



**DADHEECH SATHISH & KAPOOR**  
**Chartered Accountants**

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## INDEPENDENT AUDITOR'S REPORT

TO,

**THE MEMBERS OF MIDLAND TOWNSHIP PRIVATE LIMITED**

### Report on the Financial Statements

We have audited the accompanying financial statements of **MIDLAND TOWNSHIP PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at **31/03/2015**, the Statement of Profit and Loss, the **cash flow statement** for the year then ended, and a summary of the significant accounting policies and other explanatory information.

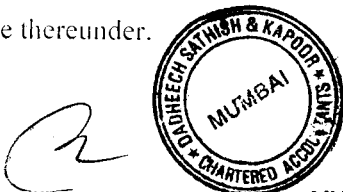
### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

### Auditor's Responsibility

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

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



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DADHEECH SATHISH & KAPOOR



**DADHEECH SATHISH & KAPOOR**  
**Chartered Accountants**

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

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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31/03/2015, and its **Loss and it's cash flows** for the year ended on that date.

### **Report on Other Legal and Regulatory Requirements**

As required by the Companies (Auditors' Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Companies Act, 2013. We give in the Annexure A statements on the matters specified in paragraphs 3 and 4 of the order, to the extent applicable.

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





**DADHEECH SATHISH & KAPOOR**  
**Chartered Accountants**

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and **and the cash flow statement** dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards 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 **31/03/2015** taken on record by the Board of Directors, none of the directors is disqualified as **31/03/2015** from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) 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:
- The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
  - 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.
  - There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

Date : 06/05/2015  
Place : Mumbai

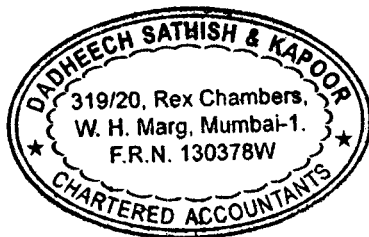
**FOR DADHEECH SATHISH & KAPOOR**  
(Chartered Accountants)

Reg No. : 130378W

*Rakesh Kapoor*  
**RAKESH KAPOOR**

Partner

M.No. : 065768





### **Annexure to the Independent Auditors' Report**

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

**(1) In Respect of Fixed Assets**

(a) The Company does not have any fixed asset so sub clauses (a) and (b) of clause (i) is not applicable.

(b) N.A.

**(2) In Respect of Inventory**

(a) The company does not have any inventory, so sub clause (a),(b) &(c) are not applicable

(b) N.A.

(c) N.A.

**(3) Loans and advances to parties covered under section 189**

N.A.

(a) N.A.

(b) N.A.

**(4) Internal Control in reference to Purchase of Inventory and Fixed Assets and whether there is continue failure of internal control**

In our opinion and according to the information and explanations given to us there are adequate internal control system commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods and services. During the course of audit We have not observed continuing failure to correct major weaknesses in internal control system.

**(5) Rules followed while accepting Deposits**

No deposits within the meaning of Sections 73 to 76 or any other relevant provision of the Act and rules framed thereunder have been accepted by the Company.

**(6) Maintenance of cost records**

The Company is not required to maintain cost records pursuant to the Rules made by the Central Government for the maintenance of cost records under sub-section (l) of section 148 of the Companies Act.

**(7) According to the information and explanations given to us in respect of statutory dues**

(a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Investor education protection fund, Employees' state insurance, Income tax, Sales tax, Wealth tax, Service tax, Custom duty, Excise duty, Cess and other material statutory dues applicable to it.





**DADHEECH SATHISH & KAPOOR**  
**Chartered Accountants**

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax or cess and any other statutory dues with the appropriate authorities were in arrears, as at 31st March, 2015 for a period of more than six months from the date they became payable.

(c) N.A.

**(8) Company which has been registered for a period less than five years and accumulated losses are more than 50% of Net worth, Reporting of cash Losses**

The company's accumulated losses at the end of the financial year are more than Fifty percent of its net worth. The company has incurred cash loss of Rs.0.20 lakh during the year. In the immediately preceding financial year the company had incurred cash loss of Rs.0.25 lakhs.

**(9) Default in Repayment of Loans taken from Bank or Financial Institutions**

The company has not defaulted in repayment of dues to financial institution or bank.

