Date: February 11, 2020

The General Manager, **Listing Department** **BSE Limited** **Phiroze Jeejeebhoy Towers,** **Dalal Street,** **Mumbai 400 001**	**The Vice-President,** **Listing Department** **National Stock Exchange of India Limited** **"Exchange Plaza",** **Bandra – Kurla Complex,** **Bandra (E),** **Mumbai – 400 051**
Scrip Code : 533160	Scrip Symbol : DBREALTY
Fax No.: 022 – 2272 3121/ 2039	Fax No.: 022 – 26598237/38

Dear Sir / Madam,

Sub: Outcome of the Board Meeting

(The meeting of the Board of Directors of the Company commenced at 3.30 pm and concluded at 6.40 pm)

The Board of Directors of the Company in its meeting held today, February 11, 2020, inter alia has considered and approved the following:

1. Unaudited standalone and consolidated Financial Results for the 3rd quarter and nine months ended 31st December, 2019.

2. Appointment of Mr. Atul Bhatnagar as Joint Chief Financial Officer and Key Managerial Personnel (KMP) of the Company with effect from February 11, 2020 based on the recommendation of Nomination and Remuneration Committee.

We attach herewith copy of unaudited standalone and consolidated Financial Results for the third quarter and nine months ended December 31, 2019 along with Limited Review Report given by Statutory Auditors and the Press Release issued by the Company.

The above is for your information and record.

Thanking You,

Yours faithfully,

For D B Realty Limited

D B Realty Limited
Mumbai

Jignesh Shah
Company Secretary

D B REALTY LIMITED
Regd. Office : DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550 / 2842 1667
E-mail: info@dbg.co.in • Website: www.dbrealty.co.in
CIN: L70200MH2007PLC166818

D B Realty Limited. Announces Financial Results for the

Quarter ended – December 31, 2019

Mumbai, February 11, 2020: Real Estate developer, D B Realty Limited, announced its financial results today for the Quarter ended December 31, 2019.

Commenting on this past quarter, Mr. Asif Balwa, CFO, DB Realty, said: "This quarter, between October and December, the Company has sold Rs. 4.89 Crs worth of inventory across all DB Realty projects, compared to Rs. 17.19 Crs sold in the immediately preceding quarter.

During the last quarter the Company has recorded sales of Rs. 4.89 Crs as against Rs. 6.69 Crs in the corresponding period previous year.

About D B Realty Limited

D B Realty Limited, founded in 2007, has in a short span of time covered enormous ground, thereby establishing its place as a leading real estate developer in India. Our growth story and legacy will be built on a strong reputation of excellence in residential and commercial developments. This is why, even during these challenging times, we remain deeply committed to our mission of creating superior developments in each of our market segments, and fulfilling our promise to all of our stakeholders.

We have an expanding portfolio comprising about more than 100 million sq. ft of prime property scrupulously managed by renowned global real estate industry experts and professionals. We have successfully managed to serve a growing number of satisfied customers till date. Most of the projects are based in and around Mumbai, and are undergoing various stages of planning and construction.

Widely accredited with redefining luxury living in Mumbai, DB Realty constantly seeks to design aesthetically striking residences, responding to changing needs and evolving lifestyles. Our residential projects include a wide range of condominiums compact flats and duplexes across North and South Mumbai, built in partnership with best contractors and architects.

With a notable and consistent track record of growth, customer satisfaction and innovation, DB Realty is known to execute challenging projects with efficiency, speed and confidence. And being backed by a highly experienced team of experts from diverse backgrounds only strengthens our ability to do so.

Going forward, DB Realty hopes to continue changing the landscape of Mumbai with growth and sustainability; it is committed to being environment friendly.

For more information on the company, please visit, www.dbrealty.co.in

D B Realty Limited
Mumbai

D B REALTY LIMITED
Regd. Office : DB House, Gen. A. K. Vaidya Marg, Goregaon (East), Mumbai - 400 063. • Tel.: 91-22-4077 8600 • Fax: 91-22-2841 5550 / 2842 1667
E-mail: info@dbg.co.in • Website: www.dbrealty.co.in
CIN: L70200MH2007PLC166818

D B REALTY LIMITED

REGD. OFFICE : DB HOUSE, GEN A.K.VAIDYA MARG, GOREGAON (EAST), MUMBAI - 400063 CIN L70200MH2007PLC166818

Statement of Standalone Unaudited Financial Results for the Quarter and Nine months ended December 31, 2019

(Rs. In Lacs)

