and equipment held for use in the and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation/ amortisation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including non-refundable import duties and taxes, as per deducting any trade discounts and rebates, borrowing cost, if capitalization criteria is met and any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located. the cost includes excise duty, value added tax and service tax etc However, w.e.f 01.07.17, G.ST. is excluded to the extent credit of the duty or tax is availed of.
- Proft or loss arising on the disposal of property, plant and equipment are recognized in the statement of proft and loss. Gain or losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the Statement of Profit and Loss within Other Gain/Losses.

b) Subsequent Expenditure

- Subsequent costs are included in the asset's carrying amount, only when it is probable that future economic benefts associated with the cost incurred will fow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for any component accounted for as a separate asset is derecognised when replaced.
- Major inspection /repairs /overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfed. Any unamortised part of the previously recognised expenses of similar nature is derecognised.

c) Depreciation and Amortisation-Tangible Assets

- Depreciation on property, plant and equipment is provided on straight line method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.
- Each part of items of property, plant and equipment with a cost that is signifcant in relation to the total cost of the item is depreciated separately.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each fnancial year-end and adjusted, if appropriate.

- The residual value for all the assets are retained at 5% of the cost
- Useful life of the Tangible assets as per Part C of Schedule II of the Act read with notification dated 29.08.2014 of Ministry of corporate affairs is as follows :

Category of assets	Useful life of Asset as per Schedule II
Building	30 Years
Electric installation	10 Years
Computer	6 Years
Vehicles	6 Years
Office Equipment	5 Years
Furniture & Fixtures	10 Years

d) Reclassifcation to Investment Property

When the use of a property changes from owner-occupied to investment property, the property is reclassifed as investment property only when it has substantial value on the date of reclassifcation and if so it is reclassified at its carrying amount.

1.10 Amortization of Intangible Assets

Intangible assets acquired are accounted at their acquisition cost and are amortised over its useful life.

1.11 Impairment of Non Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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 costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which these are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating units).Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.12 Leases

a) Determining whether an arrangement contains a lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, (or contains), a lease if fulfllment of the arrangement is dependent on the use of a specifc asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specifed in an arrangement.

For arrangements entered prior to the date of transition, the Company has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

b) Company as lessor

a. Finance Lease

Leases which efectively transfer to the lessee substantially all the risks and benefts incidental to ownership of the leased item are classifed and accounted for as fnance lease. Lease rental receipts are apportioned between the fnance income and capital repayment based on the implicit rate of return. Contingent rents are recognised as revenue in the period in which they are earned.

b. Operating Lease

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classifed as operating leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected infationary costs.

c) **Company as Lessee**

Finance Lease

Finance leases, which efectively transfer to the lessee substantially all the risks and benefts incidental to ownership of the leased item, are capitalised at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the fnance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of proft and loss. Lease management fees, legal charges and other initial direct costs are capitalised.

If there is no reasonable certainity that the Company will obtain the ownership by the end of lease term, capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Operating Lease

Assets acquired on leases where a signifcant portion of risk and reward is retained by the lessor are classifed as operating leases. Lease rental are charged to statement of proft and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the lessor with expected infationary costs.

1.13 Revenue Recognition

- Revenue is recognised to the extent that it is probable that the economic benefts will fow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defned terms of payment and excluding taxes or duties collected on behalf of the Government.
- The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefts will fow to the entity and specifc criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifc of each arrangement.

a) **Sale of Goods**

Revenue from the sale of developed plot/land and other rights is recognized when signifcant risks and rewards of ownership are transferred to customers and the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor efective control over the goods sold. Revenue from the sale of goods is measured at the fair value of the consideration received or receivables, net of returns and allowances., trade discounts and volume rebates.

b) **Sale of Services**

Revenue from services is recognized in the accounting period in which the services are rendered and when invoices are raised.

c) **Interest Income**

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the efective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the fnancial instrument or a shorter period, where appropriate to the gross carrying amount of the fnancial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

d) **Dividend Income**

Dividend income from investments is recognised when the Company's right to receive payment has been established.

1.14 Employee Benefits

a) Short Term Employee Benefts

Short term employee beneft obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary benefts that are expected to be settled wholly within twelve months as at the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Benefts

The known liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

c) Post Employment Benefts

- **Defned Beneft Plans**

  The known liability, if any, recognised in the balance sheet in respect of defned beneft plans is the present value of the defned beneft obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of defned beneft plans is calculated separately for each plan by estimating the amount of future beneft that employees have earned in the current and prior periods. if any liability in a financial year it is charged to Statement of Profit and Loss account. The defned beneft obligation if any, is calculated annually by Actuaries using the projected unit credit method. In other cases, such expenditure are charged to Statement of Profit and Loss Account considering it as Short Term Benefits when it is crystalizes.

- **Defned Contribution Plan**

  Defned contributions, if any, to Statutory Schemes are charged to the statement of proft and loss of the year.

d) Termination Beneft

Expenditure incurred on Voluntary Retirement Scheme is charged to the statement of proft and loss immediately.

1.15 Foreign Currency Transactions

- Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions.
- Foreign Currency Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.
- Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in proft or loss in the year in which they arise.
- Non-monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

1.16 Borrowing Cost

- Borrowing Costs consist of interest and other costs that an entity incurs in connection with the borrowings of funds.
- Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalised as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use. The Company considers a period of twelve months or more as a substantial period of time.
- All other borrowing costs are recognised in the statement of proft and loss in the period in which they are incurred.

1.17 Financial Instruments

A fnancial instrument is any contract that gives rise to a fnancial asset of one entity and a fnancial liability or equity instrument of another entity.

a) **Financial Assets**

- **Recognition and Initial Measurement:**
  All fnancial assets are initially recognised when the Company becomes a party to the contractual provisions of the instruments. A fnancial asset is initially measured at fair value plus, in the case of fnancial assets not recorded at fair value through proft or loss, transaction costs that are attributable to the acquisition of the fnancial asset.

- **Classifcation and Subsequent Measurement:**
  For purposes of subsequent measurement, fnancial assets are classifed in four categories:

  ⇨ Measured at amortised cost;

  ⇨ Measured at fair value through other comprehensive income (FVTOCI);

  ⇨ Measured at fair value through proft or loss (FVTPL); and

  ⇨ Equity Instruments measured at fair value through other comprehensive income (FVTOCI).

  Financial assets are not reclassifed subsequent to their initial recognition, except if and in the period the Company changes its business model for managing fnancial assets.

  ⇨ Measured at amortised cost
  A fnancial asset is measured at the amortised cost if both the following conditions are met:

  ⇨ The asset is held within a business model whose objective is achieved by both collecting contractual cash fows; and

  ⇨ The contractual terms of the fnancial asset give rise on specifed dates to cash fows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

  As per initial measurement, such fnancial assets are subsequently measured at amortised cost using the efective interest rate (EIR) method.

  ⇨ Measured at FVTOCI

  A fnancial asset is measured at the FVTOCI if both the following conditions are met:

- The objective of the business model is achieved by both collecting contractual cash fows and selling the fnancial assets; and

- **The asset's contractual cash fows represent SPPI.**
  Financial assets meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognised in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the efective interest method is recognised in the statement of proft and loss in interest income. Where the asset is disposed of, the cumulative gain or loss previously accumulated in other comprehensive income reserve is transferred in the statement of proft and loss.

  ⇨ **Measured at FVTPL**
  FVTPL is a residual category for fnancial assets. Any fnancial assets, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classifed as FVTPL. In addition, the Company may elect to designate a fnancial asset, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. Financial asset included within the FVTPL category are measured at fair value with all changes recognised in the statement of proft and loss. Interest / dividend income on fnancial instruments measured at FVTPL are presented separately under other income.

  ⇨ **Equity Instruments measured at FVTOCI**
  All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classifed as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company makes such

election on an instrument-by-instrument basis. The classifcation is made on initial recognition and is irrevocable. In case the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no reclassifcation of the amounts from OCI to the statement of proft and loss, even on sale of investment.

- **Derecognition**

  The Company derecognises a fnancial asset on trade date only when the contractual rights to the cash fows from the asset expire, or when it transfers the fnancial asset and substantially all the risks and rewards of ownership of the asset to another entity.

- **Impairment of Financial Assets**

  In accordance with Ind As 109, the company uses Expected Credit Loss (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

  Expected credit losses measured through a loss allowance at an amount equal to:

  1.) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);or

  2.) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

  For trade receivables Company applies ‘simplified approach’ which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates.

  For other assets, the company uses 12 month ECL, if any, to provide for impairment loss where there is no significant increase in credit risk. If there significant increase in credit risk full lifetime ECL is used.

b) Financial Liabilities

- **Recognition and Initial Measurement**

  Financial liabilities are classifed, at initial recognition, as at fair value through proft or loss, loans and borrowings, payables or as derivatives, as appropriate. All fnancial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- **Subsequent Measurement**

  Financial liabilities are measured subsequently at amortised cost or FVTPL. A fnancial liability is classifed as FVTPL if it is classifed as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in proft or loss. Other fnancial liabilities are subsequently measured at amortised cost using the efective interest rate method. Interest expense and foreign exchange gains and losses are recognised in proft or loss. Any gain or loss on derecognition is also recognised in proft or loss.

- **Derecognition**

  A fnancial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

- **Ofsetting Financial Instruments**

  Financial assets and liabilities are ofset and the net amount reported in the balance sheet when there is a legally enforceable right to ofset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counterparty.

1.18 Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefts will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions, if any, are determined by discounting the expected future cash fows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that refects current market assessments of the time value of money and the risks specifc to the liability. The unwinding of the discount is recognised as fnance cost.

Onerous Contracts:

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic benefts expected to be received from it.

b) Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be confrmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognised because it is not possible that an outflow of resources embodying economic beneft will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other notes to fnancial statements.

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an infow of economic benefts. Contingent assets are not recognised though are disclosed, where an infow of economic benefts is probable.

1.19 Investment properties

- Investment property, if any, is property (comprising land or building or both) held to earn rental income or for capital appreciation or both, but not for sale in ordinary course of business, used in the production or supply of goods or services or for administrative purposes.
- Upon initial recognition, an investment property is measured at cost. Subsequently they are stated in the balance sheet at cost, less accumulated depreciation/amortisation and accumulated impairment losses, if any.
- Any gain or loss on disposal of investment property is determined as the diference between net disposal proceeds and the carrying amount of the property and is recognised in the statement of proft and loss.
- The depreciable investment property i.e., buildings, are depreciated on a straight line method at a rate determined based on the useful life as provided under Schedule II of the Act.
- Leasehold land if any, is amortised on a straight line basis over the period of lease.
- Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from the use and no future economic beneft is expected from their disposal. The net diference between the net disposal proceeds and the carrying amount of the asset is recognised in proft or loss in the period of derecognition.

1.20 Non-current assets (or disposal groups) held for sale and discontinued operations

- Non-current assets (or disposal groups) are classifed as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of the carrying amount and the fair value less cost to sell.
- An impairment loss, if any, is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative

impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.

- Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classifed as held for sale. Non-current assets (or disposal group), if any, classifed as held for sale are presented separately in the balance sheet. Any proft or loss, if any, arising from the sale or Remeasurement of discontinued operations is presented as part of a single line item in statement of proft and loss.

1.21 Earnings Per Share:

Basic earnings per share is calculated by dividing the net proft or loss for the period attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net proft or loss for the period attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding during the period are adjusted for the efects of all dilutive potential ordinary shares.

1.22 Cash dividend distribution to equity holders

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

1.23 Measurement of Fair Values

A number of the accounting policies and disclosures of the Company require the measurement of fair values, for both fnancial and non-fnancial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-fnancial asset takes into account a market participant's ability to generate economic benefts by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufcient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the fnancial statements are categorised within the fair value hierarchy, described as follows, based on the input that is signifcant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of signifcant assets and liabilities. Involvement of external valuers is decided by the management of the Company considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

1.24 New Standards/Amendments to Existing Standard issued but not yet efective up to the date of issuance of the Company's fnancial statements are disclosed below.

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules,2019 and Companies (Indian Accounting Standards) Second Rules, has notified the following new and amendments to Ind Ass which the company has not applied as they are effective from 01st April,2019. The Company will adopt new standard and amendment to existing standards with effect from 1stApril,2019.

Ind AS 116: Leases – Ind AS 116 will supersede the existing Ind AS 17. The new standard provides a comprehensive model to identify lease-arrangements and the treatment thereof in the financial statements of both the lessee and lessor. The new standard requires entities to make more judgments and estimates (e.g., determining when a customer has the right to direct the use of an identified asset, estimating the incremental rate of borrowing) and make more disclosures (e.g., discount rate, weighted average lease term, other qualitative and quantitative information).

Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. Ind AS 17 required classifying leases as finance lease and operating lease, the same is not required under Ind AS 116. Under Ind AS 116, a lessee measures right-of-use assets similar to other non-financial assets (such as property, plant and equipment) and lease liabilities similarly to other financial liabilities.

On initial application the Company will recognise new assets and liabilities for its operating leases of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to a) amortization change for the right-to-use asset, and b) interest accrued on lease liability.

Requirements with regard to lessor accounting are substantially similar to accounting requirements contained in Ind AS 17. Accordingly, a lessor will continue to classify its leases as operating leases or finance leases, and to account for those two types of leases differently.

The Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116 without adjusting the Comparatives.

The Company is currently evaluating the impact this standard will have on its financial statement.

a) **Ind AS 12 – Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments) -** The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12.

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following: (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability. The Company does not expect any significant impact of the amendment on its financial statements.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', On 30th March, 2019, in connection with accounting for plan amendments, curtailments and settlements. The Company does not have any impact on account of this amendment.

Ind AS 23 – Borrowing Costs- The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any significant impact from this amendment.

Ind AS 103 – Business Combinations and Ind AS 111 – Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. This amendment is currently not applicable to the Company.

Ind AS 109 – Prepayment Features with Negative Compensation

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its financial statements.

1.25 Signifcant Judgments and Key sources of Estimation in applying Accounting Policies

Information about signifcant judgments and key sources of estimation made in applying accounting policies that have the most signifcant efects on the amounts recognised in the fnancial statements is included in the following notes:

a) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilised. In addition, signifcant judgement is required in assessing the impact of any legal or economic limits.

b) Useful lives of depreciable/ amortizable assets (property, plant and equipment)

Management reviews its estimate of the useful lives of depreciable/ amortizable assets at each reporting date, based on the expected utility of the assets.

c) Provisions and Contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

d) Impairment of Financial Assets

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.

e) Fair value measurement of fnancial Instruments

When the fair values of fnancial assets and fnancial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash fow model. The input to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

NOTE - 2 - PROPERTY, PLANT & MACHINERY

PARTICULARS	TANGIBLE ASSETS											
	LAND	BUILD-ING	PLANT & MACHI-NERY	VEHICLE	FURNI-TURE	LIVE-STOCK	TOTAL	GWLR VRUDDH-ASHRAM PROJECT	TPM SERVICE APART-MENT	WIP RESORT	CAPITAL W.I.P. (RETHAL)	TOTAL
ASSETS												
COST OR VALUATION												
AS AT 1ST APRIL 2017	**44351797**	**188468956**	**37235710**	**5251480**	**22364263**	**12801**	**297685007**	**472974**	**2307621**	**33344963**	**2604961**	**336415526**
ADDITION	0	24326000	14078091	0	4119040	0	**42523131**	0	0	0	0	**42523131**
UPLIFTMENT	0	0	0	0	0	0	**0**	0	0	0	0	**0**
DISPOSAL	377400	0	331053	0	0	12801	**721254**	472974	2307621	33344963	0	**36846812**
Retain Earning	0	0	0	0	0	0	**0**	0	0	0	0	**0**
OTHER ADJUSTMENTS	0	0	0	0	0	0	**0**	0	0	0	0	**0**
Less : adjustment not payable	0	0	0	0	0	0	**0**	0	0	0	0	**0**
AS AT 31ST MARCH 2018	**43974397**	**212794956**	**50982748**	**5251480**	**26483303**	**0**	**339486884**	**0**	**0**	**0**	**2604961**	**342091845**
ADDITION	0	0	149447	0	405450	0	**554897**	0	0	0	0	**554897**
UPLIFTMENT	0	0	0	0	0	0	**0**	0	0	0	0	**0**
DISPOSAL	0	0	0	0	0	0	**0**	0	0	0	0	**0**
OTHER ADJUSTMENTS	0	0	0	0	0	0	**0**	0	0	0	0	**0**
Less : adjustment not payable	0	0	0	0	0	0	**0**	0	0	0	0	**0**
AS AT 31ST MARCH 2019	**43974397**	**212794956**	**51132195**	**5251480**	**26888753**	**0**	**340041781**	**0**	**0**	**0**	**2604961**	**342646742**
DEPRECIATION												
AS AT 01/04/2017	**0**	**36075745**	**24027766**	**3610260**	**21876753**	**0**	**85590524**	**0**	**0**	**0**	**0**	**85590524**
TOTAL DEPRECIATION	0	3407992	2395083	502035	1943680	0	**8248790**	0	0	0	0	**8248790**
UPLIFTMENT	0	1431933	0	0	0	0	**1431933**	0	0	0	0	**1431933**
DISPOSAL	0	0	314500	0	0	0	**314500**	0	0	0	0	**314500**
CHARGE FOR THE YEAR	0	3407992	2080583	502035	1943680	0	**7934290**	0	0	0	0	**7934290**
AS AT 31ST MARCH 2018	**0**	**39483737**	**26108349**	**4112295**	**23820433**	**0**	**93524814**	**0**	**0**	**0**	**0**	**93524814**
TOTAL DEPRECIATION	0	3596210	2796481	85920	1610142	0	**8088753**	0	0	0	0	**8088753**
LESS:UPLIFTMENT	0	1431933	0	0	0	0	**1431933**	0	0	0	0	**1431933**
LESS: DISPOSAL	0	0	0	0	0	0	**0**	0	0	0	0	**0**
CHARGE FOR THE YEAR	0	0	0	0	0	0	**0**	0	0	0	0	**0**
OTHER ADJUSTMENT*	0	2170872	1201446	401825	5195633	0	**8969776**	0	0	0	0	**8969776**
AS AT 31ST MARCH 2019	0	**40909075**	**27703384**	**3796390**	**20234942**	**0**	**92643791**	**0**	**0**	**0**	**0**	**92643791**
NET BLOCK												
AS AT 31ST MARCH 2018	**43974397**	**173311219**	**24874399**	**1139185**	**2662870**	**0**	**245962072**	**0**	**0**	**0**	**2604961**	**248567033**
AS AT 31ST MARCH 2019	**43974397**	**171885881**	**23428811**	**1455090**	**6653811**	**0**	**247397992**	**0**	**0**	**0**	**2604961**	**250002953**

Note: 2.1: It has been observed that on implemantation of revised useful life of the assets and compliance of Schedule II of the Companies Act, some of the techincial errors were noticed on recalculation of the depreciation. On the bases of information available on record the company has recalculated the depreication during the year. The excess/ short deprication provided in earlier year/s of Rs. 89,69,776/- has been adjusted during the year and shown under Other Adjustment.

