



319-320, REX CHAMBERS, W. H. MARG, BALLARD ESTATE, MUMBAI - 400 001.
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INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF
RR REAL ESTATE DEVELOPMENT PRIVATE LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of RR REAL ESTATE DEVELOPMENT PRIVATE LIMITED, which comprise the Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of companies Act, 2013 and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion

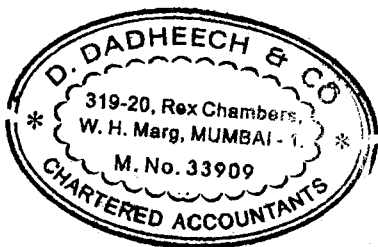
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2014; and
- b) in the case of the Statement of Profit and Loss Account, of the **Loss** for the year ended on that date

Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified in paragraph 4 of Companies (Auditor's Report) Order 2003, issued by the Central Government in terms of section 227(4A) of the Companies Act 1956, since in our opinion and according to the information and explanations given to us, the said order is not applicable to the Company.
2. As required by section 227 (3) of the Act, we report that:
 - a. we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. the Balance Sheet and Statement of Profit and Loss dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the Balance Sheet and Statement of Profit and Loss comply with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of Companies Act, 2013
 - e. on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
 - f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

Place : Mumbai
Date : 23/05/2014.



For D. Dadheech & Co.
Chartered Accountants
Firm Registration Number: 101981W

Devesh H. Dadheech
Devesh H. Dadheech
Proprietor
Membership No.: 33909

RR REAL ESTATE DEVELOPMENT PRIVATE LTD.

BALANCE SHEET AS ON 31ST MARCH 2014

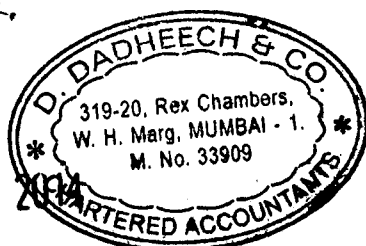
(Rs In Lakhs)

Particulars	Note No.	31-Mar-14	31-Mar-13
EQUITY AND LIABILITIES			
Shareholders Funds			
Share Capital	1	7.50	7.50
Reserve & Surplus	2	(783.62)	(774.32)
Non-Current Liabilities			
Long Term Borrowings	3	3,574.18	3,533.59
Current Liabilities			
Trade payables	4	2.33	0.58
Other Current Liabilities	5	0.79	0.00
TOTAL		2,801.18	2,767.35
ASSETS			
Non-Current Assets			
<i>Fixed Assets</i>			
Tangible Assets	6	2,235.11	2,235.11
Capital Work in progress		537.66	-
Long Term Advances	7	25.41	526.11
Current assets			
(i) Cash & Cash Equivalents	8	2.69	5.84
(ii) Trade Receivable	9	0.30	0.30
TOTAL		2,801.18	2,767.35

For and on behalf of
D. Dadheech & Co.
 Chartered Accountants

Devesh Dadheech
 Proprietor
 FR No.101981W

Date : 23 MAI 2014
 Mumbai:



For and on behalf of Board of Director's

Rajeev A. Piramal

Director

Nandan A. Piramal

Director

RR REAL ESTATE DEVELOPMENT PRIVATE LTD.

Statement of Profit and Loss for the year ended March 31,2014

(Rs In Lakhs)

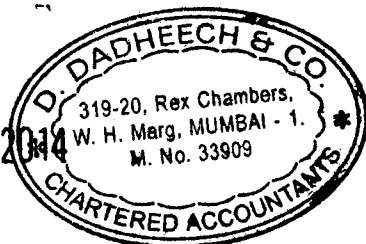
	Note No.	31-Mar-14	31-Mar-13
INCOME:			
Income from Operation		-	-
<i>Other Income</i>			
<i>Interest Income (Income Tax Refund)</i>			-
Total Revenue			
EXPENSES:			
Printing & Stationery			
Professional Fees		0.34	0.16
Electricity Charges		-	0.44
Repairs & Maintenance -Building		7.28	
Rates & Taxes		0.31	
Miscellaneous Expenses		-	0.02
Godwill written off		-	10.24
Security Expenses		-	-
ROC Charges		0.04	0.09
Audit Fees		0.28	0.13
Expenses other than Finance Cost		8.25	11.09
Finance costs			
Interest		-	-
Other finance charges		0.02	-
Total Expenses		8.26	11.09
Profit before tax		(8.26)	(11.09)
Tax expense:			
Current tax		-	-
Short provision of Income Tax of Earlier years		1.04	
Profit after tax		(7.22)	(11.09)
Balance Carried to Balance Sheet			
Earning Per equity share:			
Basic & Diluted (Refer Note 7 of (II) of Note 10)		(93.05)	(110.95)
SIGNIFICANT ACCOUNTING POLICIES			
(For notes forming part of accounts Refer Note No. 10)			