Sr.No	PARTICULARS	Standalone Quarter Ended			Standalone Nine months Ended		Standalone Year Ended
		Dec-19	Sep-19	Dec-18	Dec-19	Dec-18	Mar-19
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Revenue from Operations	19.97	20.67	20.67	61.31	283.70	418.69
2	Other Income	928.70	825.61	2,868.48	4,179.38	7,670.61	5,366.53
3	**Total Income**	**948.67**	**846.28**	**2,889.15**	**4,240.69**	**7,954.31**	**5,785.22**
4	**Expenses**						
	a. Project Expenses	156.45	171.74	556.77	490.59	1,024.65	1,161.53
	b. Changes in Inventories of finished goods, work-in progress and stock-in-trade	(156.45)	(171.74)	(556.77)	(490.59)	(914.73)	(1,051.61)
	c. Employee Benefits Expenses	94.31	94.83	94.36	284.98	589.05	682.42
	d. Depreciation and Amortisation	11.21	11.97	21.33	36.51	89.91	120.40
	e. Finance Costs	3,199.23	2,903.72	2,356.41	9,070.25	5,941.39	8,589.02
	f. Other Expenses	899.85	4,487.35	1,261.59	6,706.59	3,018.54	7,939.03
	Total Expenses (a+b+c+d+e+f)	**4,204.60**	**7,497.87**	**3,733.69**	**16,098.33**	**9,748.81**	**17,440.79**
5	**Profit (Loss) before Exceptional Items (3-4)**	**(3,255.93)**	**(6,651.59)**	**(844.54)**	**(11,857.64)**	**(1,794.50)**	**(11,655.57)**
6	Exceptional Items	-	-	-	-	-	-
7	**Profit/ (Loss) before tax (5-6)**	**(3,255.93)**	**(6,651.59)**	**(844.54)**	**(11,857.64)**	**(1,794.50)**	**(11,655.57)**
8	Tax Expenses						
	(a) Current tax	-	-	-	-	-	-
	(b) Deferred tax	(134.25)	(452.60)	242.34	(545.29)	1,386.20	344.45
	(c) Prior Period Tax Adjustment	-	-	(4.40)	-	45.56	49.96
	Total Tax expense	**(134.25)**	**(452.60)**	**237.94**	**(545.29)**	**1,431.76**	**394.41**
9	**Net Profit (Loss) after tax (7-8)**	**(3,121.67)**	**(6,198.99)**	**(1,082.48)**	**(11,312.35)**	**(3,226.26)**	**(12,049.98)**
10	**Other Comprehensive Income**						
	(a) Items that will not be reclassified to profit or loss	(14,679.08)	(620.70)	(2.51)	(15,558.03)	1,642.90	3,089.13
	(b) Income tax relating to items that will not be reclassified to profit or loss	3,058.26	129.26	0.73	3,240.92	(342.60)	(643.77)
	(c) Items that will be reclassified to profit or loss	-	-	-	-	-	-
	Total Other Comprehensive Income	**(11,620.82)**	**(491.44)**	**(1.78)**	**(12,317.11)**	**1,300.30**	**2,445.36**
11	**Total Comprehensive Income for the period**	**(14,742.49)**	**(6,690.43)**	**(1,084.28)**	**(23,629.46)**	**(1,925.96)**	**(9,604.62)**
12	Paid up Equity Share Capital (Face value of Rs. 10 per Equity Share)	24,325.88	24,325.88	24,325.88	24,325.88	24,325.88	24,325.88
13	Other Equity (Excluding Revaluation Reserve)						252,644.01
14	**Basic and Diluted EPS (Rs.) (Not Annualised)**						
	Basic	**(1.28)**	**(2.55)**	**(0.44)**	**(4.65)**	**(1.33)**	**(4.95)**
	Diluted	**(1.28)**	**(2.55)**	**(0.44)**	**(4.65)**	**(1.33)**	**(4.95)**
15	**Items exceeding 10% of total Expenses**						
	Loss on fair value on financial assets	121.44	5,998.68	537.63	4,496.92	537.63	605.22
	Provision for impairment of investments	-	0.06	-	470.16	-	470.33
	Provision for allowance for bad and doubtful debt	527.43	329.75	289.38	1,188.95	1,296.98	1,728.71
	Share of (Profit) / Loss from Investment in Partnership Firms & LLP (Net)	423.61	(1,191.30)	181.90	(767.70)	421.74	1,072.53
	Inventory Write off	-	-	-	-	-	2,793.53

HARIBHAKTI & CO. LLP CHARTERED ACCOUNTANTS MUMBAI

D. B. REALTY LIMITED MUMBAI

Notes:-

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on February 11, 2020. The Statutory Auditors have carried out Limited Review of the Standalone Unaudited Financial Results of the Company as per the requirements of SEBI (Listing and Other Disclosure requirements) Regulations, 2015, as amended.

2 The Company carries out its business ventures through various entities. The funds required for projects in those entities are secured through financial guarantees of the Company. The bankers / financial institutions provide a restrictive covenants while lending, not to charge guarantee commission for the financial guarantees provided by the Company. As per Ind AS 109 - "Financial Instruments", there has to be fair valuation of the financial guarantees and subsequent measurements thereof as per expected credit loss method. However, considering the restrictive covenants and its model of execution of the projects through such entities, the Management is of the opinion that there cannot be fair valuation of the financial guarantees issued aggregating Rs. 350,052.00 lacs as on December 31, 2019.

3 The Company has investments in certain subsidiaries and related parties aggregating Rs. 126,906.53 lacs and loans and receivables outstanding aggregating Rs. 60,445.02 lacs as at December 31, 2019. While such entities have incurred significant losses and/or have negative net worth as at December 31, 2019, the underlying projects in such entities are in the early stages of real estate development and are expected to achieve adequate profitability on substantial completion and/ or have current market values of certain properties which are in excess of the carrying values. The Company considers its investments and loans in such entities as long term and strategic in nature. Accordingly, no provision is considered necessary towards diminution in the value of the Company's investments in such entities and for expected credit losses in respect of loans and advances advanced to such entities, which are considered good and fully recoverable.

4 Note on "Control" of the Company in Marine Drive Hospitality and Realty Private Limited (MDHRPL):

a) Total 2,470,600 numbers of Redeemable optionally cumulative convertible preference shares ("ROCCPS") Series A and 29,415 numbers of ROCCPS Series C of MDHRPL held by the Company amounting to Rs. 1,040.54 lacs has been attached by an attachment order issued by adjudicating authority under Prevention of Money Laundering Act (PMLA) and therefore, all the rights of the Company as a shareholder have been suspended till the time attachment continues. Therefore, the Company is of the view that the aforesaid shares can not be considered while applying the test of "Control" on MDHRPL.

b) The Company is presently holding 92,600 numbers of cumulative convertible preference shares ("CCCPS") - Series C. The CCCPS - Series C which shall be convertible, in part or full in the ratio of 1:100 viz. 100 (One Hundred) fully paid up new Equity shares of Rs. 10/- each against 1 (one) CCCPS - Series C of Rs. 10/- each held by the Company. As per existing terms, the latest date of conversion of the aforesaid CCCPS - Series C is July 2021. However, this being strategic investment, the Company has decided not to exercise the option of conversion.

c) In addition to the above, the Company is presently holding (i) 1,88,215 numbers of ROCCPS - Series C and (ii) 74,443 numbers of Cumulative Redeemable Convertible Preference Shares, which are having option of either redemption or conversion on different dates up to March 2021 and March 2022, respectively. As on date, the Management has decided not to opt for conversion of aforesaid shares.

d) The Company has not nominated any director on the Board of MDHRPL.

On the basis of the above facts, the Management is not having effective control over MDHRPL. In view of the same, accounts of MDHRPL along with its subsidiaries, associates and joint ventures are not consolidated as per Ind AS 110. Further, equity instruments of MDHRPL are measured at fair value through other comprehensive income based on irrevocable designation at inception.

5 Effective April 1, 2019, the Company has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 1, 2019 using the modified retrospective method. Accordingly, comparatives figures have not been restated. There is no impact on retained earnings, as there were no lease contracts which were non-cancellable having tenure more than one year on the date of initial application and subsequently till December 31, 2019. Hence, there is no impact on current financial results due to change in accounting policies on account of adoption of Ind AS 116.