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 3 - NON-CURRENT INVESTMENTS		
Long Term Investment		
Non Trade and Unquoted (at cost)		
(a) Investment in Subsidiary		
64179 (P.Y. 64179) Equity shares of Sterling Resorts Pvt. Ltd. Face value Rs.10/- each fully paid.	7123869	7123869
(b) Investment in related parties - Subsidiary Company		
Sterling Resorts Pvt Ltd	4990241	4843589
Green Wood Org & Eng. P Ltd (Unsecured Considered Good)	27700	21000
	12141810	**11988458**

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE- 4 - NON-CURRENT OTHER FINANCIAL ASSETS		
A) Secured Advances	0	0
B) Unsecured Advances		
(i) Mat Credit Entitlement	1796319	1796319
(ii) Income Tax Refund Due	1568666	1464777
(iii) INCOME TAX Deposited against disputed demand) (Refer Note 4.1)	4108837	4108837
	7473822	**7369933**

4.1 Long-term loans and advances :

Deposits made in earlier years to the Income tax authority against past disputed tax liabilities till 31/03/2016,Rs.4108837/-(P.Y Rs..4108837/-).However, vide Order dated 28/02/2012, the disputed assessment proceedings of A.Y. 1995-96, 1997-98, 2001-02 and 2002-03 were set aside. Further, during the F.Y.2013-14 the assessment U/s. 143(3) for these Assessment Year's have been made and department has raised demand of Rs.10087948/-besides interest Rs. 9249807/-. During the year 2017-18 the Company has received the order from CIT-(A) in favour of the Company.However, the department has preferred an appeal before the Income Tax Appellate Tribunal during the year on 12.02.2019 and pending for hearing.The deposit as shown above of Rs.4108837/- (P.Y.Rs.4108837/-) is subject to confirmation reconciliation and adjustment to Profit & Loss account,if any on receipt of refund from department.

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 5 - DEFERRED TAX ASSET(NET)		
Tax effect of items constituting deferred tax assets		
Balance as per last year	5179712	4633282
(A) Add/(Less):On difference of depreciation between book depreciation and depreciation as per I T Act. (Net of up-liftment)	-913857	546430
(B) Add/(Less): On account of loss as per Income Tax for the Year	831558	0
	5097413	**5179712**

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE- 6 - OTHER NON CURRENT ASSETS		
A) Secured Advances	**0**	**0**
B) Unsecured Advances-LONG TERM		
Others	314516	308016
Advances paid to Supplier	0	0
Long Term Trade Receivables		
Unsecured, considered good	9576412	10217988
Doubtful	0	0
Less: Provision for doubtful trade receivables	0	0
	9890928	**10526004**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 7 - INVENTORIES (AS TAKEN,VALUED AND CERTIFIED BY MANAGEMENT)		
(At Lower of Cost or Net Realisable Value)		
1. Land Stock (Refer Note No. 7.1)	33835551	30688056
2. W.I.P.of Fencing work SC-II	1238134	1238134
3. Stock at Resort	307351	294716
	35381036	**32220906**
Note - 7.1 - Stock in trade of Rs 24,99,000/- held in the name of director/ex director		
NOTE - 8 - TRADE RECEIVABLE		
Debtors outstanding for a period exceeding six months		
Considered Good	961634	776698
Considered Doubtful	0	0
Other Debtors	29867	988451
Considered Good	0	0
	991500	**1765149**
Note - 8.1 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.		
NOTE - 9 - CASH & CASH EQUIVALENTS		
(a) Cash in Hand	120979	70870
	120979	**70870**
(b) Balance with Nationalized Banks :		
In Current Accounts	332016	1390380
In Fixed Deposit Accounts	12542742	11821366
Balance with Scheduled Banks :		
In Current Accounts	16643	0
In Fixed Deposit Accounts	25181	69008
	12916582	**13280754**
	13037561	**13351624**
NOTE - 10 - OTHER FINANCIAL ASSETS		
A) Secured Advances	0	0
B) Unsecured Advances		
Advance to directors (Refer Note No 10.1)	9539877	8517747
Advances to others	7907320	6415802
Dividend Receivable	0	0
Income Tax/TDS	96340	415427
Advance Recoverable (Unsecured & Considered Good - Advance recoverable in Cash or in kind or for value to be received)	14040	13100
Advance to Staff (Unsecured, Considered good)	23850	23976
Balance with Govt. Authorities Service Tax Receivable/GST INPUT	220975	385516
	17802402	**15771567**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)

NOTE - 10.1 : The company during the F.Y. 2016-17 year has made payment of Rs. 69,28,725/- to the Ex-Director/ Director of the Company in terms of Affidevit cum Indemnity Bond executed duly noterized for purchase of property, pending documentation.The subject matter is disputed between the parties. However,as per board resolution dt. 20/03/ 2018 interest @12% p.a. , Rs.1022130/- (Previous year Rs. 15,89,022/-w.e.f. 04.06.2016 to 31.03.18) is accounted in books.

NOTE - 11 - OTHER CURRENT ASSETS

Shangar Hospitality-Lease Rent etc. out standing (Refer Note No. 11.1)	1131575	1131575
Prepaid Expenses	46439	96153
	1178014	**1227728**

NOTE - 11.1 : As per Arbitral Tribunal consent award dt.23.03.16 & MOU dt.23.02.16 with Shangar Hospitality,Municipal Tax, Electricity Exp., Land Revenue and other Statutory due recoverable Rs. 1131575/- as on 31.03.2019 are shown as receivable.(Previous year Rs. 1131575/-)

NOTE - 12 - EQUITY SHARE CAPITAL

Authorised : 50,00,000 Equity Shares of Rs. 10/- Each	50000000	50000000
Issued 4322788 Equity Shares of Rs. 10/- Each		
Subscribed and fully paid up4239688 Equity Shares of Rs. 10 /- Each	42396880	42396880
Forfeited Equity Shares (71600 Forfeitted Equity Shares)	463080	463080
	42859960	**42859960**

NOTE - 12.1 - The reconciliation of the number of shares outstanding is set out below

Particulars	**As at 31st March,2019 No. of Shares**	**As at 31st March,2018 No. of Shares**
Equity Shares at the beginning of the year	42,39,688	42,39,688
Add: Shares issued	0	0
Less : Shares cancelled	0	0
Equity: Shares at the end of the year	42,39,688	42,39,688

NOTE - 12.2 -TERMS ATTACHED TO EQUITY SHARE

The Company has only one class of Equity Shares having a par value of Rs. 10/- per share.

Each holder of Equity shares is entitled to one vote per share.

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

NOTE - 12.3 - THE DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES

	Name of the Shareholder	**As at 31st March. 2019**		**As at 31st March. 2018**	
		No. of Shares	**% held**	**No. of Shares**	**% held**
1	Umesh Lavingia & Bharat Lakhi (On behalf of B.Kumar Family Trust)	2054182	48.45%	2054182	48.45%
2	Meeta Mathur	646204	15.24%	646204	15.24%

NOTE - 12.4 - As per the records of the Company including its Register of Shareholder/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represent both legal & beneficial ownership of the shares. However, the legal heirs of Late Mr. B Kumar have filed suit in the court, the final holding is subject to final verdict of the court.

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 13 - OTHER EQUITY		
(A) Revaluation Reserve		
Balance as per last year	95134991	96566924
LESS:-Up-lift dep Transfer from P&L A/c.	1431933	1431933
Balance	**93703058**	**95134991**
(B) Surplus in the Statement of Profit & Loss		
As at Commencement of the Year	56957618	52457364
Balance	**56957618**	**52457364**
Less/Add : Transferred from Profit & Loss Account for the year	-8821611	4500254
Add: Excess Provision of Depreciation Written Back*	8969776	0
Net Surplus as per Statement of Profit & Loss for the year	**57105783**	**56957618**
TOTAL OTHER EQUITY (A+B)	**150808841**	**152092609**
*** Excess/ short depreciation of earlier year/s (Refer note no. 2.1)**		

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 14 - NON-CURRENT LIABILITIES - BORROWINGS		
A) Secured Loans		
FROM BANKS		
Term Loan (Refer Note : 14.1)		
Canara Bank	11214182	12786195
Vehicle Loans	237770	432926
Home loan from ICICI Bank	938840	5749802
Less : Current maturity of long Term Debt (Refer Note 20)	-2823353	-6618652
Long Term Loans - Others		
A) Unsecured Loans		
Deposit from Directors, Ex.Directors & Directors Relatives (Rate of interest @9% p.a.)	15438117	14286964
	25005556	**26637235**

NOTE - 14.1 - SECURED LOAN ABOVE:-

- Rs.11214182/- (P.Y.Rs. 12768195/-) is secured by way of first charge of equitable mortgage of the immovable Commercial property of the company situated at Sunrise Centre-1,Drive in Cinema Road, Thaltej with Canara Bank additionally secured by personal guarantee of chairman, managing director and Director.

Vehicle Loan

a) Rs.94013/- (P.Y.Rs.213338/-) Vehicle term loan from State Bank of India against hypothecation of vehicles financed and personal guarantee of the Chairman, Managing Director and ex-director of the company.

  - Rs. 143757/-(P.Y.Rs.219588/-) Vehicle term loan from HDFC bank against hypothecation of vehicles financed and personal guarantee of the Chairman, Managing Director
  - Rs.938840/-(P.Y. Rs.5749802/-) Home loan from ICICI bank against Mortgage of property situated at 201,Ambience Tower, Bodakdev, Ahmedabad and personal guarantee of the Chairman, Managing Director and ex-director (smt B Kumar) of the company.

Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 14.1 - SECURED LOAN ABOVE:- (CONTD.....)

- **Unsecured loan above:-**
  The Unsecured Deposits/Loans, as informed, are from Directors and Director's relatives.

SR.	TYPE OF VEHICLE	As on 31/03/2019 (Figures in Rs.)	As on 31/03/2018 (Figures in Rs.)	EMI Amount (Rs.)	Mode of Payment	No. of Install-ments	Date of Commen-cement of installment	LastLAST Installment-Due On	Rate OF Interest (%)
	Canara Bank Term Loan								
1	775	11214182	12786195	268559	Monthly	120	25/01/14	25/12/23	13.65%
	TOTAL	**11214182**	**12786195**						
	VEHICLE LOAN- HDFC BANK								
2	Maruti Eeco Car loan	143757	219588	7810	Monthly	36	05/12/16	05/11/20	13-14%
	TOTAL	**143757**	**219588**						
	VEHICLE LOAN – STATE BANK OF INDIA								
3	QUANTO	94013	213338	12310	Monthly	60	01/12/12	26/09/19	10.45%
	TOTAL	**94013**	**213338**						
	Grand Total	**11451952**	**13219121**						

HOME LOAN – ICICI

SR.	TYPE OF LOAN	As on 31/03/2019 (Figures in Rs.)	As on 31/03/2018 (Figures in Rs.)	EMI Amount (Rs.)	Mode of Payment	No. of Install-ments	Date of Commen-cement of installment	LastLAST Installment-Due On	Rate OF Interest (%)
4	Home Loan	938840	5749802	428696	Monthly	60	10/07/14	10/06/2019	10.50%
	Total	**938840**	**5749802**						

	Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
	NOTE - 15 - OTHER FINANCIAL LIABILITIES - NON CURRENT		
A.	**Trade Payables (Refer note 15.1 & 15.2)**	2298799	1388874
B.	**Others**		
	Advance received from customers	146700	146700
	Deposit from GWLR scheme members	6285037	6678095
	C.Lease Security Deposit (Hording Lease Deposit)	125000	125000
		8855536	**8338669**

NOTE - 15.1 - Based on the information available with the company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act 2006" as at March 31st 2019 and 2018.

NOTE - 15.2 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 16 - PROVISIONS		
For Other		
GEB DUTY PAYBLE-GWLR	2196817	2196817
	2196817	**2196817**
NOTE - 17 - BORROWINGS		
A) Secured Loans		
From Banks		
i) Canara Bank (FDOD - A/C) (Refer Note 17.1)	9694622	11154211
B) Unsecured Loans		
From Others		
Inter-Corporate Deposit (Interest @9% p.a.)	54916608	42613712
	64611230	**53767923**

NOTE - 17.1 - SECURED LOAN ABOVE:-

Rs. 9694622/- (P.Y.Rs. 11154211/-) is secured by way of Company's Fixed Deposit with Canara Bank amounting to Rs. 11300000/-(P.Y. Rs.11300000/-)

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 18 - OTHER FINANCIAL LIABLITIES		
Sundry Creditors for goods & services		
(i) Total Outstanding dues of MSME (Refer note no. 18.1)	0	0
(ii) Outstanding other than (i)	883377	2044961
	883377	**2044961**

NOTE - 18.1 - Based on the information available with the company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act 2006" as at March 31st 2019 and 2018.

NOTE - 18.2 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 19 - PROVISIONS		
(A) Provision for Employee Benefits		
(i) Provision for Leave encashment	0	0
(B) Provision for Others		
(i) Provision of Income tax for current year	0	790000
	0	**790000**
NOTE - 20 - OTHER CURRENT LIABILITES		
Current maturities of long term debt (Refer Note no. 14.1)	2823353	6618652
Creditors for Capital Expenditure	2998253	5727169
Other Payables		
Statutory Remittances - Duties & Taxes payable	1224588	1051513
Outstanding Liabilities	1438507	1556389
Misc Exp Payable	400	0
Advance Recd from Customers	18016480	20737063
Deposit & advances from society/NTC	31274541	23549154
	57776122	**59239941**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 21 - SALES		
Resort Operation and Room Occupancy		
Room Income	8718440	9427035
Food & Beverage Income	13203202	9025238
Misc. Sales at Resort	427792	548336
Resort Membership Fees	415859	784362
Sale of Scrap	0	6765
Sales on Real Estate /Development Income		
Sale of scheme Land	13100090	24962387
Sales of Resale of Land	1050000	0
Development Charges from Society / NTC	144928	381886
Plot Surrender Income	669740	311250
	37730051	**45447259**
NOTE - 22 - OTHER INCOMES		
Interest Income	801529	801144
Amount Written Back	1000000	0
Sundry Credit Balances w/off	1014970	210841
Sundry Credit Balances w/off (GWLR)	10467	6000
Hoarding Rent/income	480944	924450
Misc. Income	2925	3668
Interest on Income Tax Refund	83889	0
Interest -Ind As	7054	19819
Other Interest (Refer Note No. 10.1)	1491231	1800636
	4893009	**3766558**
NOTE - 23-A - COST OF LAND PURCHASED		
Cost of Land Purchased and expenses		
Purchased Stock in Trade	4200000	6387522
	4200000	**6387522**
NOTE - 23-B - FOOD, BEVERAGES & CONSUMABLES		
Opening Stock	294716	141097
Add:Purchases	5195776	4146392
SUB-TOTAL	**5490492**	**4287489**
Less: Closing Stock	307351	294716
Material consumed	**5183141**	**3992773**
NOTE - 23-C - SCHEMES DEVELOPMENT EXPENSES & FENCING		
Development Expenses - Schemes	342950	292850
	342950	**292850**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 24 - INCREASE/(DECREASE) IN STOCKS		
Land		
Closing Stock of :		
Land	33835551	30688056
Total (A)	**33835551**	**30688056**
Opening Stock of :		
Land	30688056	24466263
Total (B)	**30688056**	**24466263**
Increase/(Decrease) in Stock (A-B)	**-3147495**	**-6221793**
Fensing Stock		
Closing Stock of :		
Fencing	1238134	1238134
Total (A)	**1238134**	**1238134**
Opening Stock of :		
Fencing	1238134	1238134
Total (B)	**1238134**	**1238134**
Increase/(Decrease) in Stock (A-B)	**0**	**0**
Total	**-3147495**	**-6221793**

NOTE - 25 - EMPLOYEES REMUNERATION & BENEFITS

Salary, Wages, Allowances & other Benefits	12995487	12796794
P. F. Contribution	502465	547741
Staff Welfare Expenses	678595	794884
	14176547	**14139419**

NOTE - 26 - FINANCIAL COST

Interest on Bank Borrowings	2830579	3606755
Interest on other than Bank Borrowings	5622477	3208066
Interest Ind AS	7054	1830
Bank charges	59460	26506
	8519570	**6843157**