**(10) Terms for Loans and Advances from Banks or Financial Institutions prejudicial to the interest of the company**

On the basis of records examined by us and information provided by the management, we are of the opinion that the company has not given guarantees for loans taken by other from banks or financial institutions.

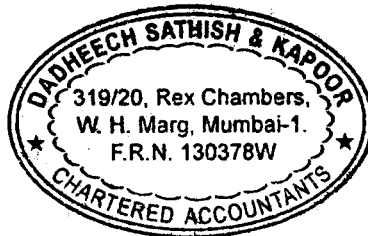
**(11) Application versus purpose for which Loan Granted**

The company did not have any term loans outstanding during the year.

**(12) Reporting of Fraud During the Year Nature and Amount**

According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year.

Place : Mumbai  
Date : 06/05/2015



FOR DADHEECH SATHISH & KAPOOR  
(Chartered Accountants)  
Reg.No. :130378W

RAKESH KAPOOR  
(Partner)  
Membership No : 065768

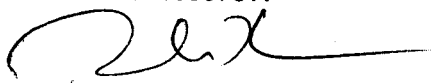
MIDLAND TOWNSHIP PRIVATE LIMITED

BALANCE SHEET AS ON 31ST MARCH 2015

Rs In Lacs

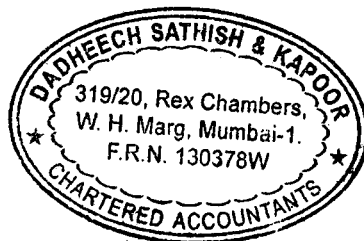
	Note No.	31-Mar-15	31-Mar-14
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders Funds</b>			
Share Capital	1	1.00	1.00
Reserve & Surplus	2	(0.68)	(0.48)
<b>Non-Current Liabilities</b>			
Long Term Borrowings	3	-	5.26
<b>Current Liabilities</b>			
Trade payables	4	0.17	0.22
<b>TOTAL.....</b>		<b>0.49</b>	<b>6.00</b>
<b>ASSETS</b>			
<b>Current assets</b>			
Cash & Cash equivalents	5	0.49	6.00
<b>TOTAL.....</b>		<b>0.49</b>	<b>6.00</b>

As per our report of even date.  
For and on behalf of  
Dadheech Sathish & Kapoor  
Chartered Accountants  
FR No. 130378W

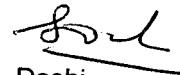


Rakesh Kapoor  
Partner  
Membership No. 65768

Mumbai  
Date : 06th May 2015



For and on behalf of Board of Director's



Shardul Doshi  
DIN No. 02486626

Director



S.C. Kashimpurfa  
DIN No. 00046793

Director

## Statements of Profit and Loss for the year ended 31st March 2015

	Note No.	2014-2015	2013-2014
<b>INCOME:</b>			
Income From Operation			-
<b>Total Revenue</b>			-
<b>EXPENSES:</b>			
Filing Fees		0.02	0.03
Professional Fees		0.01	0.06
Audit Fees		0.17	0.17
<b>Total Expenses</b>		<b>0.20</b>	<b>0.25</b>
<b>Profit before tax</b>		<b>(0.20)</b>	<b>(0.25)</b>
Tax expense:			
Current tax		-	-
<b>Profit after tax</b>		<b>(0.20)</b>	<b>(0.25)</b>
<b>Balance Carried to Balance Sheet</b>			
Earning Per equity share:			
Basic & Diluted ( Refer Para 4 of (II) of Note 6 )		<b>(1.98)</b>	<b>(2.51)</b>
<b>SIGNIFICANT ACCOUNTING POLICIES</b>	6		
(For notes forming part of accounts Refer Note 6 )			

As per our report of even date.