6 The Company has principal debt repayment obligations (including interest thereon) aggregating Rs. 70,007.99 Lacs within next twelve months. The Company has also incurred net cash losses for more than 3 years due to sluggish demand in the real estate sector. These could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly and the Company has generally met its debt obligations. The Management is confident that they will be able to arrange sufficient liquidity by restructuring of the existing loans terms, monetization of non-core assets and mobilisation of additional funds. Accordingly, the Standalone Unaudited Financial Results are prepared on a going concern basis.

7 Based on the guiding principles given in Ind AS 108 "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India, the Company is mainly engaged in the business of real estate development viz. construction of residential / commercial properties in India. As the Company's business falls within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are not applicable.

8 With reference to Note as appeared in September quarter results on the Company becoming 50% partner a Limited Liability Partnership (LLP) in the name of "KAPSTAR REALTY LLP" alongwith M/s Keystone Realtors Private Limited, (Rustomjee Group) for the purpose of proposed re-development of land at Andheri, Mumbai, please note that Kiah Properties LLP ("Kiah") was admitted as new Partner in the said LLP with profit sharing ratio of 33.33% and capital contribution of Rs.1,00,000/-. Post admission of Kiah as new partner in LLP, the profit and loss sharing ratio of all the partners shall be 33.33 % each.

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

D.B. REALTY LIMITED MUMBAI

9 During the quarter, the Company has acquired entire Redeemable Optionally Convertible Cumulative Preference Shares and Compulsorily Convertible Preference Shares) of DB BKC Realtors Pvt. Ltd. ("DB BKC") being held by Trinity Capital (Ten) Ltd. Mauritius ("Trinity") i.e. approx. 9.18% to total share capital of DB BKC). Post acquisition, the total shareholding of the Company in DB BKC increased from 57.17% to 66.35% to total share capital of DB BKC.

During the quarter, M/s. Prestige Falcon Realty Ventures Private Limited, wholly owned subsidiary of M/s. Prestige Estates Projects Limited, has also acquired 1,32,854 equity shares representing 28.99% (without considering other convertible instruments in the entity) of the equity share capital of DB BKC from Trinity.

10 Figures for the previous quarters/ period/ year are re-classified/re-arranged/re-grouped wherever required.

HARIBHAKTI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

Dated:- February 19, 2020
Place:- Mumbai

For D B Realty Limited

D.B. REALTY LIMITED
MUMBAI

Shahid Balwa
Vice Chairman & Managing Director
DIN 00016839

Independent Auditor's Review Report on quarterly and year to date Unaudited Standalone Financial Results of D B Realty Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To the Board of Directors
D B Realty Limited

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of D B Realty Limited ("the Company") for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

4. Basis of qualification:

    a. As stated in Note 2 to the Statement regarding non recognition/ re-measurement of financial guarantees aggregating Rs. 350,052.00 lakhs issued to banks/ financial institutions on behalf of various entities at fair value as required under Ind AS 109 - Financial Instruments. In absence of measurement of financial guarantees at fair value, we are unable to comment on the effects on the loss for the quarter and nine months ended December 31, 2019.

    b. As stated in Note 3 to the Statement regarding non-evaluation of impairment provision in accordance with Ind AS 109 - Financial Instruments and Ind AS 36 - Impairment of Assets, for loans and receivables aggregating Rs. 60,445.02 lakhs and Investments aggregating

HARIBHAKTI & CO. LLP ★ CHARTERED ACCOUNTANTS ★ MUMBAI

Rs. 126,906.53 lakhs respectively on December 31, 2019 to certain subsidiaries and related parties which have incurred significant losses and/or have negative net worth. We are unable to comment on the effects on the loss for the quarter and nine months ended December 31, 2019.

c. As stated in Note 4 to the Statement regarding measurement of its investments in equity instruments of one of its subsidiary company at fair value through other comprehensive income which the Management has not considered as a subsidiary. Had it been treated as a subsidiary, then as per accounting policy, it should be measured at cost. Consequently, investments in these instruments and other comprehensive income are lower by Rs. 340.18 lakhs and Rs. 269.42 lakhs (net of tax) respectively as on December 31, 2019.

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and subject to the possible effects of the matters described in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We draw attention to

   a. As stated in Note 6 to the Statement, there can be uncertainty on the Company's ability to meet it's debt obligations. The ability of the Company to continue as a going concern is dependent upon the Company's ability to raise funds through monetization of its non-core assets, mobilization of additional funds and other strategic initiative to meet its obligations.

   b. As regards security deposits aggregating Rs. 3,486.13 lakhs as on December 31, 2019, given to various parties for acquisition of development rights, as explained by the Management, the Company is in process of obtaining necessary approvals with regard to these properties and that their current market values are significantly in excess of their carrying values and are expected to achieve adequate profitability on substantial completion of such projects.

   c. As regards return on investments of Rs. 73,082.13 lakhs in preference shares in a subsidiary company as on December 31, 2019, as explained by the Management, such investments are considered strategic and long term in nature and the current market value and future prospects of such investments are significantly in excess of Company's investment in the investee company.

HARIBHAKTI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

d. As regards status of inventory consisting of projects having aggregate value of Rs. 28,718.75 lakhs as on December 31, 2019 and the opinion framed by the Management about realizable value of the cost incurred, being a technical matter, has been relied upon by us.

e. As regards certain allegations made by the Enforcement Directorate against the Company and its two Key Managerial Persons, in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice and the impact, if any, of the outcome is unascertainable at this stage.

f. As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Company's assets amounting to Rs. 1,200.83 lakhs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs. 68.93 lakhs and Investment in Redeemable Optionally Convertible Cumulative Preference Shares - Series A and Series C of a subsidiary company of Rs. 1,040.54 lakhs in earlier years. The impact of the matter, if any, of its outcome is currently unascertainable.

g. The Audited Financial Statements of Firms for the year ended March 31, 2019, where the Company is one of the partners has following disclosures:

   i. As regards recoverability of Trade Receivables of Rs 4,930.33 lakhs as on December 31, 2019 (Rs. 2,722.98 lakhs as on March 31, 2019), the Partners of the Firm had taken effective steps for recovery and are not expecting any short realisation. In the event of shortfall in realisation, the same shall increase the debit balance of the Partners.

   ii. Allegations made by the Central Bureau of Investigation (CBI) relating to the 2G spectrum case and regarding attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002.

   These matters are sub-judice and the impact, if any, of its outcome is currently unascertainable.

   iii. As regards pending dispute towards liability of property tax of the Firm with Municipal Corporation of Greater Mumbai / Slum Rehabilitation Authority.

   iv. As regards non-provision of disputed income tax liability of Rs. 2,911.63 lakhs.

   v. As regards order passed by Hon'ble Delhi High Court in one of the Partnership Firm where the Company is a partner directing the Airport Authority of India (AAI) to conduct Aeronautical Studies without demolishing the structure of SRA buildings. In the opinion of the Management, the firm is hopeful for favourable outcome and hence, it does not expect any financial outflow in this matter.