NOTE - 27 - OTHER EXPENSES

A) Selling & Distribution Expenses		
Advertisement & Publicity	0	11030
Sale Promotion Expenses	0	454
Sale Commssion & Discount Allowed	0	4906
Discount	24576	92316
Sub Total (A)	**24576**	**108706**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 27 - OTHER EXPENSES (CONTD....)		
B) Operating, Administrative & Other Expenses		
Legal & Professional Fees	3754620	2053728
Sundry Balance Written off	0	2510
Directors Sitting Fees	95000	130000
Electricity Expenses	3211140	2084696
GWLR operations Exp	2342977	2803847
Misc. Admin. Expenses	1910341	5100990
Rates and Taxes (excluding Taxes on Income)	597400	1093860
Rent	697000	741260
Repairs & Maintenance Expense	1492292	1233287
Stationery & Printing Expense	177675	197997
Telephone, Cable & Internet Exp	520689	480478
Travelling & Conveyance Expense	1000	0
Vehicle Expenses	424682	380539
Auditor's Remuneration (Refer Note 27.1)	125000	120000
Sub Total (B)	**15349816**	**16423191**
Total (A+B)	**15374392**	**16531897**

NOTE - 27.1

(i) Payments to the auditors comprises:		
As Auditors - Statutory Audit	125000	120000
For Income Tax matters	0	0
For Tax Audit	0	0
For Other Matters	0	0
Total	**125000**	**120000**

NOTE - 28 - EXCEPTIONAL ITEMS

Profit on Sale of Assets	0	3,901,285
Loss on Sale of Assets	0	12,801
TOTAL	0	**3,888,484**

NOTE - 29 - NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note - 29.1 - Contingent Liabilities and Commitments (to the extent not provided for)

	3/31/2019 (Figures in Rs.)	3/31/2018 (Figures in Rs.)
A) Service Tax Liability Outstanding		
(i) At Appellate Tribunal	9251306	9251306
B) 1. Income Tax Liability at CIT-(Appeals)	19,299,225	-

Deposits made in earlier years to the Income tax authority against past disputed tax liabilities till 31/03/2016,Rs.4108836/-(P.Y Rs..4108836/-).However, vide Order dated 28/02/2012, the disputed assessment proceedings of A.Y. 1995-96, 1997-98, 2001-02 and 2002-03 were set aside. Further, during the F.Y.2013-14 the assessment U/s. 143(3) for these Assessment Year's have been made and department has raised demand of Rs.10087948besides

Notes to the Financial Statements for the Year Ended 31st March, 2019

interest Rs. 9249807/-. During the year the Company has received the order from CIT-(A) in favour of the Company.However, the department has preferred an appeal before the Income Tax Appellate Tribunal during the year on 12.02.2019.The deposit as shown above of Rs.4108836/-(P.Y.Rs.4108836/-) is subject to confirmation reconciliation and adjustment to Profit & Loss account,if any on receipt of refund from department.

(C)	Labour Laws	4,961,600	4,464,400

(D) The Company is also involved in certain litigation for lands acquired by it for Development purposes, either through agreements or through outright purchases. These case are pending with various courts and are scheduled for hearings. After considering the circumstances and legal advice received, management believes that these cases will not adversely effect its financial statements. The liabilities, if any, is not ascertainable.

(E) The Company does not expect any reimbursement in respect of the above contingent liability and it is not practicable to estimate the timings of the cash out flows, if any, in respect of matters above pending and it is not probable that an outflow of resources will be required to settle the above obligations/claims.

NOTE - 29.2 - NCLT CASES AND OTHER LEGAL CASES:

1. Special notice and requisition under section 100(2) read with section 169 of The Companies Act, 2013 and the rules framed there under received from one shareholder for removal of one of the Director of the Compnay. Pursuant to special notice Extra Ordinary Genereal Meeting (EOGM) was heald on 10th May, 2017. However, director approched National Compnay Law Tribunal (NCLT) under Section 241 & 242 of the Companies Act, 2013. NCLT has directed that results of voting at EOGM can be declared by the company, however implementation have been stayed till the tribunal directs otherwise. The decision is still pending at NCLT.
2. One of the Shareholder approach National Company Law Tribunal (NCLT) under section 58 & 59 of the Companies Act, 2013 for rectification of register of member. The decision is still pending at NCLT.
3. The Company has filed a case against one of the Director of the Company under section 452 of The Companies Act, 2013 and Section 403,404 and 406 of The Indian Penal Code for Eviction of the Company ‘s Property Situated at Flat No. 201, Ambience Tower, Bodakdev, Ahmedabad, Vide Criminal Case No. 633115/2018 in the Metropolitan Magistrate Court. The Court had already issued a summon to Director. The decision is still pending.
4. The Compnay has filed a FIR No. I/71/2018 under Section 406,409,418,420 and 114 of The Indian Penal Code for Misappropriation of Funds/Wrongfully holding property acquired from Company Funds at Vastrapur Police Station against Director and Ex Managing Director of the company during their tenure. The case is pending at Gujarat High Court.
5. a. The Company is in receipt of letter dt.15.06.18 from BSE and subsequently email communication dated 06.08.2018 from SEBI alongwith encloser of letter from anonymous person asking clarification on Transfer of substantial Companies Projects/Land parcels/ assets in FY 2009-10. The Company had appointed an independent professional to inquire in the subject matter.The Company is in receipt of Scrutiny Report of D.Shah & Associates, Chartered Accountants on 02/11/2018, and this was placed before Audit Committee and Board meeting. It was discussed and approved by the Board to study the impact on financial and/or any other subject matter. Thereafter, the Board of Directors of the Company at its meeting held on 14th December, 2018, inter alia, unanimously decided to engage legal and other professionals to discuss the scrutiny report dated 31st October, 2018 and to take / initiate all necessary steps/legal actions. We have been informed that the Company has filed civil suit no.21 of 2019 in the court of civil judge (S.D.) at Sanand on 18/04/2019 and another civil suit no.32 of 2019 in the court of civil judge (S.D.) at Kalol on 26/04/2019 ,against Paksh Developers Private Limited and against then Directors namely Mrs.Meeta Mathur, Mr.Ankit Mathur,,Mr.Kunal Mathur and Mr.Anurag D.Agrawal. Since the matter are subjudice and in absence of any final judgment, we are unable to disclose, the effect ,if any, on financial statement and/or in any other matter.

   b. In respect of ongoing NCLT and other Court cases against the Management and/or Company, since the matters are yet not resolved and are subjudice, we are unable to opine in respect of Financial or other impact there on, if any.

Note - 29.3 - Value of imports calculated on CIF basis	**NIL**	**NIL**
Note - 29.4 - Expenditure in foreign currency	**NIL**	**NIL**
Note - 29.5 - Earnings in foreign exchange	**NIL**	**NIL**

Notes to the Financial Statements for the Year Ended 31st March, 2019

Note - 29.6 - Amounts remitted in foreign currency during the year on account of dividend NIL NIL

Note - 29.7 - Segment Reporting

For Management Purpose, the Company is currently organised into two major operating activities – 1) Resort and Membership and 2) Real Estate Business. During the year company has club membership fees income, has been grouped under resorts activity. These divisions are the basis on which the Company reports its primary segment information

(i) **Segment assets and liabilities:**

Company is having two segments of business, Assets and Liabilities could not be bifurcated segment wise.

(ii) **Segment revenue and expenses**

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter- corporate deposits, Profit on sale of investments, Interest expense, Provision for Contingencies and Income-tax.

The company operates primarily in India and there is no other significant geographical segment

PARTICULARS	31.03.19	31.03.19	31.03.19	31.03.18	31.03.18	31.03.18
	RESORT	REAL ESTATE	TOTAL	RESORT	REAL ESTATE	TOTAL
REVENUE						
Domestic Income	22765293	14964758	37730051	19791736	25655523	45453259
Export Income	NIL	NIL	NIL	NIL	NIL	NIL
Inter-segment Income	NIL	NIL	NIL	NIL	NIL	NIL
RESULTS						
Segment Results	NIL	NIL	NIL	NIL	NIL	NIL
Unallocated Corporate Exps			42786355			41945526
Operating Profit			-5056304			3507733
Interest Expense	47822	8471748	8519570	14112	6829045	6843157
Interest Income	NIL	NIL	801529	NIL	NIL	801144
Other Income	NIL	NIL	4091480	NIL	NIL	6853898
Deferred tax	NIL	NIL	-82299	NIL	NIL	546430
Income tax	NIL	NIL	56447	NIL	NIL	365793
Net Profit	NIL	NIL	-8821611	NIL	NIL	4500254
OTHER INFORMATION						
Segment assets	NIL	NIL	NIL	NIL	NIL	NIL
UnallocatedCorporate Assets			250002953			248567033
Total Assets			250002953			248567033
Segment Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
Unallocated Corporate Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
Capital Expenditure	NIL	NIL	NIL	NIL	NIL	NIL
Depreciation			6656820			6816858
Other on Capital Expenditure						

Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.8 - RELATED PARTY DISCLOSURE

A. List Related Parties and Relations

1. **Subsidiaries, Fellow Subsidiaries and Associates**
   - Sterling Resorts Private Limited
   - Green Wood Organisers & Engineers Pvt Ltd.
   - Lavingia Cosultants p ltd
2. **Key Management Personnel**
   - Mrs. Meeta Mathur (till 28.09.2018)
   - Mr. Bharatkumar Lekhi
   - Mr. Virendrasingh M Rawat
   - Mr. Kantilal Panchal (CFO)
   - Mr. Divyesh B. Ashwar (CS)(Resign w.e.f 07.04.2017)
   - Mrs. Henal D Shah (CS) (w.e.f 15.12.2017 till 31.12.2018)
   - Mr. Umesh G. Lavingia
   - Mr. Milind S. Desai
   - Mr. Sudhir V. Kulkarni
   - Mr. Shrenik S Trivedi
3. List of Relatives of Key Managerial Personnel and Enterprise over which Key Management Personnel and their relative excercise significant influence with whom transaction have taken place during the year
   - B.Kumar (HUF)
   - Banwarilal charitable Trust
   - Mrs. Kusum B. Kumar (till 01.10.2017)

A. (I) Transactions with Related Parties :-

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
INTEREST PAID						
Mr. B. Kumar	0	0	39577	41637	0	0
Mrs. Meeta Mathur	0	0	1212592	1121732	0	0
B.Kumar (HUF)	0	0	33370	30869	0	0
Mrs. Kusum B. Kumar	0	0	0	0	0	67874
Lavingia Consultant p ltd	0	0	670733	420601	0	0
INTEREST RECEIVED ON ADVANCE PAYMENT FOR ASSETS						
Mrs. Meeta Mathur	0	0	1022130	*1589022	0	0
REMUNERATION						
Mr. Bharatkumar Lekhi	0	0	1225000	1000000	0	0
Mr. Umesh G. Lavingia	0	0	1225000	1000000	0	0
Mr.Kantilal S.Panchal	0	0	441000	432000	0	0
Ms.Henal Shah			226981	86967		
RENT						
Banwarilal Charitable Trust	0	0	0	0	90000	90000
DIRECTOR SITTING FEES			100000	130000	0	0

Notes to the Financial Statements for the Year Ended 31st March, 2019

A. (I) Transactions with Related Parties :- (Contd....)

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
ACCEPTANCE OF LOAN						
Lavingia Consultants P. ltd	0	0	0	0	799941	5587942
REPAYMENT OF LOAN						
Mr. B. Kumar	0	0	5832	298943	0	0
Mrs. Kusum B. Kumar	0	0	0	0	0	1860216
LOAN GIVEN						
Sterling Resorts Pvt Ltd	146652	281239	0	0	0	0
Green Wood Org & Eng. P Ltd	6700	2800	0	0	0	0

(II) Outstanding transactions with related parties

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Unsecured Loans						
Mr.B. Kumar	0	0	472725	442931	0	0
Mrs. Meeta Mathur	0	0	14564582	13473250	0	0
B. Kumar (HUF)	0	0	0	0	400809	370776
LavingiaConsultants p ltd	0	0	8128573	6724972	0	0
Loans & Advances						
Sterling Resorts Pvt Ltd	4990241	4843589	0	0	0	0
Green Wood Org & Eng. P Ltd	27700	21000				
ADVANCE PAYMENT FOR ASSETS						
MRS. MEETA MATHUR	0	0	9539877	8517747	0	0
Salary payable						
Mr. Bharatkumar Lekhi	0	0	84800	84800	0	0
Mr. Umesh G. Lavingia	0	0	0	84800	0	0
Mr.Kantilal S.Panchal	0	0	31480	31480	0	0
Ms.Henal Shah			0	24800	0	0
Rent Payable						
Banwarilal Charitable Trust	0	0	0	0	61474	117814

Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.9 - LEASE

(i) **Operating Lease :-** Rental is expensed with reference to lease terms and other considerations.

NOTES :- The company has taken on lease one villa in Sterling Resorts owned by Banvarilal Charitable trust. The total Lease rent paid on the same amounting to Rs. 90,000/- (P.Y. Rs. 90000/-) and taken on lease w.e.f. 1st May 2014 Flat No. 604 & w.e.f 1st Feb 2018 Flat no. 401 at Ambience Tower, Vastrapur, Bodakdev, Ahmedabad. The Lease rent paid on the same amounting to Rs.607000/- (P.Y.651260/-) . The minimum lease rentals payable in respect thereof are as follows.

Pariculars	3/31/2019	3/31/2018
Not later than one year	697,000	690,000
later than one year and not later than five years	3,485,000	3,450,000
(Yearly escalation not considered)	-	-
Later than five years	-	-
Lease payment recognised in profit and loss A/c for the period. The total yearly lease payment is	697,000	690,000
Minimum lease per annum	697,000	690,000

NOTE - 29.10 - EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events of bonus issue.

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

Basic Earning per Share are disclosed in the profit and loss account. There is no Diluted Earnings per Share as there are no dilative potential equity shares.

Particulars	This year	Last Year
Earning Available for share holders (Rs.)	(8821611)	4500254
Weighted average of Equity Shares	4239688	4239688
Basic & diluted EPS (Rs.)	(2.08)	1.06
Face value of share	Rs. 10/-	Rs. 10/-

NOTE - 29.11 : No provision of Income Tax has been made in view of Loss for the year. However, during the previous year the Provisions of Income Tax was made under the provisions of MAT on the estimated based on the accounting year ended on 31.03.2018.The actual tax liabilities of the company will be determined on the basis of Taxable Income of the Company for A.Y. 2019-20.

NOTE - 29.12 - RECONCILIATION OF TAX EXPENSE AND THE ACCOUNTING PROFIT MULTIPLIED BY INDIA'S DOMESTIC TAX RATE

(Rs. In lakhs)

	31st March 2019	31st March 2018
Accouting Profit before Tax	(86.82)	43.19
At India's statutory income tax rate of 26.00%	0.00	11.22
Tax Effect of Non-deductible/deductible/exempt expenses/income for tax purposes	0.26	(2.16)
Income Tax Expenses	0.26	8.96
Income Tax Expense Recognised	0.26	8.96

Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.13 - DISCLOSURE OF EMPLOYEE BENEFIT EXPENSES

The Company has recongnised the following amounts in the statement of Profit and loss for the year, under Note 25 of Employee Benefit Expenses: (Rs. In lakhs)

S.N.	Particulars	2018-19	2017-18
1	Contribution to Provident Fund	5.02	5.47
2	Contribution to Employee's State Insurance	3.20	2.81
3	Payment of Gratuity	0.64	0.36

The Company for the purpose of identifying gratuity liability if any, of a particular year obtains actuary valuation report as on year end date. However the company recognizes the gratuity expense as and when the liability crystallizes for a particular year.

NOTE - 29.14 - DISCLOSURE ON FINANCIAL INSTRUMENT

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1.17 to the financial statements.

	Level		31st March 2019				31st March 2018		
	of Hira-rchy	Carrying Amount	FVTPL	FVOCI	Amor-tised Cost	Carrying Amount	FVTPL	FVOCI	Amor-tised Cost
Financial Assets									
Trade Receivables	-	9.91	-	-	9.91	17.65	-	-	17.65
Cash and Cash Equivalents	-	130.37	-	-	130.37	133.51	-	-	133.51
Other Financial Assets	-	178.02	-	-	178.02	157.71	-	-	157.71
Investment	3	121.42	-	121.42	-	119.88	-	119.88	-
Other Current Assets	-	11.78	-	-	11.78	12.27	-	-	12.27
Total Financial Assets	**-**	**451.50**	**-**	**-**	**330.08**	**441.02**	**-**	**-**	**321.14**
Financial Liabilities									
Other non Current Financial Liabilities	-	88.55	-	-	88.55	83.38	-	-	83.38
Borrowings	-	646.11	-	-	646.11	537.67	-	-	537.67
Other Financial liabilities	-	8.83	-	-	8.83	20.44	-	-	20.44
Total Financial liabilities	**-**	**743.49**	**-**	**-**	**743.49**	**641.49**	**-**	**-**	**641.49**

i. **Level 1 —** Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

ii. **Level 2 —** Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

iii. **Level 3 –** Inputs which are unobservable inputs for the assets or liability.