For and on behalf of
D. Dadheech & Co.
Chartered Accountants

S. Dadheech

Devesh Dadheech
Proprietor
FR No.101981W

Date: **23 MAY 2014**
Mumbai:



For and on behalf of Board of Director's

Rajeev A. Piramal

Rajeev A. Piramal
Director

Nandan A. Piramal

Nandan A. Piramal
Director

Particulars	31-Mar-14	31-Mar-13
Authorised		
20,000 (P.Y. 20000) Equity Shares of Rs.10/- each	2.00	2.00
70000 (P.Y. 20000) 1% Non Cumulative Redeemable Preference Shares of Rs 10/- each	7.00	7.00
Issued, Subscribed and Paid up		
Equity Shares		
10,000 (P.Y. 10000) Equity Shares of Rs.10/- each (Wholly owned subsidiary of Peninsula Holdings and Investments Private Limited)	1.00	1.00
Share Holder Holding more than 5% of Share Capital of the company (i) 100% (P.Y. 100%) of equity share capital Held by Peninsula Holdings and Investments Private Limited		
Preference Shares		
65000 1% Non Cumulative Redeemable Preference Shares of (P.Y. 65000) Rs.10/- each Fully paid Share Holder Holding more than 5% of Share Capital of the company-refer note below	6.50	6.50
	7.50	7.50

**Share Holder Holding more than 5% of Non-Cumulative Redeemable Preference
Share Capital of the company as on 31.03.13 & 31.03.2014**

Name of Share holder	No. of Share	% Holding	Rs In Lacs
(i) Anjali Talwar	50000	76.92%	5.00
(ii) Rohan Talwar	7500	11.54%	0.75
(iii) Sanjana Talwar	7500	11.54%	0.75
	65,000	100%	6.50

Particulars	31-Mar-14	31-Mar-13
Profit & Loss Accounts		
Balance as per Profit and Loss Account	(774.32)	(763.22)
Add : Profit /(Loss) of current year	(9.31)	(11.09)
Closing Balance of Reserve and surplus	(783.62)	(774.32)

Unsecured Loan	31-Mar-14	31-Mar-13
Loan from Ultimate Holding Company (Peninsula Land Limited)	3,574.18	3,533.59
	3574. 18	3533. 59

AL ESTATE DEVELOPMENT PRIVATE LTD.

NO. 6
ASSETS (At Cost)

(Rs In Lakhs)

Description	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	As of 01.04.2013	Additions during the year	Deductions Write off during the year	As on 31.03.2014	Upto 01.04.2013	Additions during the year	Deductions during the year	Upto 31.03.2014	As on 31.03.2014	As on 31.03.2013
able Assets	-	-	-	-	-	-	-	-	-	10.24
ill e Assets	2,235.11	-	-	2,235.11	-	-	-	-	2,235.11	2,235.11
itial Property	2,235.11	-	-	2,235.11	-	-	-	-	2,235.11	2,235.11
(A)	2,235.11	-	-	2,235.11	-	-	-	-	2,235.11	2,245.35
s Year (A)	2,245.35	-	10.24	2,235.11	-	-	-	-	2,235.11	2,245.35

RR REAL ESTATE DEVELOPMENT PRIVATE LTD.

NOTE No. 4

CURRENT LIABILITIES

(Rs In Lakhs)

	31-Mar-14	31-Mar-13
Trade Payables		
MSMED	-	-
Others	2.33	0.58
	2.33	0.58

NOTE No. 5

OTHER CURRENT LIABILITIES

	31-Mar-14	31-Mar-13
a) Statutory Dues	0.79	0.00
	0.79	0.00

NOTE No. 7

LONG TERM LOANS & ADVANCES

(Unsecured Considered Good)

	31-Mar-14	31-Mar-13
a) Advance Tax (Net of Provision)	25.06	26.10
b) Capital Advances	-	500.01
c) Deposit with Public Bodies	0.35	-
	25.41	526.11

NOTE No. 8

CASH AND CASH EQUIVALENTS

	31-Mar-14	31-Mar-13
a) Cash on Hand	0.92	0.92
b) Balance with banks in current Accounts	1.77	4.92
	2.69	5.84

NOTE No. 9

TRADE RECEIVABLE

(Unsecured Considered Good)

	31-Mar-14	31-Mar-13
(i) Over six month	0.30	0.30
(ii) Others	-	-
	0.30	0.30

RR REAL ESTATE DEVELOPMENT PRIVATE LTD.
NOTE NO. 10

I. Significant Accounting Policies

1. The Financial statements are prepared under historical cost convention on an accrual basis and comply with the accounting standards referred to in Section 211 (3C) of the Companies Act, 1956.
2. Fixed assets are stated at cost of acquisition
3. Current Income Tax determined on the basis of tax payable on taxable income (If any) for the year. In compliance with Accounting Standard-22 issued by the Institute of Chartered Accountants of India, Deferred tax is calculated at current statutory Income Tax rate and is recognised on timing difference between taxable income and accounting income that originated in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets, subject to consideration of prudence, are recognised and carried forward only to the extent that there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised.
4. Preliminary and pre operative expenses are fully written off to be in line with AS 26.