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

vi. There is significant uncertainty regarding completion of the Project in one of the partnership firm based on its management and accordingly, the firm has not recognized revenue till such significant uncertainty exists.

Observations made by us in the above paragraphs (b) to (g) and their impact on the Statement, have not been disclosed in the Statement.

Our report is not modified in respect of these matters.

7. Share of profit/ (loss) (net) from investment in three partnership firms aggregating Rs. (433.02) lakhs and Rs. 1,093.94 lakhs for the quarter and nine months ended December 31, 2019, respectively, included in the Statement, are based on the financial results of such entities. These financial results have been reviewed by the auditors of these entities, whose reports have been furnished to us by the Management and our review report on the Statement is based solely on such review reports of the other auditors.

   The Statement also includes share of profit/ (loss) (net) from investment in five Limited Liability Partnership and one Joint Venture aggregating Rs. 9.41 lakhs and Rs. (326.24) Lakhs for the quarter and nine months ended December 31, 2019, respectively, which is based on the financial results of such entities. These financial results are unaudited and have been furnished to us by the Management and our audit report on the Statement is based solely on such unaudited financial results. According to the information and explanations given to us by the Management, this financial results are not material to the Company.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Snehal Shah
Partner
Membership No.: 48539
UDIN: 20048539AAAAAG6817
Place: Mumbai
Date: February 11, 2020

HARIBHAKTI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

D B REALTY LIMITED GROUP
REGD. OFFICE : DB HOUSE, GEN A.K.VAIDYA MARG, GOREGAON (EAST), MUMBAI - 400063
CIN L70200MH2007PLC166818

Statement of Consolidated Unaudited Financial Results for the Quarter and Nine Months ended 31st December, 2019

(Rs. In lacs)

	PARTICULARS	Quarter ended			Nine months ended		Year ended
		Dec-19	Sep-19	Dec-18	Dec-19	Dec-18	Mar-19
		Unaudited	Unaudited	Unaudited (Refer Note 1(b))	Unaudited	Unaudited (Refer Note 1(b))	Audited
1	Revenue from operations	2,636.01	13,186.09	4,723.56	17,073.91	21,912.62	36,521.04
2	Other Income	511.71	(869.32)	3,254.41	1,834.93	7,106.73	9,545.96
3	Total Income (1+2)	3,147.72	12,316.77	7,977.97	18,908.84	29,019.35	46,067.00
4	Expenses						
	a Project Expenses / Cost to fulfill contracts with customers	6,923.75	10,949.76	(6,546.82)	19,452.32	25,541.21	66,184.72
	b. Changes in inventories of finished goods and work-in-progress	(4,061.09)	(6,019.97)	14,767.49	(11,437.35)	(1,116.07)	(33,489.20)
	c. Employee Benefits Expenses	313.20	337.52	252.56	971.68	1,094.10	1,431.08
	d. Depreciation and Amortisation	29.87	25.05	8,889.58	90.40	8,994.98	190.87
	e. Finance Costs	4,332.61	4,066.97	(6,279.85)	12,507.31	154.45	16,030.25
	f. Other Expenses	10,517.78	10,620.98	686.23	24,159.20	8,866.53	11,457.04
	Total Expenses (a+b+c+d+e+f)	18,056.12	19,980.31	11,769.19	45,743.56	43,535.20	61,804.76
5	Profit/(Loss) before Exceptional Items and tax (3-4)	(14,908.40)	(7,663.54)	(3,791.22)	(26,834.72)	(14,515.85)	(15,737.76)
6	Exceptional Items (Refer Note 11)	-	-	-	1,500.00	-	12,900.00
7	Profit/(Loss) before tax (5-6)	(14,908.40)	(7,663.54)	(3,791.22)	(28,334.72)	(14,515.85)	(28,637.76)
8	Tax Expenses						
	(a) Current tax	(7.35)	(6.59)	-	(15.45)		(12.82)
	(b) Deferred tax	(36.62)	(1,956.04)	(2,810.33)	(2,063.56)	(1,385.92)	4,976.59
	(c) Prior Period Tax Adjustment	0.02	-	(45.57)	0.02	(45.57)	(49.96)
	Total Tax expense (a+b+c)	(43.95)	(1,962.63)	(2,855.90)	(2,078.99)	(1,431.49)	4,913.81
9	Profit/(Loss) for the period (7+8)	(14,952.35)	(9,626.17)	(6,647.12)	(30,413.71)	(15,947.34)	(23,723.95)
10	Share of profit/(loss) of joint venture and associates	(60.37)	1,936.20	142.87	1,681.01	(241.41)	(2,242.30)
11	Profit/(Loss) after tax (9+10)	(15,012.72)	(7,689.97)	(6,504.25)	(28,732.70)	(16,188.75)	(25,966.25)
12	Other Comprehensive Income						
	(a) Items that will not be reclassified to profit or loss	(15,407.55)	(549.40)	53.43	(16,221.01)	1,714.66	3,262.89
	(b) Income tax relating to items that will not be reclassified to profit or loss	3,057.72	128.07	1.83	3,239.23	(342.60)	(645.87)
	(c) Items that will be reclassified to profit or loss	-	-	-	-		-
	Total Other Comprehensive Income (a+b+c)	(12,349.83)	(421.33)	55.26	(12,981.78)	1,372.06	2,617.02
13	Total Comprehensive Income for the period (11+12)	(27,362.55)	(8,111.30)	(6,448.99)	(41,714.48)	(14,816.69)	(23,349.23)
	Profit after tax						
	Attributable to:						
	Owner of equity	(13,082.55)	(9,166.31)	(6,430.43)	(27,726.76)	(16,486.28)	(27,767.33)
	Non controlling Interest	(1,930.17)	1,476.34	(73.82)	(1,005.93)	297.53	1,801.08
	Total	(15,012.72)	(7,689.97)	(6,504.25)	(28,732.70)	(16,188.75)	(25,966.25)
	Other Comprehensive Income						
	Attributable to:						
	Owner of equity	(12,349.77)	(421.32)	53.21	(12,981.68)	1,370.04	2,614.13
	Non controlling Interest	(0.06)	(0.01)	2.05	(0.10)	2.02	2.89
	Total	(12,349.83)	(421.33)	55.26	(12,981.78)	1,372.06	2,617.02
	Total Comprehensive Income						
	Attributable to:						
	Owner of equity	(25,432.32)	(9,587.63)	(6,377.22)	(40,708.44)	(15,116.24)	(25,153.18)
	Non controlling interest	(1,930.23)	1,476.33	(71.77)	(1,006.04)	299.55	1,803.95
	Total	(27,362.55)	(8,111.30)	(6,448.99)	(41,714.48)	(14,816.69)	(23,349.23)
14	Paid up Equity Share Capital (Face value of Rs 10 per Equity Share)	24,325.88	24,325.88	24,325.88	24,325.88	24,325.88	24,325.88
15	Other Equity (excluding Revaluation Reserve)						198,232.93
16	Basic and Diluted EPS (Rs.) (Not Annualised)						
	Basic	(5.38)	(3.77)	(2.64)	(11.40)	(6.78)	(11.41)
	Diluted	(5.38)	(3.77)	(2.64)	(11.40)	(6.78)	(11.41)
17	Items exceeding 10% of total Expenses						
	Fair Value Loss on Investments carried at Fair Value Through Profit and Loss	404.33	4,378.55	-	4,782.89	-	605.22
	Goodwill Written off	4,517.05	4,291.92	-	8,808.97	-	-
	Impairment of Property Plant and Equipment	-	-	-	-	-	-
	Share of Revenue In Project	-	-	(1,354.31)	-	(1,354.31)	-
	Provision for doubtful debts, loans and advances	4,704.87	1,245.12	981.26	6,275.70	1,031.63	2,868.76