NOTE - 29.15 - FINANCIAL RISK MANAGEMENT

The Company has a risk management policy which covers risk associated with the financial assets and liabilities. The risk management policy is approved by the Directors. The different types of risk impacting the fair value of financial instruments are as below:

a. Financial instrument and cash deposit

Credit risk is limited as the Company generally invest in deposits with banks and in mutual funds having high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in mutual fund units. Counterparty credit limits are reviewed by the Company periodically and the limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Notes to the Financial Statements for the Year Ended 31st March, 2019

b. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its financial obligations as they become due. The Company monitors its risk by determining its liquidity requirement in the short, medium and long term. This is done by drawing up cash forecast for short term and long term needs. The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity monitoring future cash flow and liquidity on a regular basis. Surplus funds not immediately required are invested in certain mutual funds which provide flexibility to liquidate. Besides, it generally has certain undrawn credit facilities which can be used as and when required; such credit facilities are reviewed at regular basis.

c. Credit Risk

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due, causing financial loss to the company. Credit risk arises from company’s activities in investments, dealing in derivatives and outstanding receivables from customers.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Sales made to customers on credit are generally made considering their past track record with the Company.

d. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of following risk: interest rate risk, foreign currency risk, other price risk. Financial instruments affected by market risk include borrowings, trade receivable and trade payable.

e. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Company’s financial instruments will fluctuate because of changes in market interest rates.

The Company is exposed to risk due to interest rate fluctuation on its non-current and current borrowings with floating interest rate. Interest rate risk is determined by current market interest rates, projected debt servicing capability and view on future interest rate. Such interest rate risk is actively evaluated and is managed through portfolio diversification and exercise of prepayment/refinancing options were considered necessary.

f. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not have significant foreign currency exposure.

g. Other price risk

The Company's exposure to securities price 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. Having regard to the nature of securities, intrinsic worth, intent and long term nature of securities held by the Company, fluctuation in their prices are considered acceptable and do not warrant any management.

SIGNATURE TO NOTES ‘1’ TO ‘29’

The notes referred to above are an integral part of Financial Statements.

Significant Accounting Policies and Notes as per Note ‘1’ to ‘29’

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

FORM NO.: AOC-1

Salient features of the financial statement of subsidiaries/associate/joint ventures as per Companies Act, 2013

PART "A" : SUBSIDIARIES

S. N.	Name of Subsidiary Company	Reporting Period	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investment	Turn over	Profir/ (loss) Before taxation	Provision for taxation	Profit/ (loss) after taxation	Proposed Dividend	% of share holding
1	STERLING RESORTS PVT LTD.	01-04-18 TO 31.3.19	INR	6.75	-47.10	21.98	21.98	NIL	NIL	NIL	NIL	NIL	NIL	95.08

INDEPENDENT AUDITORS' REPORT

TO,
THE MEMBERS OF
STERLING GREENWOODS LIMITED

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of STERLING GREENWOODS Limited ("the Holding Company"), and its subsidiary STERLING RESORTS PRIVATE LIMITED (collectively referred to as "the Group) which comprise the consolidated Balance Sheet as at 31st March 2019, and the consolidated statement of Profit and Loss (including other comprehensive income), consolidated statements of changes in equity, consolidated Cash Flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (here in after referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the 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 consolidated state of affairs of the Group Companies as at 31/03/2019, and its consolidated Loss and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on consolidated financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

The Key Audit Matter	How our audit addressed the key audit matter
A. Valuation of Inventories Refer to note 1.6 to the financial statements. As described in the accounting policies in note 1.6 to the financial statements, inventories are carried at the lower of cost and net realizable value. As a result, the management applies judgment in determining the appropriate provisions for obsolete stock based upon a detailed analysis of old inventory, net realizable value below cost based upon future plans for sale of inventory.	We obtained assurance over the appropriateness of the management's assumptions applied in calculating the value of the inventories and related provisions by:- 1. Completing a walkthrough of the inventory valuation process and assessed the design and implementation of the key controls addressing the risk. 2. Verifying the effectiveness of key inventory controls operating over inventories; including sample based physical verification. 3. Verifying for a sample of individual products that costs have been correctly recorded. 4. Comparing the net realizable value to the cost price of inventories to check for completeness of the associated provision.

B. Valuation and existence of Non-Current and Current Investments Valuation and existence of Non-Current and Current Investments designated at fair value through profit or loss are valued at 121.42 lakh and classified as level 3 financial instruments in the fair value hierarchy. Further disclosures on the Investments are included in note 29.14 to the financial statements. This was an area of focus for our audit and the area where audit effort was directed. As at March 31, 2019, the Investments are in Equity Shares Unquoted	Our audit procedures over the valuation of the Investments included agreeing the fair valuation of all Investments held at March 31, 2019 to the Net Assets Value provided by the respective Equity Shares Our Observation: Based on the audit procedures performed, we are satisfied with valuation and existence of non-current and current investment. **Principal Audit Procedures:** We have assessed the Company's internal control surrounding its revenue transactions, We tested the key controls identified.
C. REVENUE RECOGNITION To ensure accuracy of recognition, measurement, presentation and disclosures of revenues and related accounts.	We performed substantive detail testing by selecting a sample revenue transactions, that we considered appropriate to test the evidence of effectiveness of the internal controls and adherence to accounting policies in recognizing the revenue, and the rebates and discounts there against
D. Tax Liability including MAT Credit Evaluation of uncertain Tax positions, the Company has uncertain Tax positions, including matter under dispute which involve significant judgment to determine the possible outcome of these disputes.	**Principal Audit Procedures:** Obtained details of computed tax assessments, demand and appeal there against as at 31st March, 2019. Review the management's underlying assumptions in estimating the Tax provisions and the possible outcome of the disputes, based on legal and other precedent in evaluating management's position on these uncertain tax position.

Other Information (or another title if appropriate, such as "Information Other than the Consolidated Financial Statements and Auditors' Report Thereon")

The Holding Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon. The other information is expected to be made available to us after the date of the Auditor's report.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for Consolidated Financial Statements

The Holding Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position and financial performance of the Group Companies in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group Companies and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective management and Board of Diredtors of the companies in the Group are responsible for assessing the each Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group(company and its subsidiary) to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   (b) In our opinion, proper books of account as required by law have been kept by the Group Companies so far as it appears from our examination of those books.

   (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statements..

   (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors of the Holding Company and of its subsidiary Company as on 31/03/2019 taken on record by the respective Board of Directors, none of the directors is disqualified as 31/03/2019 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 with reference to financial statements of the Holding Company and its subsidiary company and the operating effectiveness of such controls, we give report of the same in Annexure A to this Report.

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended : In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act..

   (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

      i. The Group Companies has disclosed the impact of pending litigations on its financial position in its consolidated financial statements as stated in in Note No. 29.1 and 29.2.

      ii. The required provisions has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

      iii. There has not been an occasion in case of the Holding Company and its subsidiary company during the year under report to transfer any sums to the Investor Education and Protection Fund by the Company. The question of delay in transferring such sums does not arise.

Date : 10th May, 2019
Place : Ahmedabad

FOR JAYESHM M SHAH & CO.
(Chartered Accountants)
Reg No. : 104173W

(JAYESH M. SHAH)
Proprietor
M.No. : 030368

Annexure - 'B' to the Independent Auditors' Report to the members of Sterling Greenwoods Limited for the year ended 31st March,2019 on the consolidated financial statements

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

Report on the Internal Financial Controls 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 Sterling Greenwood Limited ("the Holding Company") and its subsidiary company(Sterling Resorts Private Limited) collectively referred to as (the Group) as at 31st March, 2019 in conjunction with our audit of the Ind AS consolidated financial statements of the Group Companies for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

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 on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013 ,to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. 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 materialrespects.

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 orerror.

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 financialstatements.

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 2019, 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.

Date : 10th May, 2019
Place : Ahmedabad

FOR JAYESHM M SHAH & CO.
(Chartered Accountants)
Reg No. : 104173W

(JAYESH M. SHAH)
Proprietor
M.No. : 030368

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2019 OF STERLING GREENWOODS LIMITED & ITS SUBSIDARY STERLING RESORT PRIVATE LIMITED

Balance Sheet as at 31st March, 2019

	Particulars	Note	31/03/2019	31/03/2018
I	**Assets**			
1.	**Non-current assets**			
	(a) Property, Plant & Equipments	2	249332076	247896156
	(b) Capital Work-in-progess	2	2604961	2604961
	(c) Other intangible assets		‘	‘
	(d) Financial Assets			
	(i) Investment	3	6509779	6499943
	(ii) Other financial assets	4	7665902	7562413
	(c) Deferred tax assets (net)	5	5097413	5179712
	(e) Other non-current assets	6	9945928	10584140
	Total Non-current assets		**281156059**	**280327325**
2.	**Current assets**			
	(a) Inventories	7	35381036	32220906
	(b) Financial Assets			
	(i) Trade receivables	8	991500	1765149
	(iii) Cash and cash equivalents	9	13054309	13368081
	(iv) Other Financial assets	10	17802402	15771567
	(c) Current tax assets (net)			
	(d) Other current assets	11	1178014	1227728
	Total Current assets		**68407261**	**64353431**
	Total		**349563320**	**344680756**
II.	**EQUITY AND LIABILITIES**			
1.	**EQUITY**			
	(a) Equity Share Capital	12	42893170	42893170
	(b) Other Equity	13	146330161	147753468
	Total Equity		**189223331**	**190646638**
	Minority Interest		**-231753**	**-224533**
2.	**LIABILITIES**			
	Non-current Liabilities			
	(a) Financial Liablities			
	(i) Borrowing	14	25351367	26983046
	(i) Other financial liablities	15	8855536	8338669
	(b) Deferred tax liablities (net)		0	0
	(c) Provisions	16	3088612	3088612
	(d) Other Non-current liablities		0	0
	Total Non-current Liabilities		**37295515**	**38410327**
(4)	**Current Libilities**			
	(a) Financial Liablities			
	(i) Borrowings	17	64611230	53767923
	(i) Other financial liablities	18	883377	2044961
	(b) Deferred tax liablities (net)		0	0
	(c) Provisions	19	5500	795500
	(d) Other Current liablities	20	57776122	59239941
	Total Current Liabilities		**123276229**	**115848324**
	Total		**349563320**	**344680756**

The notes referred to above are an integral part of Financial Statements.
Significant Accounting Policies and Notes as per Note ‘1’ to ‘29’

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

CONSOLIDATED FINANCIAL STATEMENTS OF AS AT 31ST MARCH 2019 OF STERLING GREENWOODS LIMITED & ITS SUBSIDARY STERLING RESORT PRIVATE LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31/03/2019

	Particulars	Note	31/03/2019 (Figures in Rs.)	31/03/2018 (Figures in Rs.)
I.	**Revenue from operations**	21	37730051	45447259
II.	**Other Income**	22	4893009	3766558
III.	**Total Revenue (I +II)**		**42623060**	**49213817**
IV.	**Expenses:**			
	Cost of Land purchased	23-A	4200000	6387522
	Food,Beverages & Consumable consumed (Resorts)	23-B	5183141	3992773
	Schemes Development Expenses	23-C	342950	292850
	Increase/(Decrease) in inventories of finished goods, work-in-progress and Stock-in-Trade	24	-3147495	-6221793
	Employee benefit expense	25	14188547	14156419
	Financial costs	26	8520278	6843157
	Depreciation and amortization expense	2	8088753	8248791
	Less: Transfer to Revaluation Reserve		-1431933	-1431933
	Other expenses	27	15508444	16793136
	Total Expenses		**51452685**	**49060923**
V.	**Profit before exceptional and extraordinary items and tax**	(III - IV)	**-8829625**	**152894**
VI.	**Exceptional Items**			
V.	**Exceptional items**		0	3888484
VII.	**Profit before extraordinary items and tax**	(V-VI)	**-8829625**	**4041378**
VIII.	**Extraordinary Items**		0	0
IX.	**Profit before tax (VII - VIII)**		**-8829625**	**4041378**
X.	**Tax expense:**			
	(1) Current tax		0	820000
	(2) Mat Credit Entitlement		0	470000
	(3) Tax Exp.relating to prior years		56447	15793
	(4) Deferred tax		-82299	546430
XI.	**Profit(Loss) for the perid from continuing operations**	(IX-X(1)+X(2))	**-8968371**	**4222015**
XII.	Profit/(Loss) from discontinuing operations		0	0
XIII.	Tax expense of discounting operations		0	0
XIV.	Profit/(Loss) from Discontinuing operations (XII - XIII)		0	0
XII.	**Profit/(Loss) for the period**		**-8968371**	**4222015**
	Profit/(Loss) For the Year Attributable to Owners Of Parent		**-8961150**	**4235705**
	Minority Interest		**-7221**	**-13689**
	Profit/(Loss) For the Year		**-8968371**	**4222015**
XIII.	**Earning per equity share of Rs.10/- Basic and Diluted**		-2.12	1.00

The notes referred to above are an integral part of Financial Statements.
Significant Accounting Policies and Notes as per Note '1' to '29'

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH 2019 OF STERLING GREENWOODS LIMITED & ITS SUBSIDARY STERLING RESORT PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in Rs.)

PARTICULARS	2018-19	2018-19	2017-18	2017-18
A. CASH FLOW FROM OPERATING ACTIVITIES:				
Net Profit/(Loss) before tax & extraordinary items		(8,829,625)		4,041,378
Adjusted for :				
Depreciation	6,656,820		6,816,857	
Dividend received	-		-	
Loss on Sale of asset	-		12,801	
Profit on sale of asset	-		(3,901,285)	
Interest (Net)	7,718,749	14,375,569	6,042,013	8,970,386
Operating Profit Before working capital changes				
Adjustments For:				
Inventory	(3,160,130)		(6,375,412)	
Trade Receivables	773,649		276,831	
Other non-Current Assets	638,212		2,007,440	
Non current investments	0		-	
Short Term Loans & Advances	(2,030,835)		(2,138,115)	
Other Long Term Liabilities	516,867		390,375	
Trade payables	(1,161,584)		(3,886,958)	
Other Current Liabilities	(1,463,819)		(11,103,949)	
Long Term Provisions	-		0	
Short Term Provisions	(790,000)		(611,000)	
Other Current Assets	49,714		(100,562)	
Short Term borrowing	10,843,307		30,523,112	
Direct Taxes Paid	(56,447)	4,158,932	(365,793)	8,615,967
Net Cash flow from operating activity (A)		**9,704,876**		**21,627,731**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(554,897)		(42,523,131)	
Capital WIP	-		36,125,559	
Sale of Fixed Assets	-		4,295,238	
Profit on Sale of Asset	-		-	
Loss on Sale of Asset	-		-	
Increase in Financial Assets	(113,326)		(2,146,137)	
Fixed Deposits	-		-	
Direct tax				
Net Cash used in investing activities (B)		**(668,223)**		**(4,248,471)**
C. CASH FLOWFROM FINANCING ACTIVITIES				
Long Term Loans & Advances	-		-	
Long Term Borrowing	(1,631,679)		(9,485,324)	
Dividend Received				
Interest Paid	(8,520,278)		(6,843,157)	
Interest Received	801,529		801,144	
Net Cash in Flow from Financing Activities (C)		**(9,350,428)**		**(15,527,337)**
Net Increase in cash and Cash Equivalent (A+B+C)		(313,774)		1,851,923
Cash and Cash Equivalents as at 1/04/2018 (Opening Bal.)		13,368,081		11,516,158
Cash and Cash Equivalents as at 31/03/2019 (Closing Bal.)		13,054,309		13,368,081

Notes to the Cash Flow Statement for the year ended on 31.03.2019

(1) The Cash Flow Statement has been prepared in accordance with the requirements of Accounting Standard - 3 “Cash Flow Statement” issued by the Institute of Chartered Accountants of India

(2) Figures in bracket indicate cash Outflow

(3) The previous year figures have been regrouped/restated wherever necessary to conform to this year’s classification.

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

	Particulars	Balance
A.	**Equity Share Capital**	
	As at 31st March 2018	42893170
	Changes in equity share capital during the year	0
	As at 31st March 2019	42893170

	Particicluars	As at 31/03/2019	As at 31/03/2018
B.	**Other Equity**		
	Revaluation reserve		
	Balance as per last year	96465196	97897129
	Less: Revaluation Reserve written back on sales of assets	0	0
	Less: Up-Lift dep. Transfer from Profit & Loss A/c	1431933	1431933
	Balance	95033263	96465196
	Surplus in the Statement of Profit & Loss		
	As at Commencement of the Year	**51063739**	**46841724**
	Balance	**51063739**	**46841724**
	Add: Transferred from Profit & Loss Account	-8968371	4222015
	Add: Excess Provision of Depreciation Written Back*	8969776	0
	Net Surplus as per Statement of Profit & Loss	**51065144**	**51063739**
	Total Other Equity (A+B)	**146098407**	**147528935**
	Minority Interest	231753	224533

Notes to the Financial Statements for the Year Ended 31st March, 2019

1.1. BASIS OF ACCOUNTING AND SIGNIFICANT ACCOUNTING POLICIES

(A) BASIS OF PREPARTION OF CONSOLIDATED FINANCIAL STATEMENTS

1.1 Statement of Compliance

The Consolidated Financial statements have been prepared in accordance with the Indian Accounting Standards (“Ind AS”) as prescribed by Ministry of Corporate A?airs pursuant to Section 133 of the Companies Act, 2013 (“the Act”), read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended), other relevant provisions of the Act and other accounting principles generally accepted in India.

1.2 Basis of Measurement

The Consolidated Financial statements have been prepared on historical cost convention, except for following:

- Financial assets and liabilities (including derivative instruments) that are measured at fair value/ amortised cost;
- Non-current assets held for sale are measured at the lower of the carrying amount and fair value less cost to sell;

1.3 Functional and Presentation Currency

The Consolidated Financial statements have been presented in Indian Rupees (Rs.), which is also the Company’s functional currency. All ?nancial information presented in (Rs.) has been rounded of to the nearest Rupee as per the requirements of Schedule III, unless otherwise stated.