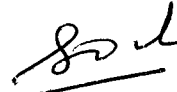
For and on behalf of

Dadheech Sathish &amp; Kapoor

Chartered Accountants

FR No. 130378W

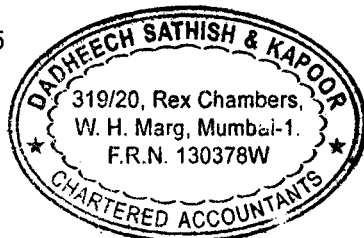
For and on behalf of the Board of Director's


Shardul Doshi  
DIN No. 02486626

Director

Rakesh Kapoor  
Partner  
Membership No. 65768
  
S.C. Kashimpuria  
DIN No. 00046793

Director

Mumbai  
Date : 06th May 2015

## NOTE : 1 SHARE CAPITAL

Rs In Lacs

Particulars	31-Mar-15	31-Mar-14
	<b>Authorised</b>	
10,000 Equity Shares of Rs.10/- each	1.00	1.00
<b>Issued, Subscribed and Paid up</b>		
<i>Balance at the Beginning of the year</i>	-	-
10,000 equity shares of Rs 10 each fully paid up	1.00	1.00
<i>Balance at the end of the year</i>	1.00	1.00

## NOTE :

1 Share holder holding more than 5% of share capital

Name of Share holder	31-Mar-15	31-Mar-14
	No. of Shares	No. of Shares
Peninsula Holdings & Investments Private Limited 100%	10000	10000
W.e.f 15th July 2013		
<b>Total number of share</b>	<b>10000</b>	<b>10000</b>

## 2 Terms /rights attached to Equity shares

The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity share is entitled to one vote per share. All shares rank pari passu with regard to dividend .

## NOTE : 2 RESERVES AND SURPLUS

Particulars	31-Mar-15	31-Mar-14
	<b>Profit &amp; Loss Accounts</b>	
Balance as per Profit and Loss Account	(0.48)	(0.23)
Add : Profit /(Loss) of current year	(0.20)	(0.25)
<b>Closing Balance of Reserve and surplus</b>	<b>(0.68)</b>	<b>(0.48)</b>

## NOTE : 3 LONG TERM BORROWINGS

Unsecured Loan	31-Mar-15	31-Mar-14
	<u>Loan From Ultimate Holding Company</u>	-
A. Terms of Loan Repayment Loan is repayable from Project Inflow		
B. Interest free Loan		
	-	5.26



## NOTE No. 4

## Current Liabilities

Rs In Lacs

	31-Mar-15	31-Mar-14
<b>Trade Payables</b>		
MSMED	-	-
Others	0.17	0.22
	<b>0.17</b>	<b>0.22</b>

## NOTE No. 5

## Cash and Cash equivalents

	31-Mar-15	31-Mar-14
(i) Cash on Hand	-	1.00
(ii) Balance with banks in Current Accounts	0.49	5.00
	<b>0.49</b>	<b>6.00</b>

## MIDLAND TOWNSHIP PRIVATE LIMITED

### NOTE : 6

#### Notes forming part of accounts I Significant Accounting Policy

##### 1 Accounting Convention:

The financial statements are prepared under the historical cost convention in accordance with Generally Accepted Accounting Principles in India and comply with the Accounting Standards issued by The Institute of Chartered Accountants of India and the provisions of the Companies Act 2013

##### 2 Miscellaneous Expenditure:

Preliminary and pre operative expenses are fully written off to be in line with AS 26.

##### 3 Fixed assets

There are no assets to be recognised as Fixed assets as per Accounting Standard -10 issued by ICAI

##### 4 Depreciation/Amortisation

Since there are no Fixed assets, there is no depreciation / Amortisation as per Schedule II of the Companies Act 2013

##### 5 Investments

The Company does not have any Investments

##### 6 Taxation

###### (i) Current Tax

The current charge for income tax is calculated in accordance with the relevant tax regulations applicable to the Company.

###### (ii) Deferred Tax

As per the clause 17 of accounting Standard (AS 22) of Institute of Chartered Accountant of India, deferred tax asset should be recognized only to the extent there is virtual certainty that sufficient future income tax will be available against unabsorbed depreciation or carried forward losses.

The management in its wisdom has decided to not to provide deferred tax asset in view of reasonable uncertainty as to future profitability.

##### 7 Borrowing Costs

Borrowing costs that are directly attributable to and incurred on acquiring qualifying assets (assets that necessarily takes a substantial period of time for its intended use) are capitalized. Other borrowing costs are recognized as expenses in the period in which same are incurred.