HARIBHAKTI & CO. LLP
MUMBAI

D.B. REALTY LIMITED
MUMBAI

Notes:-

1 (a) The above results have been reviewed by the Audit Committee and approved by the Board of Directors at the meeting held on 11th February, 2020 The Statutory Auditors have carried out Limited Review of the Consolidated Unaudited Financial Results of the group, for the quarter and nine months ended 31st December, 2019, as per the requirements of SEBI (Listing and Other Disclosure requirements) Regulations, 2015, as amended

(b) The group is submitting the quarterly consolidated financial results from current year onwards in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with circular no. CIR/CFD/CMD1/44/2019 dated 29th March, 2019 and accordingly the consolidated reported figures for quarter and nine months ended 31st December, 2018 have been approved by Parent's Board of Directors and are not subjected to limited review/audit by auditors

2 The group carries out its business ventures through various entities. The funds required for projects in those entities are secured through financial guarantees of the Parent. The bankers / financial institutions provide a restrictive covenant while lending, not to charge guarantee commission for the financial guarantees provided by the Parent. As per Ind AS 109 – "Financial Instruments", there has to be fair valuation of the financial guarantees and subsequent measurements thereof as per expected credit loss method. However, considering the restrictive covenants and its model of execution of the projects through such entities, the Management is of the opinion that there cannot be fair valuation of the financial guarantees issued aggregating Rs 170,800.00 lacs as on 31st December, 2019

3 The group has investments in certain associates and related parties aggregating Rs 58,988.40 lacs and loans and receivables outstanding aggregating Rs. 8,509.02 lacs as at December 31, 2019 While such entities have incurred significant losses and/or have negative net worth as at 31st December, 2019, the underlying projects in such entities are in the early stages of real estate development and are expected to achieve adequate profitability on substantial completion and/ or have current market values of certain properties which are in excess of the carrying values. The group considers its investments and loans in such entities as long term and strategic in nature. Accordingly, no provision is considered necessary towards diminution in the value of the group's investments in such entities and for expected credit losses in respect of loans and advances advanced to such entities, which are considered good and fully recoverable.

4 Note on "Control" of the D B Realty Limited (Parent Company) in Marine Drive Hospitality and Realty Private Limited (MDHRPL):

a) Total 2,470,600 numbers of Redeemable optionally cumulative convertible preference shares ("ROCCPS") Series A and 29,415 numbers of ROCCPS Series C of MDHRPL held by the Parent Company amounting to Rs 1,040.54 lacs has been attached by an attachment order issued by adjudicating authority under Prevention of Money Laundering Act (PMLA) and therefore, all the rights of the Parent Company as a shareholder have been suspended till the time attachment continues. Therefore, the Parent Company is of the view that the aforesaid shares can not be considered while applying the test of "Control" on MDHRPL

b) The Parent Company is presently holding 92,600 numbers of cumulative convertible preference shares ("CCCPS") – Series C. The CCCPS - Series C which shall be convertible, in part or full in the ratio of 1:100 viz. 100 (One Hundred) fully paid up new Equity shares of Rs. 10/- each against 1 (one) CCCPS – Series C of Rs. 10/- each held by the Parent Company. As per existing terms, the latest date of conversion of the aforesaid CCCPS – Series C is July 2021. However, this being strategic investment the Parent Company has decided not to exercise the option of conversion

c) In addition to the above, the Parent Company is presently holding (i) 1,88,215 numbers of ROCCPS - Series C and (ii) 74,443 numbers of Cumulative Redeemable Covertible Preference Shares, which are having option of either redemption or conversion on different dates up to March 2021 and March 2022, respectively. As on date, the Management has decided not to opt for conversion of aforesaid shares.

d) The Parent Company has not nominated any director on the Board of MDHRPL.

On the basis of the above facts, the Management is not having effective control over MDHRPL. In view of the same, accounts of MDHRPL along with its subsidiaries, associates and joint ventures are not consolidated as per Ind AS 110. Further, equity instruments of MDHRPL are measured at fair value through other comprehensive income based on irrevocable designation at inception.

5 During previous year, Real Gem Buildtech Private Limited (a wholly owned subsidiary company/ (WOS) has filed a Scheme with National Company Law Tribunal whereby it has proposed to transfer its all the assets and liabilities pertaining to identified Project Undertaking, being "DB Crown" Project, on going concern basis as Slump Sale to Kingmaker Developers Private Limited (KDPL) for a consideration of Rs. 10 lacs. Additionally, as mentined in the scheme, upon achieving certain milestones to be mutually agreed between said WOS and KDPL, said WOS shall be entitled to receive the such realisation / sale proceeds of the Project Undertaking as Contingent consideration from KDPL. Tha Management is hopeful that the said Project Undertaking will be able to achieve those milestones and above Contingent consideration will accrue to the said WOS. Accordingly, no provision of impairment of goodwill is considered necessary by the Company.