1.4 Use of Estimates and Judgments

The preparation of Consolidated Financial statements require judgments, estimates and assumptions to be made that a?ect the reported amount of assets and liabilities including contingent liabilities on the date of the ?nancial statements and the reported amount of revenues and expenses during the reporting period. Di?erence between actual results and estimates are recognized in the period prospectively in which the results are known/materialised.

1.5 Current Vs. Non-Current classi?cation

The Company presents assets and liabilities in the balance sheet based on current/non-current classi?cation. An asset is classi?ed as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period ; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All the other assets are classi?ed as non-current.

A liability is classi?ed as current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months as per the reporting period ; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classi?es all other liabilities as non-current.

Deferred tax assets and liabilities are classi?ed as non-current assets and non-current liabilities respectively.

(B) SIGNIFICANT ACCOUNTING POLICIES

A summary of the signi?cant accounting policies applied in the preparation of the ?nancial statements are given below. These accounting policies have been applied consistently to all the periods presented in the ?nancial statements.

1.6 Inventories

Inventories are valued at the lower of cost and net realizable value.

- The inventories of materials, stores and consumables etc., are valued at lower of cost and net realizable value. Cost includes cost of purchase, non-refundable taxes and other costs incurred in bringing the inventories to their present location and condition. Cost is computed on weighted average basis.
- Land inventory including plots have been valued at lower of cost or net realisable value. Land which is under development/in near future is classified as current asset. Land which is held for undetermined use or for future development is classified as fixed assets.
- Work in progress (Fancing) is valued at cos or net realizable value. Cost includes direct material and labour and direct expenses.
- Finished Goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing cost. Cost is determined on weighted average cost basis.
- Traded Goods: cost includes cost or purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated cost necessary to make the sale.

1.7 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short term deposits with an original maturity of three months or less, which are subject to an insigni?cant risk of change in value.

1.8 Income Tax

Income tax comprises current and deferred tax. It is recognized in the statement of pro?t and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

a) Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted, by the end of the reporting period.

b) Deferred Tax

Deferred tax assets and liabilities shall be measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

- Deferred tax is recognized in respect of temporary di?erences between the carrying amounts of assets and liabilities for ?nancial reporting purposes and the corresponding amounts used for taxation purposes (i.e.taxbase). Deferred tax is also recognized for carry forward of unused tax losses and unused tax credits.
- Deferred tax assets are recognized to the extent that it is probable that taxable pro?t will be available against which the deductible temporary di?erences, and the carry forward of unused tax credits and unused tax losses can be utilised.
- The carrying amount of deferred tax assets is reviewed at the end of each reporting period. The Company reduces the carrying amount of a deferred tax asset to the extent that it is no longer probable that su?cient taxable pro?t will be available to allow the bene?t of part or that entire deferred tax asset to be utilised. Any such reduction is reversed to the extent that it becomes probable that su?cient taxable pro?t will be available.
- Deferred tax relating to items recognised outside the statement of pro?t and loss is recognised either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly inequity.

- Deferred tax assets and liabilities are o?set when there is a legally enforceable right to seto? current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.
- Minimum alternate tax (MAT) paid in a year is charged to the statement of profit & loss as current tax. The company recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the company will pay normal income tax during the period i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the company recognizes MAT credit as an asset in accordance with the guidance note on accounting for Credit Available in respect of Minimum Alternate Tax under the Income tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as “MAT credit entitlement” The company reviews the “MAT credit entitlement” asset to the extent the company does not have convincing evidence that it will pay normal tax during the specified period.

1.9 Property, Plant and Equipment

a) Recognition and Measurement

- Property, plant and equipment held for use in the and supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any accumulated depreciation/ amortisation and accumulated impairment losses (if any).
- Cost of an item of property, plant and equipment acquired comprises its purchase price, including non-refundable import duties and taxes, as per deducting any trade discounts and rebates, borrowing cost, if capitalization criteria is met and any directly attributable costs of bringing the assets to its working condition and location for its intended use and present value of any estimated cost of dismantling and removing the item and restoring the site on which it is located. the cost includes excise duty, value added tax and service tax etc However, w.e.f 01.07.17, G.ST. is excluded to the extent credit of the duty or tax is availed of.
- Pro?t or loss arising on the disposal of property, plant and equipment are recognized in the statement of pro?t and loss. Gain or losses on disposals are determined by comparing proceeds with the carrying amount. These are included in the Statement of Profit and Loss within Other Gain/Losses.

b) Subsequent Expenditure

- Subsequent costs are included in the asset’s carrying amount, only when it is probable that future economic bene?ts associated with the cost incurred will ?ow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for any component accounted for as a separate asset is derecognised when replaced.
- Major inspection /repairs /overhauling expenses are recognized in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satis?ed. Any unamortised part of the previously recognised expenses of similar nature is derecognised.

c) Depreciation and Amortisation-Tangible Assets

- Depreciation on property, plant and equipment is provided on straight line method at the rates determined based on the useful lives of respective assets as prescribed in the Schedule II of the Act.
- Each part of items of property, plant and equipment with a cost that is signi?cant in relation to the total cost of the item is depreciated separately.
- Depreciation on additions (disposals) during the year is provided on a pro-rata basis i.e., from (up to) the date on which asset is ready for use (disposed of).
- Depreciation method, useful lives and residual values are reviewed at each ?nancial year-end and adjusted, if appropriate.
- The residual value for all the assets are retained at 5% of the cost

- Useful life of the Tangible assets as per Part C of Schedule II of the Act read with notification dated 29.08.2014 of Ministry of corporate affairs is as follows :

Category of assets	Useful life of Asset as per Schedule II
Building	30 Years
Electric installation	10 Years
Computer	6 Years
Vehicles	6
Office Equipment	5 Years
Furniture & Fixtures	10 Years

d) Reclassi?cation to Investment Property

When the use of a property changes from owner-occupied to investment property, the property is reclassi?ed as investment property only when it has substantial value on the date of reclassi?cation and if so it is reclassified at its carrying amount.

1.10 Amortization of Intangible Assets

Intangible assets acquired are accounted at their acquisition cost and are amortised over its useful life.

1.11 Impairment of Non Financial Assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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 costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which these are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating units).Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.12 Leases

a) Determining whether an arrangement contains a lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, (or contains), a lease if ful?llment of the arrangement is dependent on the use of a speci?c asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly speci?ed in an arrangement.

For arrangements entered prior to the date of transition, the Company has determined whether the arrangement contains a lease on the basis of facts and circumstances existing on the date of transition.

b) Company as lessor

a. Finance Lease

Leases which e?ectively transfer to the lessee substantially all the risks and bene?ts incidental to ownership of the leased item are classi?ed and accounted for as ?nance lease. Lease rental receipts are apportioned between the ?nance income and capital repayment based on the implicit rate of return. Contingent rents are recognised as revenue in the period in which they are earned.

b. Operating Lease

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classi?ed as operating leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease except where scheduled increase in rent compensates the Company with expected in?ationary costs.

c) **Company as Lessee**

Finance Lease

Finance leases, which e?ectively transfer to the lessee substantially all the risks and bene?ts incidental to ownership of the leased item, are capitalised at the lower of the fair value and present value of the minimum lease payments at the inception of the lease term and disclosed as leased assets. Lease Payments under such leases are apportioned between the ?nance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly to the statement of pro?t and loss. Lease management fees, legal charges and other initial direct costs are capitalised.

If there is no reasonable certainity that the Company will obtain the ownership by the end of lease term, capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset or the lease term.

Operating Lease

Assets acquired on leases where a signi?cant portion of risk and reward is retained by the lessor are classi?ed as operating leases. Lease rental are charged to statement of pro?t and loss on a straight-line basis over the lease term, except where scheduled increase in rent compensates the lessor with expected in?ationary costs.

1.13 Revenue Recognition

- Revenue is recognised to the extent that it is probable that the economic bene?ts will ?ow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually de?ned terms of payment and excluding taxes or duties collected on behalf of the Government.
- The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic bene?ts will ?ow to the entity and speci?c criteria have been met for each of the Company's activities as described below. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the speci?c of each arrangement.

a) **Sale of Goods**

Revenue from the sale of developed plot/land and other rights is recognized when signi?cant risks and rewards of ownership are transferred to customers and the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor e?ective control over the goods sold. Revenue from the sale of goods is measured at the fair value of the consideration received or receivables, net of returns and allowances., trade discounts and volume rebates.

b) **Sale of Services**

Revenue from services is recognized in the accounting period in which the services are rendered and when invoices are raised.

c) **Interest Income**

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income (FVTOCI), interest income is recorded using the e?ective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash receipts over the expected life of the ?nancial instrument or a shorter period, where appropriate to the gross carrying amount of the ?nancial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

d) **Dividend Income**

Dividend income from investments is recognised when the Company's right to receive payment has been established.

1.14 Employee Bene?ts

a) Short Term Employee Bene?ts

Short term employee bene?t obligations are measured on an undiscounted basis and are expensed as the related services are provided. Liabilities for wages and salaries, including non-monetary bene?ts that are expected to be settled wholly within twelve months as at the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period.

b) Other Long Term Employee Bene?ts

The known liabilities for earned leaves that are not expected to be settled wholly within twelve months are measured as the present value of the expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method.

c) Post Employment Bene?ts

- **De?ned Bene?t Plans**

  The known liability, if any, recognised in the balance sheet in respect of de?ned bene?t plans is the present value of the de?ned bene?t obligation at the end of the reporting period less the fair value of plan assets. The Company's net obligation in respect of de?ned bene?t plans is calculated separately for each plan by estimating the amount of future bene?t that employees have earned in the current and prior periods. if any liability in a financial year it is charged to Statement of Profit and Loss account. The de?ned bene?t obligation if any, is calculated annually by Actuaries using the projected unit credit method. In other cases, such expenditure are charged to Statement of Profit and Loss Account considering it as Short Term Benefits when it is crystalizes.

- **De?ned Contribution Plan**

  De?ned contributions, if any, to Statutory Schemes are charged to the statement of pro?t and loss of the year.

d) Termination Bene?t

Expenditure incurred on Voluntary Retirement Scheme is charged to the statement of pro?t and loss immediately.

1.15 Foreign Currency Transactions

- Foreign currency transactions are translated into the functional currency using the spot rates of exchanges at the dates of the transactions.
- Foreign Currency Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rate of exchanges at the reporting date.
- Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in pro?t or loss in the year in which they arise.
- Non-monetary items are not retranslated at period end and are measured at historical cost (translated using the exchange rate at the transaction date).

1.16 Borrowing Cost

- Borrowing Costs consist of interest and other costs that an entity incurs in connection with the borrowings of funds.
- Borrowing costs directly attributable to the acquisition or construction of a qualifying asset are capitalised as a part of the cost of that asset that necessarily takes a substantial period of time to complete and prepare the asset for its intended use. The Company considers a period of twelve months or more as a substantial period of time.
- All other borrowing costs are recognised in the statement of pro?t and loss in the period in which they are incurred.

1.17 Financial Instruments

A financial instrument is any contract that gives rise to a ?nancial asset of one entity and a ?nancial liability or equity instrument of another entity.

a) Financial Assets

- **Recognition and Initial Measurement:**

  All ?nancial assets are initially recognised when the Company becomes a party to the contractual provisions of the instruments. A ?nancial asset is initially measured at fair value plus, in the case of ?nancial assets not recorded at fair value through pro?t or loss, transaction costs that are attributable to the acquisition of the ?nancial asset.

- **Classi?cation and Subsequent Measurement:**

  For purposes of subsequent measurement, ?nancial assets are classi?ed in four categories:

  - Measured at amortised cost;
  - Measured at fair value through other comprehensive income (FVTOCI);
  - Measured at fair value through pro?t or loss (FVTPL); and
  - Equity Instruments measured at fair value through other comprehensive income (FVTOCI).

  Financial assets are not reclassi?ed subsequent to their initial recognition, except if and in the period the Company changes its business model for managing ?nancial assets.

  - Measured at amortised cost

  A financial asset is measured at the amortised cost if both the following conditions are met:

  - The asset is held within a business model whose objective is achieved by both collecting contractual cash ?ows; and
  - The contractual terms of the ?nancial asset give rise on speci?ed dates to cash ?ows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

  As per initial measurement, such ?nancial assets are subsequently measured at amortised cost using the e?ective interest rate (EIR) method.

  - Measured at FVTOCI

  A financial asset is measured at the FVTOCI if both the following conditions are met:

  - The objective of the business model is achieved by both collecting contractual cash ?ows and selling the ?nancial assets; and
  - The asset's contractual cash ?ows represent SPPI.

  Financial assets meeting these criteria are measured initially at fair value plus transaction costs. They are subsequently measured at fair value with any gains or losses arising on remeasurement recognised in other comprehensive income, except for impairment gains or losses and foreign exchange gains or losses. Interest calculated using the e?ective interest method is recognised in the statement of pro?t and loss in interest income. Where the asset is disposed of, the cumulative gain or loss previously accumulated in other comprehensive income reserve is transferred in the statement of pro?t and loss.

- **Measured at FVTPL**

  FVTPL is a residual category for ?nancial assets. Any ?nancial assets, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classi?ed as FVTPL. In addition, the Company may elect to designate a ?nancial asset, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. Financial asset included within the FVTPL category are measured at fair value with all changes recognised in the statement of pro?t and loss. Interest / dividend income on ?nancial instruments measured at FVTPL are presented separately under other income.

- **Equity Instruments measured at FVTOCI**

  All equity investments in scope of Ind AS – 109 are measured at fair value. Equity instruments which are, held for trading are classi?ed as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in other comprehensive income. The Company makes such election on an instrument-by-instrument basis. The classi?cation is made on initial recognition and is irrevocable. In case the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no reclassi?cation of the amounts from OCI to the statement of pro?t and loss, even on sale of investment.

- **Derecognition**

  The Company derecognises a ?nancial asset on trade date only when the contractual rights to the cash ?ows from the asset expire, or when it transfers the ?nancial asset and substantially all the risks and rewards of ownership of the asset to another entity.

- **Impairment of Financial Assets**

  In accordance with Ind As 109, the company uses Expected Credit Loss (ECL) model, for evaluating impairment of financial assets other than those measured at fair value through profit and loss (FVTPL).

  Expected credit losses measured through a loss allowance at an amount equal to:

  1.) The 12-months expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date);or

  2.) Full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument)

  For trade receivables Company applies 'simplified approach' which requires expected lifetime losses to be recognised from initial recognition of the receivables. The Company uses historical default rates to determine impairment loss on the portfolio of trade receivables. At every reporting date these historical default rates are reviewed and changes in the forward looking estimates.

  For other assets, the company uses 12 month ECL, if any, to provide for impairment loss where there is no significant increase in credit risk. If there significant increase in credit risk full lifetime ECL is used.

b) Financial Liabilities

- **Recognition and Initial Measurement**

  Financial liabilities are classi?ed, at initial recognition, as at fair value through pro?t or loss, loans and borrowings, payables or as derivatives, as appropriate. All ?nancial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

- **Subsequent Measurement**

  Financial liabilities are measured subsequently at amortised cost or FVTPL. A ?nancial liability is classi?ed as FVTPL if it is classi?ed as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in pro?t or loss. Other ?nancial liabilities are subsequently measured at amortised cost using the e?ective interest rate method. Interest expense and foreign exchange gains and losses are recognised in pro?t or loss. Any gain or loss on derecognition is also recognised in pro?t or loss.

- **Derecognition**

  A ?nancial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

- **O?setting Financial Instruments**

  Financial assets and liabilities are o?set and the net amount reported in the balance sheet when there is a legally enforceable right to o?set the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the counterparty.

1.18 Provisions, Contingent Liabilities and Contingent Assets

a) Provisions

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic bene?ts will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions, if any, are determined by discounting the expected future cash ?ows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that re?ects current market assessments of the time value of money and the risks speci?c to the liability. The unwinding of the discount is recognised as ?nance cost.

Onerous Contracts:

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist when a contract under which the unavoidable costs of meeting the obligations exceed the economic bene?ts expected to be received from it.

b) Contingent Liabilities

Contingent liability is a possible obligation arising from past events and the existence of which will be con?rmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events but is not recognised because it is not possible that an outflow of resources embodying economic bene?t will be required to settle the obligations or reliable estimate of the amount of the obligations cannot be made. The Company discloses the existence of contingent liabilities in other notes to ?nancial statements.

c) Contingent Assets

Contingent assets usually arise from unplanned or other unexpected events that give rise to the possibility of an in?ow of economic bene?ts. Contingent assets are not recognised though are disclosed, where an in?ow of economic bene?ts is probable.

1.19 Investment properties

- Investment property, if any, is property (comprising land or building or both) held to earn rental income or for capital appreciation or both, but not for sale in ordinary course of business, used in the production or supply of goods or services or for administrative purposes.
- Upon initial recognition, an investment property is measured at cost. Subsequently they are stated in the balance sheet at cost, less accumulated depreciation/amortisation and accumulated impairment losses, if any.
- Any gain or loss on disposal of investment property is determined as the di?erence between net disposal proceeds and the carrying amount of the property and is recognised in the statement of pro?t and loss.
- The depreciable investment property i.e., buildings, are depreciated on a straight line method at a rate determined based on the useful life as provided under Schedule II of the Act.
- Leasehold land if any, is amortised on a straight line basis over the period of lease.
- Investment properties are derecognised either when they have been disposed o? or when they are permanently withdrawn from the use and no future economic bene?t is expected from their disposal. The net di?erence between the net disposal proceeds and the carrying amount of the asset is recognised in pro?t or loss in the period of derecognition.

1.20 Non-current assets (or disposal groups) held for sale and discontinued operations

- Non-current assets (or disposal groups) are classi?ed as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of the carrying amount and the fair value less cost to sell.