II. Notes to Accounts

1. Company is in the business of property Development & Income from operation include Lease rental from property
2. 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 2014 Hence, the information as required under the Micro, Small and Medium Enterprises Development Act, 2006 is not disclosed.
3. The Management confirms that contingent liabilities are Rs Nil.
4. The other information required under clause 4A, 4C, & 4D, of Part II to Schedule VI of the Companies Act, 1956 have no. application.
5. Cash On Hand at the end of the year is physically verified by the Management on which the Auditors have kept reliance.
6. List of Related Parties and Transactions During the year.

A. Ultimate Controlling Company

Peninsula Land Limited

B. Key Management Personnel

Rajeev A. Piramal
 Rajesh S. Jaggi (Resign on 31st October 2012)
 Nandan A. Piramal (w.e.f. 31st October 2012)

	Details of Transaction are Follows	Year Ended 2013-2014 (Rs In Lacs)	Year Ended 2012-2013 (Rs In Lacs)
C	Loan Taken From Ultimate Controlling Company	40.00	66.26
D	Reimbursements of Expenses	0.59	-
E	Outstanding Balances as at March 31.03.2014 Payable by Company Holding Company	3,574.18	3,533.59

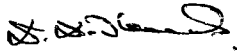
7.	Earnig Per share (EPS)	2013-2014	2012-2013
	Profit/(Loss) after Tax (Rs In Lakhs)	(9.31)	(11.09)
	Number of Shares	10000.00	10000.00
	Basic and Diluted EPS (In Rs)	(93.05)	(110.95)

8	Payment to statutory auditors	2013-2014	2012-013
	Statutory Audit fees	0.28	0.13
	Other service	0.23	-

9 The Company is registered with MCA under CIN No. U45400MH2007PTC171261

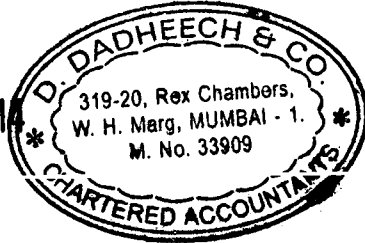
10 Previous year figures have been regrouped wherever necessary.

For and on behalf of
D. Dadheech & Co.
Chartered Accountants



Devesh Dadheech
Proprietor
FR No.101981W

Date **23 MAY 2014**
Mumbai:



For and on behalf of Board of Director's

Rajeev A. Piramali



Director

Nandan A. Piramali



Director

RR REAL ESTATE DEVELOPMENT PRIVATE LTD.

(Rs In Lacs)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31,2014

		For the Year Ended 2013-2014		For the Year Ended 2012-2013	
A.	CASH FLOW FROM OPERATING ACTIVITIES				
	Net Profit (Loss)Before Tax and Extra Ordinary Items		(8.26)		(11.09)
	Adjustment for:				
	Goodwill Written off	-		10.24	
	Operating Profit Before Working Capital Changes		-		10.24
	Adjustments for:				
	Less: Increase (Decrease)in Trade and Other Receivables	(0.35)			
	(Increase)/ Decrease in Loans and Advances	2.54		(67.77)	
	Increase/(Decrease)in Trade Payables				
	Cash Generated from Operations		2.19		(67.77)
	Less : Income Tax paid /(Refund)		-		(1.04)
	Net Cash From Operating Activities	(A)	(6.08)		(69.66)
B.	CASH FLOW FROM INVESTING ACTIVITIES				
	Addition in (Capital Advance)/refund		(37.65)		5.59
	Net Cash From Investing Activities	(B)	(37.65)		5.59
C.	CASH FLOW FROM FINANCING ACTIVITIES				
	Loan from Holding Company		40.58		66.25
	Net Cash Used in Financing Activities	(C)	40.58		66.25
	Net Increase in Cash and Cash Equivalents (A)+(B)+(C)		(3.15)		2.18
	Cash and Cash Equivalents at the beginning of the year		5.84		3.66
	Cash and Cash Equivalents at the end of the year		2.69		5.84

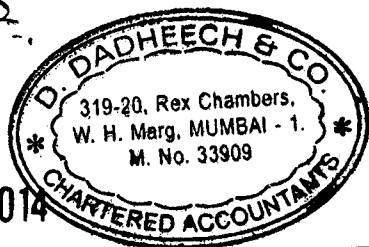
As per our report of even date.

- 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 confir the current year's classifications

For and on behalf of
D. Dadheech & Co.
 Chartered Accountants

Devesh Dadheech
 Proprietor
 FR No.101981W

Date : **23 MAY 2014**
 Mumbai:



For and on behalf of Board of Director's

Rajeev A. Piramal

Nandan A. Piramal

Director

Director