Further, the said WOS has shown its assets and liabilities relating to project undertaking as assets held for sale and liabilities pertaining to disposal group in accordance with Ind AS 105

6 In one of the Joint venture, based on existing term of Redeemable Optionally Cummulative Convertible Preferance Share (ROCCPS) and Compulsorily convertible preference share (CCPS), as per Ind AS 32, these shares are financial liabilities of the joint venture as the tenure of these shares are expired.

In case of ROCCPS, the joint venture does not have any right to avoid the obligation for redemption and there is no fixed ratio for conversion of ROCCPS to equity shares.

In case of CCPS, there is no fixed ratio for conversion to equity shares.

The latest date of redemption / conversion (as applicable) of the ROCCPS and CCPS was 26th March, 2012 and 30th January, 2012 respectively ("the said shares"). Redemption / conversion (as applicable) in relation to the said shares has not been made pending settlement in the matter with the respective shareholders.

Based on above, the said shares are financial liability of the joint venture. However, the joint venture has not considered these shares as financial liability, considering the following aspects:

There is a pending dispute in the Honable National Company Law Tribunal (NCLT) between the share holder and also certain other disputes amoung the shareholders and the joint venture.Considering this the joint venture is not able to ascertain the liability against these shares and will continue to disclose the same as equity.

In view of the above, the accounting implications arising due to conversion / redemption (as applicable) would be carried out in the year of settlement between the respective shareholders in relation to the amounts reported under the heads Paid up Share Capital and Securities Premium.

Under the aforesaid circumstances, the classification of the said shares has been continued to be part of 'Equity' in said Joint venture.

7 The Parent Company has principal debt repayment obligations (including interest thereon) aggregating Rs. 70,007.99 Lacs within next twelve months. The Parent Company has also incurred net cash losses for more than 3 years due to sluggish demand in the real estate sector. These could result in significant uncertainty on its ability to meet these debt obligations and continue as going concern. The management is addressing this issue robustly and the Parent Company has generally met its debt obligations. The Management is confident that they will be able to arrange sufficient liquidity by various strategic initiatives includes restructuring of the existing loans terms, monetization of noncore assets and mobilisation of additional funds. Accordingly, the Consolidated Unaudited Financial Results are prepared on a going concern basis

8 During the year, following omission is observed which relates to earlier years. As per the requirement of Ind As-8 "Accounting Policies, Changes in Accounting Estimates and Errors", impacts of these errors are given in the comparative financial statement and the financial preceding prior to the previous financial year. Impact of such transactions and other details are as described hereunder:

During FY 2018-19, In one of the subsidiary company, deferred tax assets of Rs 604.16 lacs was omitted for recognition through opening retained earnings as impact was related to implementation of Ind AS 115. The same have been recognised through retained earnings of such subsidiary which was not reflecting in audited financial statement of such subsidiary. Corresponding impact has been given in consolidated audited financial results of the group through retained earnings

9 "Effective April 1, 2019, the group has adopted Ind AS 116 "Leases", applied to all lease contracts existing on April 1, 2019 using the modified retrospective method. Accordingly, comparatives figures have not been restated. There is no impact on retained earnings, as there were no lease contract which were noncancellable having tenure more than one year on the date of initial application and subsequently till December 31, 2019. Hence, there is no impact on current financial results due to change in accounting policies on account of adoption of Ind AS 116.

10 Based on the guiding principles given in Ind AS 108 "Operating Segments" prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India, the group is mainly engaged in the business of real estate development viz. construction of residential / commercial properties in India. As the group business fall within a single primary business segment, the disclosure requirements of Ind AS 108 in this regard are not applicable

HARIBHAKTI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

D. B. REALTY LIMITED MUMBAI

11 During the period, one of the subsidiary company has given donation of Rs 1,500.00 lacs to Prudent Electoral Trust (for political parties). In Previous year, As per the terms of the Agreement, in one of the subsidiary company, Security Deposit had become refundable which could not be fully repaid and whereby developer made claim for interest which has not been accepted by the said subsidiary. To settle the disputes amongst the parties a sole arbitrator was appointed and an interim order has been passed, whereby the said subsidiary was asked to pay compensation of Rs 12,900.00 Lacs.
The same is disclosed under "exceptional Item".

12 With reference to Note as appeared in September quarter results on the Company becoming 50% partner a Limited Liability Partnership (LLP) in the name of "KAPSTAR REALTY LLP" alongwith M/s Keystone Realtors Private Limited, (Rustomjee Group) for the purpose of proposed re-development of land at Andheri, Mumbai, please note that Kiah Properties LLP ("Kiah") was admitted as new Partner in the said LLP with profit sharing ratio of 33.33% and capital contribution of Rs.1,00,000/-. Post admission of Kiah as new partner in LLP, the profit and loss sharing ratio of all the partners shall be 33.33 % each.

13 During the quarter, the Company has acquired entire Redeemable Optionally Convertible Cumulative Preference Shares and Compulsorily Convertible Preference Shares) of DB BKC Realtors Pvt. Ltd. ("DB BKC") being held by Trinity Capital (Ten) Ltd. Mauritius ("Trinity") i.e. approx. 9.18% to total share capital of DB BKC). Post acquisition, the total shareholding of the Company in DB BKC increased from 57.17% to 66.35% to total share capital of DB BKC.
During the quarter, M/s. Prestige Falcon Realty Ventures Private Limited, wholly owned subsidiary of M/s. Prestige Estates Projects Limited, has also acquired 1,32,854 equity shares representing 28.99% (without considering other convertible instruments in the entity) of the equity share capital of DB BKC from Trinity.

14 Figures for the previous quarters/ year are re-classified/re-arranged/re-grouped wherever required.

HARIBHAKTI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

For D B Realty Limited

D. B. REALTY LIMITED
MUMBAI

Dated:- 11th February 2020
Place:- Mumbai

Shahid Balwa
Vice Chairman & Managing Director
DIN 00016839

Independent Auditor's Review Report on quarterly and year to date Unaudited Consolidated Financial Results of D B Realty Limited pursuant to the Regulation 33 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

To The Board of Directors
D B Realty Limited

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of D B Realty Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit/loss after tax and total comprehensive income/loss of its associates and joint ventures for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2. Attention is drawn to the fact that the consolidated figures for the corresponding quarter ended December 31, 2018 and the corresponding period from April 01, 2018 to December 31, 2018, as reported in the Statement have been approved by the Parent's Board of Directors, but have not been subjected to limited review or audit.

3. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" as prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

4. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Parent personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

HARIBHAKTI & CO. LLP
MUMBAI
CHARTERED ACCOUNTANTS

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

5. The Statement includes the results of the following entities:

Sr. No.	Name of the Entity	Relationship
1.	D B Realty Limited	Parent
2.	DB Man Realty Limited	Subsidiary
3.	Esteem Properties Private Limited	Subsidiary
4.	Goregoan Hotel and Realty Private Limited	Subsidiary
5.	Neelkamal Realtors Suburban Private Limited	Subsidiary
6.	NeelKamal Shantinagar Properties Private Limited	Subsidiary
7.	Real Gem Buildtech Private Limited	Subsidiary
8.	Saifee Bucket Factory Private Limited	Subsidiary
9.	N.A. Estate Private Limited	Subsidiary
10.	Royal Netra Constructions Private Limited	Subsidiary
11.	Nine Paradise Erectors Private Limited	Subsidiary
12.	MIG Bandra Realtor & Builder Private Limited	Subsidiary
13.	Spacecon Realty Private Limited	Subsidiary
14.	Vanita Infrastructure Private Limited	Subsidiary
15.	DB Contractors & Builders Private Limited	Subsidiary
16.	DB View Infracon Private Limited	Subsidiary
17.	DB (BKC) Realtors Private Limited	Joint Venture
18.	Neelkamal Realtors Tower Private Limited	Associate
19.	Sangam City Town Ship Private Limited	Associate
20.	D B Hi-Sky Construction Private Limited	Associate

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

21.	Mahal Pictures Private Limited	Joint Venture
22.	Shiva Realtors Suburban Private Limited	Associate
23.	Shiva Buildcon Private Limited	Associate
24.	Shiva Multitrade Private Limited	Associate
25.	Horizontal Realty and Aviation Private Limited	Step down Subsidiary
26.	Turf Estate Realty Private Limited	Step down Subsidiary
27.	Milan Theatres Private Limited	Step-down Associate
	Partnership Firms/ LLP's/ Association of Persons	
28.	Mira Real Estate Developers	Subsidiary
29.	Conwood -DB Joint Venture (AOP)	Subsidiary
30.	ECC - DB Joint Venture (AOP)	Subsidiary
31.	Turf Estate Joint Venture (AOP)	Subsidiary
32.	Innovation Electors LLP	Subsidiary
33.	Turf Estate Joint Venture LLP	Subsidiary
34.	M/s Dynamix Realty	Joint Venture
35.	M/s DBS Realty	Joint Venture
36.	Lokhandwala Dynamix-Balwas JV	Joint Venture
37.	DB Realty and Shreepati Infrastructures LLP	Joint Venture
38.	Kapstar Realty LLP	Joint Venture
39.	Sneh Developers	Step down Joint Venture
40.	Evergreen Industrial Estate	Step down subsidiary
41.	Shree Shantinagar Venture	Step down subsidiary
42.	Suraksha DB Realty	Step down Joint Venture
43.	National Tiles	Step down Joint Venture
44.	Lokhandwala DB Realty LLP	Step down Joint Venture
45.	OM Metal Consortium	Step down Joint Venture

HARIBHAKTI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

46.	Ahmednagar Warehousing Developers & Builders LLP	Step down Joint Venture
47.	Solapur Warehousing Developers & Builders LLP	Step down Joint Venture
48.	Aurangabad Warehousing Developers Builders LLP	Step down Joint Venture
49.	Latur Warehousing Developers & Builders LLP	Step down Joint Venture
50.	Saswad Warehousing Developers & Builders LLP	Step down Joint Venture

6. **Basis of qualified opinion:**

a. As stated in Note 2 to the Statement regarding non-recognition/ re-measurement of financial guarantees aggregating Rs. 170,800 lakhs issued to banks/ financial institutions on behalf of various entities at fair value as required under Ind AS 109 - Financial Instruments. In absence of measurement of financial guarantees at fair value, we are unable to comment on the effects on the loss for the quarter and nine months ended December 31, 2019.

b. As stated in Note 3 to the Statement regarding non-evaluation of impairment provision in accordance with Ind AS 109 - Financial Instruments and Ind AS 36 - Impairment of Assets, for loans and receivables aggregating Rs. 8,509.02 lakhs and Investments aggregating Rs. 58,988.40 lakhs respectively as on December 31, 2019 to certain associates and related parties which have incurred significant losses and/or have negative net worth. We are unable to comment on the effects on the loss for the quarter and nine months ended December 31, 2019.

c. As stated in Note 4 to the Statement, the financial results of one of the subsidiary company and its subsidiaries/associates/joint ventures have not been consolidated in the Statement, as the Management has not considered it as a subsidiary for the reasons stated in the said note. The Parent controls the subsidiary company in terms of Ind AS 110. In absence of the availability of the consolidated financial information of such subsidiary company and its subsidiaries/associates/joint ventures, we are unable to quantify the effects on the Statement of the Group and its associates and joint ventures.

d. As stated in Note 5 to the Statement, regarding non impairment of goodwill as on December 31, 2019, created for one of the subsidiary company aggregating Rs. 15,194.80 lakhs as required under Ind AS 36 - Impairment of Assets. During the previous year ended March 31, 2019, the said subsidiary has filed a scheme with National Company Law Tribunal to seek approval for slump sale of its entire project along with related assets and liabilities. Further, the said subsidiary company is entitled to contingent consideration on sale of projects by the new project undertaking. Having

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

regard to this development, there will not be any more project/ business activities in the hands of said subsidiary. In the circumstances, in our view, goodwill needs to be tested for impairment and provision, if any, is required to be made in this regard. In the absence of impairment testing and determination of future contingent consideration, goodwill has been entirely carried in the books of account. We are unable to comment on the effects, if any, on the consolidated loss for the quarter and nine months ended December 31, 2019.

e. As stated in Note 6 to the Statement, regarding measurement of Redeemable Optionally Convertible Cumulative Preference Shares (ROCCPS) and Compulsory Convertible Preference Shares (CCPS) issued by one of the joint venture as part of equity are measured at issued price instead of measurement of the same at fair value as financial liability in accordance with Ind AS 32 "Financial Instrument: Presentation" and Ind AS 109 "Financial Instruments". In the absence of settlement between shareholders on conversion/ redemption terms and valuation of these shares, we are unable to comment on the effects, if any, on the consolidated loss for the quarter and nine months ended December 31, 2019.