- An impairment loss, if any, is recognised for any initial or subsequent write-down of the asset (or disposal group) to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset (or disposal group), but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the non-current asset (or disposal group) is recognised at the date of de-recognition.
- Non-current assets (including those that are part of a disposal group) are not depreciated or amortised while they are classi?ed as held for sale. Non-current assets (or disposal group), if any, classi?ed as held for sale are presented separately in the balance sheet. Any pro?t or loss, if any, arising from the sale or Remeasurement of discontinued operations is presented as part of a single line item in statement of pro?t and loss.

1.21 Earnings Per Share:

Basic earnings per share is calculated by dividing the net pro?t or loss for the period attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net pro?t or loss for the period attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding during the period are adjusted for the e?ects of all dilutive potential ordinary shares.

1.22 Cash dividend distribution to equity holders

The Company recognizes a liability to make cash distributions to equity holders of the Company when the distribution is authorized and the distribution is no longer at the discretion of the Company. Final dividends on shares are recorded as a liability on the date of approval by the shareholders and interim dividends are recorded as a liability on the date of declaration by the Company's Board of Directors.

1.23 Measurement of Fair Values

A number of the accounting policies and disclosures of the Company require the measurement of fair values, for both ?nancial and non-?nancial assets and liabilities.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-?nancial asset takes into account a market participant's ability to generate economic bene?ts by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which su?cient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the ?nancial statements are categorised within the fair value hierarchy, described as follows, based on the input that is signi?cant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2 — Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 — Inputs which are unobservable inputs for the asset or liability.

External valuers are involved for valuation of signi?cant assets and liabilities. Involvement of external valuers is decided by the management of the Company considering the requirements of Ind AS and selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

1.24 New Standards/Amendments to Existing Standard issued but not yet e?ective up to the date of issuance of the Company's ?nancial statements are disclosed below.

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules,2019 and Companies (Indian Accounting Standards) Second Rules, has notified the following new and amendments to Ind Ass which the company has not applied as they are effective from 01st April,2019. The Company will adopt new standard and amendment to existing standards with effect from 1stApril,2019.

Ind AS 116: Leases – Ind AS 116 will supersede the existing Ind AS 17. The new standard provides a comprehensive model to identify lease-arrangements and the treatment thereof in the financial statements of both the lessee and lessor. The new standard requires entities to make more judgments and estimates (e.g., determining when a customer has the right to direct the use of an identified asset, estimating the incremental rate of borrowing) and make more disclosures (e.g., discount rate, weighted average lease term, other qualitative and quantitative information).

Ind AS 116 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. A lessee is required to recognise a right-of-use asset representing its right to use the underlying leased asset and a lease liability representing its obligation to make lease payments. Ind AS 17 required classifying leases as finance lease and operating lease, the same is not required under Ind AS 116. Under Ind AS 116, a lessee measures right-of-use assets similar to other non-financial assets (such as property, plant and equipment) and lease liabilities similarly to other financial liabilities.

On initial application the Company will recognise new assets and liabilities for its operating leases of premises and other assets. The nature of expenses related to those leases will change from lease rent in previous periods to a) amortization change for the right-to-use asset, and b) interest accrued on lease liability.

Requirements with regard to lessor accounting are substantially similar to accounting requirements contained in Ind AS 17. Accordingly, a lessor will continue to classify its leases as operating leases or finance leases, and to account for those two types of leases differently.

The Company is proposing to use the 'Modified Retrospective Approach' for transitioning to Ind AS 116 without adjusting the Comparatives.

The Company is currently evaluating the impact this standard will have on its financial statement.

a) Ind AS 12 – Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments) - The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the entity pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12.

   The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following: (1) the entity has to use judgement, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty (2) the entity is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount (3) entity has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability. The Company does not expect any significant impact of the amendment on its financial statements.

Amendment to Ind AS 19 – plan amendment, curtailment or settlement- Ministry of Corporate Affairs issued amendments to Ind AS 19, 'Employee Benefits', On 30th March, 2019, in connection with accounting for plan amendments, curtailments and settlements. The Company does not have any impact on account of this amendment.

Ind AS 23 – Borrowing Costs-The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any significant impact from this amendment.

Ind AS 103 – Business Combinations and Ind AS 111 – Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. This amendment is currently not applicable to the Company.

Ind AS 109 – Prepayment Features with Negative Compensation

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its financial statements.

1.25 Signi?cant Judgments and Key sources of Estimation in applying Accounting Policies

Information about signi?cant judgments and key sources of estimation made in applying accounting policies that have the most signi?cant e?ects on the amounts recognised in the ?nancial statements is included in the following notes:

a) Recognition of Deferred Tax Assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilised. In addition, signi?cant judgement is required in assessing the impact of any legal or economic limits.

b) Useful lives of depreciable/ amortizable assets (property, plant and equipment)

Management reviews its estimate of the useful lives of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets.

c) Provisions and Contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Indian Accounting Standards (Ind AS) 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events is applied best judgement by management regarding the probability of exposure to potential loss.

d) Impairment of Financial Assets

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication of impairment. If recoverable amount is less than its carrying amount, the impairment loss is accounted for.

e) Fair value measurement of ?nancial Instruments

When the fair values of ?nancial assets and ?nancial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash ?ow model. The input to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

NOTE - 2 - PROPERTY, PLANT & MACHINERY

PARTICULARS	TANGIBLE ASSETS												
ASSETS	LAND	LEASE HOLD LAND	BUILD-ING	PLANT & MACHI-NERY	VEHICLE	FURNI-TURE	LIVE-STOCK	TOTAL	GWLR VRUDDH-ASHRAM	TPM SERVICE APART-MENT PROJECT	WIP RESORT	CAPITAL W.I.P. (RETHAL)	TOTAL
COST OR VALUATION													
AS AT 1ST APRIL 2017	**45926297**	**101980**	**188668176**	**37235710**	**5252231**	**22421896**	**12801**	**299619091**	**472974**	**2307621**	**33344963**	**2604961**	**338349610**
ADDITION	0	0	24326000	14078091	0	4119040	0	**42523131**	0	0	0	0	**42523131**
UPLIFTMENT	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
DISPOSAL													
*(Refer note: 2.1) Retain Earning	377400	0	0	331053	0	0	12801	**721254**	472974	2307621	33344963	0	**36846812**
OTHER ADJUSTMENTS	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
Less : adjustment not payable	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
AS AT 31ST MARCH 2018	**45548897**	**101980**	**212994176**	**50982748**	**5252231**	**26540936**	**0**	**341420968**	**0**	**0**	**0**	**2604961**	**344025929**
ADDITION	0	0	0	149447	0	405450	0	**554897**	0	0	0	0	**554897**
UPLIFTMENT	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
DISPOSAL	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
OTHER ADJUSTMENTS	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
Less : adjustment not payable	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
AS AT 31ST MARCH 2019	**45548897**	**101980**	**212994176**	**51132195**	**5252231**	**26946386**	**0**	**341975865**	**0**	**0**	**0**	**2604961**	**344580826**
DEPRECIATION													
AS AT 01/04/2017	0	0	36075745	24027766	3610260	21876753	0	**85590524**	0	0	0	0	**85590524**
TOTAL DEPRECIATION	0	0	3407992	2395083	502035	1943680	0	**8248790**	0	0	0	0	**8248790**
UPLIFTMENT	0	0	1431933	0	0	0	0	**1431933**	0	0	0	0	**1431933**
DISPOSAL	0	0	0	314500	0	0	0	**314500**	0	0	0	0	**314500**
CHARGE FOR THE YEAR	0	0	3407992	2080583	502035	1943680	0	**7934290**	0	0	0	0	**7934290**
AS AT 31ST MARCH 2018	**0**	**0**	**39483737**	**26108349**	**4112295**	**23820433**	**0**	**93524814**	**0**	**0**	**0**	**0**	**93524814**
TOTAL DEPRECIATION	0	0	3596210	2796481	85920	1610142	0	**8088753**	0	0	0	0	**8088753**
LESS:UPLIFTMENT	0	0	1431933	0		0	0	**1431933**	0	0	0	0	**1431933**
LESS: DISPOSAL	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
CHARGE FOR THE YEAR	0	0	0	0	0	0	0	**0**	0	0	0	0	**0**
OTHER ADJUSTMENT	0	0	2170872	1201446	401825	5195633	0	**8969776**	0	0	0	0	**8969776**
AS AT 31ST MARCH 2019	0	0	**40909075**	**27703384**	**3796390**	**20234942**	**0**	**92643791**	**0**	**0**	**0**	**0**	**92643791**
NET BLOCK													
AS AT 31ST MARCH 2018	**45548897**	**101980**	**173510439**	**24874399**	**1139936**	**2720503**	**0**	**247896156**	**0**	**0**	**0**	**2604961**	**250501117**
AS AT 31ST MARCH 2019	**45548897**	**101980**	**172085101**	**23428811**	**1455841**	**6711444**	**0**	**249332076**	**0**	**0**	**0**	**2604961**	**251937037**

Note: 2.1: It has been observed that on implemantation of revised useful life of the assets and compliance of Schedule II of the Companies Act, some of the techincial errors were noticed on recalculation of the depreciation. On the bases of information available on record the company has recalculated the depreication during the year. The excess/ short deprication provided in earlier year/s of Rs. 89,69,776/- has been adjusted during the year and shown under Other Adjustment.

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 3 - NON-CURRENT INVESTMENTS		
Long Term Investment		
Non Trade and Unquoted (at cost)		
a) Goodwill on Consolidation	6482079	6478943
(b) Investment in related parties - Subsidiary Company		
Green Wood Org & Eng. P Ltd	27700	21000
(Unsecured Considered Good)		
	6509779	**6499943**
NOTE- 4 - NON-CURRENT OTHER FINANCIAL ASSETS		
A) Secured Advances	0	0
B) Unsecured Advances		
(i) Mat Credit Entitlement	1796319	1796319
(ii) Advances to Others	101600	102000
(iii) Income Tax & TDS	90480	90480
(iv) Income Tax Refund Due	1568666	1464777
(v) INCOME TAX Deposited against disputed demand) (Refer Note 4.1)	4108837	4108837
	7665902	**7562413**

4.1 Long-term loans and advances :

Deposits made in earlier years to the Income tax authority against past disputed tax liabilities till 31/03/2016,Rs.4108837/-(P.Y Rs..4108837/-).However, vide Order dated 28/02/2012, the disputed assessment proceedings of A.Y. 1995-96, 1997-98, 2001-02 and 2002-03 were set aside. Further, during the F.Y.2013-14 the assessment U/s. 143(3) for these Assessment Year's have been made and department has raised demand of Rs.10087948/-besides interest Rs. 9249807. During the year 2017-18 the Company has received the order from CIT-(A) in favour of the Company.However, the department has preferred an appeal before the Income Tax Appellate Tribunal during the year on 12.02.2019 and pending for hearing.The deposit as shown above of Rs.4108837/- (P.Y.Rs.4108837/-) is subject to confirmation reconciliation and adjustment to Profit & Loss account,if any on receipt of refund from department.

NOTE - 5 - DEFERRED TAX ASSET(NET)		
Tax effect of items constituting deferred tax assets		
Balance as per last year	5179712	4633282
(A) Add/(Less):On difference of depreciation between book depreciation and depreciation as per I T Act. (Net of up-liftment)	-913857	546430
(B) Add/(Less): On account of loss as per Income Tax for the Year	831558	0
	5097413	**5179712**
NOTE- 6 - OTHER NON CURRENT ASSETS		
A) Secured Advances	**0**	**0**
B) Unsecured Advances-LONG TERM		
Deposit with Banks (Refer note no. 09)	0	0
Others	314516	308016
Advances paid to Supplier	0	0
Long Term Trade Receivables		
Unsecured, considered good	9631412	10276124
Doubtful	0	0
Less: Provision for doubtful trade receivables	0	0
	9945928	**10584140**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 7 - INVENTORIES (AS TAKEN,VALUED AND CERTIFIED BY MANAGEMENT)		
(At Lower of Cost or Net Realisable Value)		
1. Land Stock (Refer Note No. 7.1)	33835551	30688056
2. W.I.P.of Fencing work SC-II	1238134	1238134
3. Stock at Resort	307351	294716
	35381036	**32220906**
Note - 7.1 - stock in trade of Rs 24,99,000/- held in the name of director/ex director		
NOTE - 8 - TRADE RECEIVABLE		
Debtors outstanding for a period exceeding six months		
Considered Good	961634	776698
Considered Doubtful	0	0
Other Debtors	29867	988451
Considered Good	0	0
	991500	**1765149**
Note - 8.1 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.		
NOTE - 9 - CASH & CASH EQUIVALENTS		
(a) **Cash in Hand**	120979	70871
	120979	**70871**
(b) **Balance with Nationalized Banks :**		
In Current Accounts	348764	1406836
In Fixed Deposit Accounts	12542742	11821366
Balance with Scheduled Banks :		
In Current Accounts	16643	0
In Fixed Deposit Accounts	25181	69008
	12933330	**13297210**
	13054309	**13368081**
NOTE - 10 - OTHER FINANCIAL ASSETS		
A) Secured Advances	0	0
B) Unsecured Advances		
Advance to directors (Refer Note No 10.1)	9539877	8517747
Advances to others	7907320	6415802
Dividend Receivable	0	0
Advance Income Tax/TDS	96340	415427
Advance Recoverable	**14040**	**13100**
(Unsecured & Considered Good - Advance recoverable in Cash or in kind or for value to be received)		
Advance to Staff	**23850**	**23976**
(Unsecured, Considered good)		
Balance with Govt. Authorities	220975	385516
Service Tax Receivable/GST INPUT		
	17802402	**15771567**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)

NOTE - 10.1 : The company during the F.Y. 2016-17 year has made payment of Rs. 69,28,725/- to the Ex-Director/ Director of the Company in terms of Affidevit cum Indemnity Bond executed duly noterized for purchase of property, pending documentation.The subject matter is disputed between the parties. However, as per board resolution dt. 20/03/ 2018 interest @12% p.a. , Rs.1022130/- (Previous year Rs. 15,89,022/-w.e.f. 04.06.2016 to 31.03.18) is accounted in books.

NOTE - 11 - OTHER CURRENT ASSETS

Shangar Hospitality-Lease Rent etc. out standing (Refer Note No. 11.1)	1131575	1131575
Prepaid Expenses	46439	96153
	1178014	**1227728**

NOTE - 11.1 : As per Arbitral Tribunal consent award dt.23.03.16 & MOU dt.23.02.16 with Shangar Hospitality,Municipal Tax, Electricity Exp., Land Revenue and other Statutory due recoverable Rs. 1131575/- as on 31.03.2018 are shown as receivable.(Previous year Rs. 1026318/-)

NOTE - 12 - EQUITY SHARE CAPITAL

Authorised : 50,00,000 Equity Shares of Rs. 10/- Each	50000000	50000000
Issued 4322788 Equity Shares of Rs. 10/- Each		
Subscribed and fully paid up 4239688 Equity Shares of Rs. 10 /- Each	42396880	42396880
Forfeited Equity Shares (71600 Forfeitted Equity Shares)	**42859960**	**42859960**
Minority Interest Of Sterling Resort Private Limited	**33210**	**33210**
Total Equity Share Capital	**42893170**	**42893170**

NOTE - 12.1 - The reconciliation of the number of shares outstanding is set out below

Particulars	As at 31st March,2019 No. of Shares	As at 31st March,2018 No. of Shares
Equity Shares at the beginning of the year	42,39,688	42,39,688
Add: Shares issued	0	0
Less : Shares cancelled	0	0
Equity: Shares at the end of the year	42,39,688	42,39,688

NOTE - 12.2 -TERMS ATTACHED TO EQUITY SHARE

The Company has only one class of Equity Shares having a par value of Rs..10/- per share.

Each holder of Equity shares is entitled to one vote per share.

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

NOTE - 12.3 - THE DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES

	Name of the Shareholder	As at 31st March. 2019		As at 31st March. 2018	
		No. of Shares	% held	No. of Shares	% held
1	Umesh Lavingia & Bharat Lakhi (On behalf of B.Kumar Family Trust)	2054182	48.45%	2054182	48.45%
4	Meeta Mathur	646204	15.24%	646204	15.24%

NOTE - 12.4 - As per the records of the Company including its Register of Shareholder/members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represent both legal & beneficial ownership of the shares. However, the legal heirs of Late Mr. B Kumar have filed suit in the court, the final holding is subject to final verdict of the court.

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 13 - OTHER EQUITY		
(A) Revaluation Reserve		
Balance as per last year	96465196	97897129
LESS:-Up-lift dep Transfer from P&L A/c.	1431933	1431933
Balance	**95033263**	**96465196**
(B) Surplus in the Statement of Profit & Loss		
As at Commencement of the Year	51063739	46841724
Balance	**51063739**	**46841724**
Add : Transferred from Profit & Loss Account for the year	-8968371	4222015
Add: Excess Provision of Depreciation Written Back*	8969776	0
Net Surplus as per Statement of Profit & Loss for the year	**51065144**	**51063739**
TOTAL OTHER EQUITY (A+B)	**146098407**	**147528935**
*** Excess/ short depreciation of earlier year/s (Refer note no. 2.1)**		
NOTE - 14 - NON-CURRENT LIABILITIES - BORROWINGS		
A) Secured Loans		
FROM BANKS		
Term Loan (Refer Note : 14.1)		
Canara Bank	11214182	12786195
Vehicle Loans	237770	432926
Home loan from ICICI Bank	938840	5749802
Less : Current maturity of long Term Debt (Refer Note 20)	-2823353	-6618652
Long Term Loans - Others		
A) Unsecured Loans		
Deposit from Directors, Ex.Directors & Directors Relatives (Rate of interest @9% p.a.)	15611047	14459894
Inter - Corporate Deposits	172881	172881
	25351367	**26983046**

NOTE - 14.1 - SECURED LOAN ABOVE:-

- Rs.11214182/- (P.Y.Rs. 12768195/-) is secured by way of first charge of equitable mortgage of the immovable Commercial property of the company situated at Sunrise Centre-1,Drive in Cinema Road, Thaltej with Canara Bank additionally secured by personal guarantee of chairman, managing director and Director.