##### 8 Provisions, Contingent Liabilities and Contingent Assets

- i) Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources and the amount of which can be reliably estimated.
- ii) Contingent Liabilities are not recognized but are disclosed in the Notes. Contingent liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by the occurrence or non occurrence of one or more uncertain future event not wholly within the control of the Company.
- iii) Contingent assets are neither recognized nor disclosed in the financial statements. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

## II. NOTES TO ACCOUNTS:

- 1 Based on the information available with the Company, there are no suppliers who are registered under the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31st 2015 Hence, the information as required under the Micro, Small and Medium Enterprises Development Act, 2006 is not disclosed.
- 2 Cash On Hand at the end of the year is physically verified by the Management on which the Auditors have kept reliance.
- 3 Details require as per schedule III of the Companies Act 2013 wherever applicable has been provided in the notes forming parts of the accounts.



4 Earning Per Share

Particular	2014-2015	2013-2014
Profit/(Loss) After Tax	(0.20)	(0.25)
Weighted Average Number of Shares	10000	10000
Basic & Diluted Earning Per Share	(1.98)	(2.51)

5 List of Related Parties and Transactions During the year.

**Ultimate Controlling Company**

Peninsula Land Ltd.-PLL w.e.f 15th July 2013

**Controlling Company**

Peninsula Holdings & Investments Pvt Ltd.-PHIPL -w.e.f. 15th July 2013

**Key Managerial Personnel**

Shardul Doshi

S.C. Kashimpuria

Particulars	2014-2015	2013-2014
Loan from -		
a PLL-Ultimate Controlling entity		505.00
b Loan Repaid to- PLL-Ultimate Controlling entity	5.26	500.00
c Reimbursement of Expenses PLL-Ultimate Controlling entity	-	0.09
d Balance as on Balance sheet date	-	5.26

6 The Company is registered with MCA under CIN No.U51909MH2011PTC218102

7 The previous year figures are regrouped, recast and reclassified wherever necessary to make them comparable with the figures of the current year.

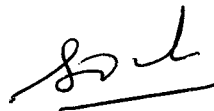
As per our report of even date.

For and on behalf of  
Dadheech Sathish & Kapoor  
Chartered Accountants  
FR No. 130378W



Rakesh Kapoor  
Partner  
Membership No. 65768

For and on behalf of Board of Director's



Shardul Doshi  
DIN No. 02486626

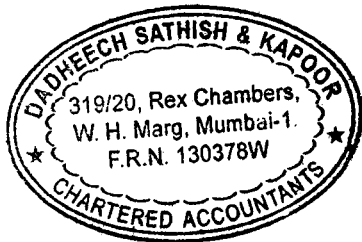
Director



S.C. Kashimpuria  
DIN No. 00046793

Director

Mumbai  
Date : 06th May 2015



MIDLAND TOWNSHIP PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

		For the Year Ended 2014-2015	For the Year Ended 2013-2014
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>			
Net Profit (Loss) Before Tax and Extra Ordinary Items		(0.20)	(0.25)
Adjustment for:			
Operating Profit Before Working Capital Changes		(0.20)	(0.25)
Adjustments for:			
Less:			
Increase/(Decrease) in Trade Payables		(0.05)	0.16
Cash Generated from Operations		(0.05)	0.16
Net Cash From Operating Activities	(A)	(0.25)	(0.09)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>			
Net Cash From Investing Activities	(B)	-	-
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>			
Long Term Borrowings from Ultimate Holding Company (Net Loan from ultimate holding company)		(5.26)	5.09
Net Cash Used in Financing Activities	(C)	(5.26)	5.09
Net Increase in Cash and Cash Equivalents (A)+(B)+(C)		(5.51)	5.00
Cash and Cash Equivalents at the beginning of the year		6.00	1.00
Cash and Cash Equivalents at the end of the year		0.49	6.00

As per our report of even date.

- The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement issued by the ICAI
- Previous figures have been regrouped or rearranged or reclassified wherever necessary to confirm the current year's classifications

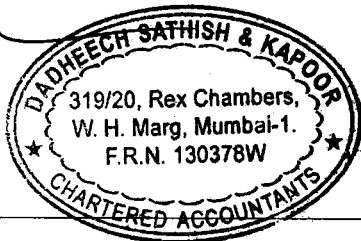
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FR No. 130378W

For and on behalf of Board of Director's

Shardul Doshi  
DIN No. 02486626

Director

Rakesh Kapoor  
Partner  
Membership No. 65768



Date:  
Mumbai: 06th May 2015

S.C. Kashimpuria  
DIN No. 00046793

Director