Vehicle Loan

a) Rs.94013/- (P.Y.Rs.213338/-) Vehicle term loan from State Bank of India against hypothecation of vehicles financed and personal guarantee of the Chairman, Managing Director and ex-director of the company.

  - Rs. 143757/-(P.Y.Rs.219588/-) Vehicle term loan from HDFC bank against hypothecation of vehicles financed and personal guarantee of the Chairman, Managing Director
  - Rs.938840/-(P.Y. Rs.5749802/-) Home loan from ICICI bank against Mortgage of property situated at 201,Ambience Tower, Bodakdev, Ahmedabad and personal guarantee of the Chairman, Managing Director and ex-director (smt B Kumar) of the company.

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 14.1 - SECURED LOAN ABOVE:- (CONTD.....)

- **Unsecured loan above:-**
  The Unsecured Deposits/Loans, as informed, are from Directors and Director's relatives.

SR.	TYPE OF VEHICLE	As on 31/03/2019 (Figures in Rs.)	As on 31/03/2018 (Figures in Rs.)	EMI Amount (Rs.)	Mode of Payment	No. of Install-ments	Date of Commen-cement of installment	LastLAST Installment-Due On	Rate OF Interest (%)
	Canara Bank Term Loan								
1	775	11214182	12786195	268559	Monthly	120	25/01/14	25/12/23	13.65%
	TOTAL	**11214182**	**12786195**						
	VEHICLE LOAN- HDFC BANK								
2	Maruti Eeco Car loan	143757	219588	7810	Monthly	36	05/12/16	05/11/20	13-14%
	TOTAL	**143757**	**219588**						
	VEHICLE LOAN – STATE BANK OF INDIA								
3	QUANTO	94013	213338	12310	Monthly	60	01/12/12	26/09/19	10.45%
	TOTAL	**94013**	**213338**						
	Grand Total	**11451952**	**13219121**						

HOME LOAN – ICICI

SR.	TYPE OF LOAN	As on 31/03/2019 (Figures in Rs.)	As on 31/03/2018 (Figures in Rs.)	EMI Amount (Rs.)	Mode of Payment	No. of Install-ments	Date of Commen-cement of installment	LastLAST Installment-Due On	Rate OF Interest (%)
4	Home Loan	938840	5749802	428696	Monthly	60	10/07/14	10/06/2019	10.50%
	Total	**938840**	**5749802**						

	Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
	NOTE - 15 - OTHER FINANCIAL LIABILITIES - NON CURRENT		
A.	**Trade Payables (Refer note 15.1 & 15.2)**	2298799	1388874
B.	**Others**		
	Advance received from customers	146700	146700
	Deposit from GWLR scheme members	6285037	6678095
C.	**Lease Security Deposit**	125000	125000
	(Hording Lease Deposit)		
		8855536	**8338669**

NOTE - 15.1 - Based on the information available with the company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act 2006" as at March 31st 2019 and 2018.

NOTE - 15.2 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 16 - PROVISIONS		
For Other		
GEB DUTY PAYBLE-GWLR	2196817	2196817
Provision for Others	891795	891795
	3088612	**3088612**
NOTE - 17 - BORROWINGS		
A) Secured Loans		
From Banks		
i) Canara Bank (FDOD - A/C) (Refer Note 17.1)	9694622	11154211
B) Unsecured Loans		
From Others		
Inter-Corporate Deposit (Interest @9% p.a.)	54916608	42613712
	64611230	**53767923**

NOTE - 17.1 - SECURED LOAN ABOVE:-

Rs. 9694622/- (P.Y.Rs. 11154211/-) is secured by way of Company's Fixed Deposit with Canara Bank amounting to Rs. 11300000/-(P.Y. Rs.11300000/-)

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 18 - OTHER FINANCIAL LIABLITIES		
Sundry Creditors for goods & services		
(i) Total Outstanding dues of MSME (Refer note no. 18.1)	0	0
(ii) Outstanding other than (i)	883377	2044961
	883377	**2044961**

NOTE - 18.1 - Based on the information available with the company, there are no suppliers who are registered as micro, small or medium enterprises under "The Micro, Small and Medium Enterprises Development Act 2006" as at March 31st 2019 and 2018.

NOTE - 18.2 - Balance confirmation not called for, are subject to confirmation and reconciliation, if any.

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 19 - PROVISIONS		
(A) Provision for Employee Benefits		
(i) Provision for Leave encashment	0	0
(B) Provision for Others	**5500**	**5500**
(i) Provision of Income tax for current year	0	790000
	5500	**795500**
NOTE - 20 - OTHER CURRENT LIABILITES		
Current maturities of long term debt (Refer Note no. 14.1)	2823353	6618652
Creditors for Capital Expenditure	2998253	5727169
Other Payables		
Statutory Remittances - Duties & Taxes payable	1224588	1051513
Outstanding Liabilities	1438507	1556389
Misc Exp Payable	400	0
Advance Recd from Customers	18016480	20737063
Deposit & advances from society/NTC	31274541	23549154
	57776122	**59239941**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 21 - SALES		
Resort Operation and Room Occupancy		
Room Income	8718440	9427035
Food & Beverage Income	13203202	9025238
Misc. Sales at Resort	427792	548336
Resort Membership Fees	415859	784362
Sale of Scrap	0	6765
Sales on Real Estate /Development Income		
Sale of scheme Land	13100090	24962387
Sales of Resale of Land	1050000	0
Development Charges from Society / NTC	144928	381886
Plot Surrender Income (Refer Note No.21.1 for F.Y. 2016-17)	669740	311250
	37730051	**45447259**
NOTE - 22 - OTHER INCOMES		
Interest Income	801529	801144
Amount Written Back	1000000	0
Sundry Credit Balances w/off	1014970	210841
Sundry Credit Balances w/off (GWLR)	10467	6000
Hoarding Rent/income	480944	924450
Misc. Income	2925	3668
Interest on Income Tax Refund	83889	0
Interest -Ind As	7054	19819
Other Interest (Refer Note No. 10.1)	1491231	1800636
	4893009	**3766558**
NOTE - 23-A - COST OF LAND PURCHASED		
Cost of Land Purchased and expenses		
Purchased Stock in Trade	4200000	6387522
	4200000	**6387522**
NOTE - 23-B - FOOD, BEVERAGES & CONSUMABLES		
Opening Stock	294716	141097
Add:Purchases	5195776	4146392
SUB-TOTAL	**5490492**	**4287489**
Less: Closing Stock	307351	294716
Material consumed	**5183141**	**3992773**
NOTE - 23-C - SCHEMES DEVELOPMENT EXPENSES & FENCING		
Development Expenses - Schemes	342950	292850
	342950	**292850**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 24 - INCREASE/(DECREASE) IN STOCKS		
Land		
Closing Stock of :		
Land	33835551	30688056
Total (A)	**33835551**	**30688056**
Opening Stock of :		
Land	30688056	24466263
Total (B)	**30688056**	**24466263**
Increase/(Decrease) in Stock (A-B)	**-3147495**	**-6221793**
Fensing Stock		
Closing Stock of :		
Fencing	1238134	1238134
Total (A)	**1238134**	**1238134**
Opening Stock of :		
Fencing	1238134	1238134
Total (B)	**1238134**	**1238134**
Increase/(Decrease) in Stock (A-B)	**0**	**0**
Total	**-3147495**	**-6221793**
NOTE - 25 - EMPLOYEES REMUNERATION & BENEFITS		
Salary, Wages, Allowances & other Benefits	13007487	12813794
P. F. Contribution	502465	547741
Staff Welfare Expenses	678595	794884
	14188547	**14156419**
NOTE - 26 - FINANCIAL COST		
Interest on Bank Borrowings	2830579	3606755
Interest on other than Bank Borrowings	5629531	3208066
Interest Ind AS	0	1830
Bank charges	60168	26506
	8520278	**6843157**
NOTE - 27 - OTHER EXPENSES		
A) Selling & Distribution Expenses		
Advertisement & Publicity	2260	11030
Sale Promotion Expenses	0	454
Sale Commssion & Discount Allowed	0	4906
Discount	24576	92316
Sub Total (A)	**26836**	**108706**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Particulars	Year ending 31 March, 2019 (Figures in Rs.)	Year ending 31 March, 2018 (Figures in Rs.)
NOTE - 27 - OTHER EXPENSES (CONTD....)		
B) Operating, Administrative & Other Expenses		
Legal & Professional Fees	3754620	2163728
Bad- debts written off	0	0
Sundry Balance Written off	0	2510
Directors Sitting Fees	95000	130000
Electricity Expenses	3212575	2089425
GWLR operations Exp	2342977	2803847
Misc. Admin. Expenses	1924085	5120626
Rates and Taxes (excluding Taxes on Income)	597400	1093860
Rent	787000	831260
Repairs & Maintenance Expense	1492292	1233287
Stationery & Printing Expense	177675	197997
Telephone, Cable & Internet Exp	520689	480478
Travelling & Conveyance Expense	23043	34304
Vehicle Expenses	429252	383109
Auditor's Remuneration (Refer Note 27.1)	125000	120000
Sub Total (B)	**15481608**	**16684430**
Total (A+B)	**15508444**	**16793136**

NOTE - 27.1

(i) Payments to the auditors comprises:		
As Auditors - Statutory Audit	125000	120000
For Income Tax matters	0	0
For Tax Audit	0	0
For Other Matters	0	0
Total	**125000**	**120000**

NOTE - 28 - EXCEPTIONAL ITEMS

Profit on Sale of Assets	0	3,901,285
Loss on Sale of Assets	0	12,801
Total	0	**3,888,484**

NOTE - 29 - NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note - 29.1 - Contingent Liabilities and Commitments (to the extent not provided for)

	3/31/2019 (Figures in Rs.)	3/31/2018 (Figures in Rs.)
A) Service Tax Liability Outstanding		
(i) At Appellate Tribunal	9251306	9251306
B) 1. Income Tax Liability at CIT-(Appeals)	19,299,225	19,299,225

Deposits made in earlier years to the Income tax authority against past disputed tax liabilities till 31/03/2016,Rs.4108836/-(P.Y Rs..4108836/-).However, vide Order dated 28/02/2012, the disputed assessment proceedings of A.Y. 1995-96, 1997-98, 2001-02 and 2002-03 were set aside. Further, during the F.Y.2013-14 the assessment

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

U/s. 143(3) for these Assessment Year's have been made and department has raised demand of Rs.10087948/- besides interest Rs. 9249807/-. During the year the Company has received the order from CIT-(A) in favour of the Company.However, the department has preferred an appeal before the Income Tax Appellate Tribunal during the year on 12.02.2019.The deposit as shown above of Rs.4108836/-(P.Y.Rs.4108836/-) is subject to confirmation reconciliation and adjustment to Profit & Loss account,if any on receipt of refund from department.

(C)	Labour Laws	4,961,600	4,464,400

(D) The Company is also involved in certain litigation for lands acquired by it for Development purposes, either through agreements or through outright purchases. These case are pending with various courts and are scheduled for hearings. After considering the circumstances and legal advice received, management believes that these cases will not adversely effect its financial statements. The liabilities, if any, is not ascertainable.

(E) The Company does not expect any reimbursement in respect of the above contingent liability and it is not practicable to estimate the timings of the cash out flows, if any, in respect of matters above pending and it is not probable that an outflow of resources will be required to settle the above obligations/claims.

NOTE - 29.2 - NCLT CASES AND OTHER LEGAL CASES:

1. Special notice and requisition under section 100(2) read with section 169 of The Companies Act, 2013 and the rules framed there under received from one shareholder for removal of one of the Director of the Compnay. Pursuant to special notice Extra Ordinary Genereal Meeting (EOGM) was heald on 10th May, 2017. However, director approched National Compnay Law Tribunal (NCLT) under Section 241 & 242 of the Companies Act, 2013. NCLT has directed that results of voting at EOGM can be declared by the company, however implementation have been stayed till the tribunal directs otherwise. The decision is still pending at NCLT.
2. One of the Shareholder approach National Company Law Tribunal (NCLT) under section 58 & 59 of the Companies Act, 2013 for rectification of register of member. The decision is still pending at NCLT.
3. The Company has filed a case against one of the Director of the Company under section 452 of The Companies Act, 2013 and Section 403,404 and 406 of The Indian Penal Code for Eviction of the Company 's Property Situated at Flat No. 201, Ambience Tower, Bodakdev, Ahmedabad, Vide Criminal Case No. 633115/2018 in the Metropolitan Magistrate Court. The Court had already issued a summon to Director. The decision is still pending.
4. The Compnay has filed a FIR No. I/71/2018 under Section 406,409,418,420 and 114 of The Indian Penal Code for Misappropriation of Funds/Wrongfully holding property acquired from Company Funds at Vastrapur Police Station against Director and Ex Managing Director of the company during their tenure. The case is pending at Gujarat High Court.
5. a. The Company is in receipt of letter dt.15.06.18 from BSE and subsequently email communication dated 06.08.2018 from SEBI alongwith encloser of letter from anonymous person asking clarification on Transfer of substantial Companies Projects/Land parcels/ assets in FY 2009-10. The Company had appointed an independent professional to inquire in the subject matter.The Company is in receipt of Scrutiny Report of D.Shah & Associates, Chartered Accountants on 02/11/2018, and this was placed before Audit Committee and Board meeting. It was discussed and approved by the Board to study the impact on financial and/or any other subject matter. Thereafter, the Board of Directors of the Company at its meeting held on 14th December, 2018, inter alia, unanimously decided to engage legal and other professionals to discuss the scrutiny report dated 31st October, 2018 and to take / initiate all necessary steps/legal actions. We have been informed that the Company has filed civil suit no.21 of 2019 in the court of civil judge (S.D.) at Sanand on 18/04/2019 and another civil suit no.32 of 2019 in the court of civil judge (S.D.) at Kalol on 26/04/2019, against Paksh Developers Private Limited and against then Directors namely Mrs.Meeta Mathur, Mr.Ankit Mathur,,Mr.Kunal Mathur and Mr.Anurag D.Agrawal. Since the matter are subjudice and in absence of any final judgment, we are unable to disclose, the effect ,if any, on financial statement and/or in any other matter.

   b. In respect of ongoing NCLT and other Court cases against the Management and/or Company, since the matters are yet not resolved and are subjudice, we are unable to opine in respect of Financial or other impact there on, if any.

Note - 29.3 - Value of imports calculated on CIF basis	**NIL**	**NIL**
Note - 29.4 - Expenditure in foreign currency	**NIL**	**NIL**
Note - 29.5 - Earnings in foreign exchange	**NIL**	**NIL**

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

Note- 29.6 - Amounts remitted in foreign currency during the year on account of dividend **NIL** **NIL**

NOTE - 29.7 - SEGMENT REPORTING

For Management Purpose, the Company is currently organised into two major operating activities – 1) Resort and Membership and 2) Real Estate Business. During the year company has club membership fees income, has been grouped under resorts activity. These divisions are the basis on which the Company reports its primary segment information

(i) Segment assets and liabilities:

Company is having two segments of business, Assets and Liabilities could not be bifurcated segment wise.

(ii) Segment revenue and expenses

Segment revenue and expenses are taken directly as attributable to the segment. It does not include interest income on inter- corporate deposits, Profit on sale of investments, Interest expense, Provision for Contingencies and Income-tax.

The company operates primarily in India and there is no other significant geographical segment

PARTICULARS	31.03.19	31.03.19	31.03.19	31.03.18	31.03.18	31.03.18
	RESORT	REAL ESTATE	TOTAL	RESORT	REAL ESTATE	TOTAL
REVENUE						
Domestic Income	22765293	14964758	37730051	19791736	25655523	45447259
Export Income	NIL	NIL	NIL	NIL	NIL	NIL
Inter-segment Income	NIL	NIL	NIL	NIL	NIL	NIL
RESULTS						
Segment Results	NIL	NIL	NIL	NIL	NIL	NIL
Unallocated Corporate Exps			43097713			37236422
Operating Profit			-5367662			8210837
Interest Expense	47822	8471748	8519570	14112	6829045	6843157
Interest Income	NIL	NIL	801529	NIL	NIL	801144
Other Income	NIL	NIL	4091480	NIL	NIL	2965415
Deferred tax	NIL	NIL	-82299	NIL	NIL	546430
Income tax	NIL	NIL	56447	NIL	NIL	365793
Net Profit	NIL	NIL	-8968371	NIL	NIL	4222015
OTHER INFORMATION						
Segment assets	NIL	NIL	NIL	NIL	NIL	NIL
UnallocatedCorporate Assets			251937037			250501117
Total Assets			**251937037**			**250501117**
Segment Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
Unallocated Corporate Liabilities	NIL	NIL	NIL	NIL	NIL	NIL
Capital Expenditure	NIL	NIL	NIL	NIL	NIL	NIL
Depreciation			6656820			6816858
Other on Capital Expenditure						

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.7 - RELATED PARTY DISCLOSURE

A. List Related Parties and Relations

1. **Subsidiaries and Associates**
   - Sterling Resorts Private Limited
   - Green Wood Organisers & Engineers Pvt Ltd.
   - Lavingia Cosultants p ltd
2. **Key Management Personnel**
   - Mrs. Meeta Mathur (till 28.09.2018)
   - Mr. Bharatkumar Lekhi
   - Mr. Virendrasingh M Rawat
   - Mr. Kantilal Panchal (CFO)
   - Mr. Divyesh B. Ashwar (CS)(Resign w.e.f 07.04.2017)
   - Mrs. Henal D Shah (CS) (w.e.f 15.12.2017 till 31.12.2018)
   - Mr. Umesh G. Lavingia
   - Mr. Milind S. Desai
   - Mr. Sudhir V. Kulkarni
   - Mr. Shrenik S Trivedi
3. List of Relatives of Key Managerial Personnel and Enterprise over which Key Management Personnel and their relative excercise significant influence with whom transaction have taken place during the year
   - B.Kumar (HUF)
   - Banwarilal charitable Trust
   - Mrs. Kusum B. Kumar (till 01.10.2017)

A. (I) Transactions with Related Parties :-

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	**2017-18**	**2018-19**	**2017-18**	**2018-19**	**2017-18**
INTEREST PAID						
Mr. B. Kumar	0	0	39577	41637	0	0
Mrs. Meeta Mathur	0	0	1212592	1121732	0	0
B.Kumar (HUF)	0	0	33370	30869	0	0
Mrs. Kusum B. Kumar	0	0	0	0	0	67874
Lavingia Consultant p ltd	0	0	670733	420601	0	0
INTEREST RECEIVED ON ADVANCE PAYMENT FOR ASSETS						
Mrs. Meeta Mathur	0	0	1022130	*1589022	0	0
REMUNERATION						
Mr. Bharatkumar Lekhi	0	0	1225000	1000000	0	0
Mr. Umesh G. Lavingia	0	0	1225000	1000000	0	0
Mr.Kantilal S.Panchal	0	0	441000	432000		
Ms.Henal Shah	0	0	226981	86967		
RENT						
Banwarilal Charitable Trust	0	0	0	0	90000	90000
DIRECTOR SITTING FEES			100000	130000		

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

A. (I) Transactions with Related Parties :- (Contd.....)

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
ACCEPTANCE OF LOAN						
Lavingia Consultants p ltd	0	0	0	0	799941	5587942
REPAYMENT OF LOAN						
Mr. B. Kumar	0	0	5832	298943	0	0
Mrs. Kusum B. Kumar	0	0	0	0	0	1860216
Green Wood Org & Eng. P Ltd	6700	2800	0	0	0	0

(II) Outstanding transactions with related parties

Particulars	Subsidiaries and Associates		Key Management Personnel		Relatives of Key Managerial Personnel and Enterprise	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Unsecured Loans						
Mr.B. Kumar	0	0	472725	442931	0	0
Mrs. Meeta Mathur	0	0	14726945	13635613	0	0
B. Kumar (HUF)	0	0	0	0	400809	370776
Mrs. Kusum B. Kumar	0	0	0	0	172930	172930
LavingiaConsultants p ltd	0	0	8128573	6724972	0	0
Green Wood Org & Eng. P Ltd	27700	21000	0	0	0	0
Green Wood Recreation Pvt.Ltd.	172881	172881	0	0	0	0
Loans & Advances						
MRS. MEETA MATHUR	0	0	9539877	8517747	0	0
Salary payable						
Mr. Bharatkumar Lekhi	0	0	84800	84800	0	0
Mr. Umesh G. Lavingia	0	0	0	84800	0	0
Mr.Kantilal S.Panchal	0	0	31480	31480	0	0
Ms.Henal Shah			0	24800	0	0
Rent Payable						
Banwarilal Charitable Trust	0	0	0	0	61474	117814

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.9 - LEASE

(i) Operating Lease :- Rental is expensed with reference to lease terms and other considerations.

NOTES :- The company has taken on lease one villa in Sterling Resorts owned by Banvarilal Charitable trust. The total Lease rent paid on the same amounting to Rs. 90,000/- (P.Y. Rs. 90000/-) and taken on lease w.e.f. 1st May 2014 Flat No. 604 & w.e.f 1st Feb 2018 Flat no. 401 at Ambience Tower, Vastrapur, Bodakdev, Ahmedabad. The Lease rent paid on the same amounting to Rs.607000/- (P.Y.651260/-) . The minimum lease rentals payable in respect thereof are as follows:

Pariculars	3/31/2019	3/31/2018
Not later than one year	697,000	690,000
later than one year and not later than five years	3,485,000	3,450,000
(Yearly escalation not considered)	-	-
later than five years	-	-
Lease payment recognised in profit and loss A/c for the period.		
The total yearly lease payment is	697,000	690,000
Minimum lease per annum	697,000	690,000

NOTE - 29.10 - EARNING PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events of bonus issue.

For the purpose of calculating diluted earning per share, net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares

Basic Earning per Share are disclosed in the profit and loss account. There is no Diluted Earnings per Share as there are no dilative potential equity shares.

Particulars	This year	Last Year
Earning Available for share holders (Rs.)	(8968371)	4222015
Weighted average of Equity Shares	4239688	4239688
Basic & diluted EPS (Rs.)	(2.12)	1.00
Face value of share	Rs.10/-	Rs.10/-

NOTE - 29.11 : No provision of Income Tax has been made in view of Loss for the year. However, during the previous year the Provisions of Income Tax was made under the provisions of MAT on the estimated based on the accounting year ended on 31.03.2018. The actual tax liabilities of the company will be determined on the basis of Taxable Income of the Company for A.Y. 2019-20.

NOTE - 29.12 - RECONCILIATION OF TAX EXPENSE AND THE ACCOUNTING PROFIT MULTIPLIED BY INDIA'S DOMESTIC TAX RATE

(Rs. In lakhs)

	31st March 2019	31st March 2018
Accouting Profit before Tax	(89.68)	42.22
At India's statutory income tax rate of 26.00%	0.00	10.87
Tax Effect of Non-deductible/deductible/exempt expenses/income for tax purposes	0.26	(1.91)
Income Tax Expenses	0.26	8.96
Income Tax Expense Recognised	0.26	8.96

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

NOTE - 29.13 - DISCLOSURE OF EMPLOYEE BENEFIT EXPENSES

The Company has recongnised the following amounts in the statement of Profit and loss for the year, under Note 25 of Employee Benefit Expenses: (Rs. In lakhs)

S.N.	Particulars	2018-19	2017-18
1	Contribution to Provident Fund	5.02	5.47
2	Contribution to Employee's State Insurance	3.20	2.81
3	Payment of Gratuity	0.64	0.36

The Company for the purpose of identifying gratuity liability if any, of a particular year obtains actuary valuation report as on year end date. However the company recognizes the gratuity expense as and when the liability crystalizes for a particular year.

NOTE - 29.14 - DISCLOSURE ON FINANCIAL INSTRUMENT

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 1.17 to the financial statements.

	Level		31st March 2019				31st March 2018		
	of Hira-rchy	Carrying Amount	FVTPL	FVOCI	Amor-tised Cost	Carrying Amount	FVTPL	FVOCI	Amor-tised Cost
Financial Assets									
Trade Receivables	-	9.91	-	-	9.91	17.65	-	-	17.65
Cash and Cash Equivalents	-	130.37	-	-	130.37	133.51	-	-	133.51
Other Financial Assets	-	178.02	-	-	178.02	157.71	-	-	157.71
Investment	3	121.42	-	121.42	-	119.88	-	119.88	-
Other Current Assets	-	11.78	-	-	11.78	12.27	-	-	12.27
Total Financial Assets	**-**	**451.50**	**-**	**-**	**330.08**	**441.02**	**-**	**-**	**321.14**
Financial Liabilities									
Other non Current Financial Liabilities	-	88.55	-	-	88.55	83.38	-	-	83.38
Borrowings	-	646.11	-	-	646.11	537.67	-	-	537.67
Other Financial liabilities	-	8.83	-	-	8.83	20.44	-	-	20.44
Total Financial liabilities	**-**	**743.49**	**-**	**-**	**743.49**	**641.49**	**-**	**-**	**641.49**

i. **Level 1 —** Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

ii. **Level 2 —** Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

iii. **Level 3 –** Inputs which are unobservable inputs for the assets or liability.

NOTE - 29.15 - FINANCIAL RISK MANAGEMENT

The Company has a risk management policy which covers risk associated with the financial assets and liabilities. The risk management policy is approved by the Directors. The different types of risk impacting the fair value of financial instruments are as below:

a. **Financial instrument and cash deposit**

Credit risk is limited as the Company generally invest in deposits with banks and in mutual funds having high credit ratings assigned by international and domestic credit rating agencies. Investments primarily include investments in mutual fund units. Counterparty credit limits are reviewed by the Company periodically and the limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Consolidated Notes to the Financial Statements for the Year Ended 31st March, 2019

b. Liquidity risk

Liquidity risk is the risk that the Company may not be able to meet its financial obligations as they become due. The Company monitors its risk by determining its liquidity requirement in the short, medium and long term. This is done by drawing up cash forecast for short term and long term needs. The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. The management has arranged for diversified funding sources and adopted a policy of managing assets with liquidity monitoring future cash flow and liquidity on a regular basis. Surplus funds not immediately required are invested in certain mutual funds which provide flexibility to liquidate. Besides, it generally has certain undrawn credit facilities which can be used as and when required; such credit facilities are reviewed at regular basis.

c. Credit Risk

redit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due, causing financial loss to the company. Credit risk arises from company's activities in investments, dealing in derivatives and outstanding receivables from customers.

The Company has a prudent and conservative process for managing its credit risk arising in the course of its business activities. Sales made to customers on credit are generally made considering their past track record with the Company.

d. Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of following risk: interest rate risk, foreign currency risk, other price risk. Financial instruments affected by market risk include borrowings, trade receivable and trade payable.

e. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Company's financial instruments will fluctuate because of changes in market interest rates.

The Company is exposed to risk due to interest rate fluctuation on its non-current and current borrowings with floating interest rate. Interest rate risk is determined by current market interest rates, projected debt servicing capability and view on future interest rate. Such interest rate risk is actively evaluated and is managed through portfolio diversification and exercise of prepayment/refinancing options were considered necessary.

f. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company does not have significant foreign currency exposure.

g. Other price risk

The Company's exposure to securities price 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. Having regard to the nature of securities, intrinsic worth, intent and long term nature of securities held by the Company, fluctuation in their prices are considered acceptable and do not warrant any management.

SIGNATURE TO NOTES '1' TO '29'

The notes referred to above are an integral part of Financial Statements.

Significant Accounting Policies and Notes as per Note '1' to '29'

As per our report of even date,
For, Jayesh M. Shah & Co.
Chartered Accountants
Firm Reg. No.: 104173W

JAYESH M. SHAH
Propreitor
Membership No. :030638

Place : AHMEDABAD
Date : 10/05/2019

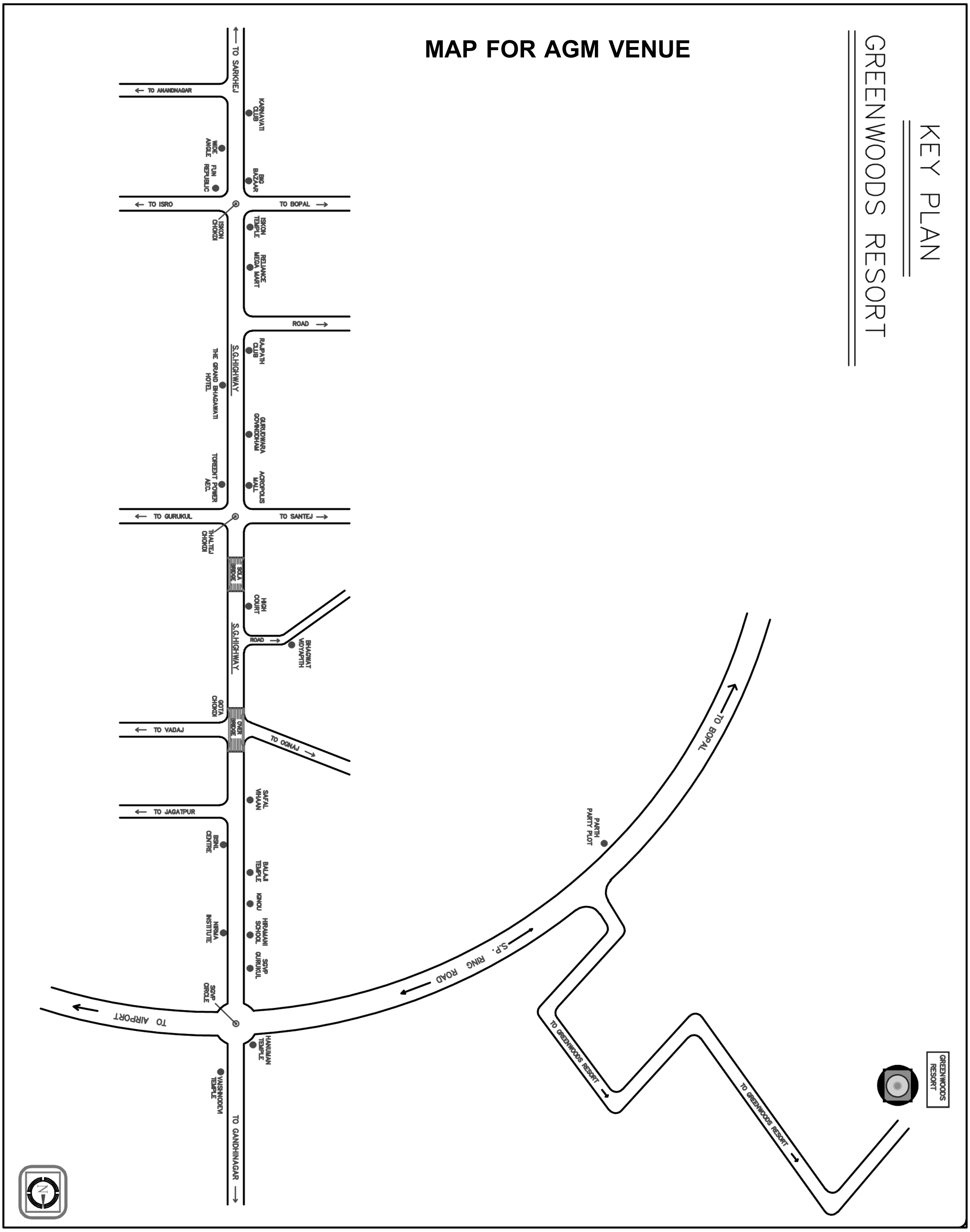
For and on behalf of the board ,
STERLING GREENWOODS LIMITED

BHARAT LEKHI
Managing Director
(Din : 03363339)

UMESH G. LAVINGIA
Chairman
(Din : 02426615)

KANTILAL PANCHAL
Chief Financial Officer

MAP FOR AGM VENUE



Sterling Greenwoods Limited

CIN : L51100GJ1992PLC017646

Registered Office: Sunrise Shopping Centre, Opp. Drive-In Cinema, Ahmedabad - 380054

Proxy form

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

Name of the Member(s) : ______________________________

Registered address : ______________________________

E-mail Id : ______________________________

Folio No. / Client ID No. : ________________ DP ID No. ________________

I / We, being the member(s) of ____________ Shares of Sterling Greenwoods Limited, hereby appoint

1. Name : ______________________ E-mail Id: ________________

   Address : ______________________________

   Signature : ______________________________ or failing him

2. Name : ______________________ E-mail Id: ________________

   Address : ______________________________

   Signature : ______________________________ or failing him

3. Name : ______________________ E-mail Id: ________________

   Address : ______________________________

   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 27th Annual General Meeting of the Company to be held on Monday, the 30th September, 2019 at Greenwood Lake Holiday Resort, Chharodi Farm Complex, Off. Sarkhej-Gandhinagar Highway, Opp. Village Chharodi Ahmedabad and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt:
   a. The Audited Standalone Financial Statements of the company for the financial year ended on March 31, 2019 together with Directors', Auditors' Report and Secretarial Audit Report thereon.
   b. The Audited Consolidated Financial Statements of the company for the financial year ended on March 31, 2019 together with Auditors' Report thereon.
2. To appoint a Director in place of Mr. Bharatkumar Lekhi (DIN: - 03363339) who Retires by rotation and is eligible for reappointment.
3. To appoint Auditors of the Company:

Signed this __________ day of ______________________ 2019

Affix Revenue Stamp

______________________ ______________________

Signature of Shareholder Sgnature of Proxyholder(s)

NOTES:

1. This Form 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.

Sterling Greenwoods Limited

CIN : L51100GJ1992PLC017646

Registered Office: Sunrise Shopping Centre, Opp. Drive-In Cinema, Ahmedabad - 380054

ATTENDANCE SLIP

(To be presented at the entrance)

Sr. No.: ________________

27th Annual General Meeting, Monday the **30th September, 2019 at 11.30 AM** at the Greenwoods Lake Holiday Resort, Chharodi Farm Complex, Off. Sarkhej-Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad-382481.

Name in (BLOCK LETTERS)	
Address	
Registered Folio No/ DP ID & Client ID	
Shareholder/ Proxy/ Authorised Representative	
Mobile No. / Email Id	

I/ We hereby record my/our presence at the 27th Annual General Meeting of the Company being held at the Sterling Greenwoods lake Resorts, Chharodi Farm Complex, Off. Sarkhej- Gandhinagar Highway, Opp. Village Chharodi, Ahmedabad-382481 on Monday, the 30th September, 2019 at 11.30 a.m.

____

Signature of Shareholder/Proxy / Authorised Representative

Book Post

To

If Undelivered please return to :

Sterling Greenwoods Limited
CIN : L51100GJ1992PLC017646
Registered Office: Sunrise Shopping Centre,
Opp. Drive-In Cinema, Ahmedabad - 380054