7. Based on our review conducted and procedures performed as stated in paragraph 4 above, and based on the consideration of the review reports of the other auditors referred to in paragraph 9 below and subject to the possible effects of the matters described in paragraph 6 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

8. We draw attention to the following matters:

(i) As stated in Note 7 to the Statement, there is uncertainty on the Parent's ability to meet it's debt obligations. The ability of the Parent to continue as a going concern is dependent upon the Parent's ability to raise funds through monetization of its non-core assets, mobilization of additional funds and other strategic initiative to meet its obligations.

(ii) As regards security deposits aggregating Rs. 3,486.13 lakhs as on December 31, 2019, given by the Parent to various parties for acquisition of development rights, as explained by the Management, the Parent is in process of obtaining necessary approvals with regard to these properties and that their current market values are significantly in excess of their carrying

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

values and are expected to achieve adequate profitability on substantial completion of such projects.

(iii) As regards return on investments of Rs. 73,082.13 lakhs by the Parent in preference shares in a subsidiary company as on December 31, 2019. As explained by the Parent Management, such investments are considered strategic and long term in nature and the current market value and future prospects of such investments are significantly in excess of the Parent's investment in the investee company. The said subsidiary has not been consolidated in the Statement.

(iv) As regards status of inventory consisting of projects of the Parent having aggregate value of Rs. 28,718.75 lakhs as on December 31, 2019 and the opinion framed by the Parent Management about realizable value of the cost incurred, being a technical matter, has been relied upon by us.

(v) As regards certain allegations made by the Enforcement Directorate against the Parent and its two Key Managerial Persons, in a matter relating to Prevention of Money Laundering Act, 2002, this matter is sub-judice and the impact, if any, of the outcome is unascertainable at this stage.

(vi) As regards attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002, by which the Parent's assets amounting to Rs. 1,200.83 lakhs have been attached on August 30, 2011. Consequently, the adjudicating authority has taken over the bank balance of Rs. 68.93 lakhs and Investment in Redeemable Optionally Convertible Cumulative Preference Shares - Series A and Series C of a subsidiary company of Rs. 1,040.54 lakhs in earlier years. The impact of the matter, if any, of its outcome is currently unascertainable.

(vii) The Audited Financial Statements of Firms for the year ended March 31, 2019 where the Parent is one of the partner has following disclosures:

a. As regards recoverability of Trade Receivables of Rs 4,930.33 lakhs as on December 31, 2019 (Rs. 2,722.98 lakhs as on March 31, 2019), the Partners of the Firm had taken effective steps for recovery and are not expecting any short realisation. In the event of shortfall in realisation, the same shall increase the debit balance of the Partners.

b. Allegations made by the Central Bureau of Investigation (CBI) relating to the 2G spectrum case and regarding attachment order issued by adjudicating authority under Prevention of Money Laundering Act, 2002.

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

These matters are sub-judice and the impact, if any, of its outcome is currently unascertainable.

c. As regards pending dispute towards liability of property tax of the Firm with Municipal Corporation of Greater Mumbai / Slum Rehabilitation Authority.

d. As regards non-provision of disputed income tax liability of Rs. 2,911.63 lakhs.

e. As regards order passed by Hon'ble Delhi High Court in one of the Partnership Firm where the Parent is a partner directing the Airport Authority of India (AAI) to conduct Aeronautical Studies without demolishing the structure of SRA buildings. In the opinion of the Parent Management, the firm is hopeful for favourable outcome and hence, it does not expect any financial outflow in this matter.

f. There is significant uncertainty regarding completion of the Project in one of the partnership firm based on its management and accordingly, the firm has not recognized revenue till such significant uncertainty exists.

(viii) In case of a subsidiary company, outcome of the dispute with development partner with respect to claim of interest up to March 31, 2019 amounting Rs. 12,034.39 lakhs, which is pending before the Sole Arbitrator, whereby there would not be any further outflow of the resources other than the amount of Rs. 3,993.39 lakhs which has been already provided for in their financial statement.

(ix) In case of a subsidiary company, there is doubt regarding recoverability aspects of interest free loan granted to related parties amounting to Rs. 24,158.56 lakhs as on December 31, 2019.

(x) In case of a subsidiary company, there is dispute with the Members of Middle Income Group Co-Operative Society Limited amounting to Rs. 1,800 lakhs as on March 31, 2019, whereby there would not be any outflow of resources of the subsidiary Company and hence, no amount is required to be provided for in their financial information.

(xi) The status of various ongoing projects, recognition of expense and income and the realizable value of the cost incurred, are as per the judgment of management of the respective entity and certified by their technical personnel and being of technical nature, have been relied upon by us.

(xii) In case of two subsidiary companies, one step down subsidiary company and one joint venture company, the management's estimate that the subsidiary companies, step down subsidiary company and joint venture company will be able to continue as going concern

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

basis in foreseeable future and hence, its financial information are prepared on going concern basis.

(xiii) In case of a step down subsidiary company, there is doubt regarding recoverability aspects of interest free loan granted to subsidiary company amounting to Rs. 803.77 lakhs as on December 31, 2019.

(xiv) In case of a step down subsidiary company, non-provision of disputed service tax demand of Rs. 1,843.77 lakhs as on March 31, 2019.

(xv) In case of a step down subsidiary company, as regards status of undisputed value added tax liability on sale of helicopter amounting to Rs. 650.00 lakhs as on March 31, 2019.

(xvi) In case of a joint venture, advance aggregating Rs. 5,805.87 lakhs as at December 31, 2019, given to various parties for acquisition of tenancy rights. As explained by the Management, the joint venture is in process of obtaining tenancy rights from remaining unsettled tenants and necessary approvals with regard to project development.

(xvii) In respect of certain subsidiary companies and associates for which Ind AS financial results for the quarter and nine months ended December 31, 2019 have neither been reviewed by us nor by respective auditors of those entities and have been furnished to us by the Management of the Parent. As on March 31, 2019, the respective auditors of the said entities have raised attention to following matters, for which the Management of the Parent has informed that there has been no update/ change in the status of the matters.

(a) In case of two subsidiary companies, project cost carried in inventory aggregating Rs. 12,509.54 lakhs as on March 31, 2019 are under litigation and are sub-judice. Based on the assessment done by the Management of the Parent, no adjustments are considered necessary in respect of recoverability of these balances. The impact, if any, of the outcome is unascertainable at present.

(b) With respect to work in progress with carrying value of Rs. 7,787.38 lakhs as on March 31, 2019 in a subsidiary, a writ petition had filed in High Court (HC) by Jijamata Nagar Sankalp Co-Operative Housing Society CTS 1406G/8 (Jijamata Society) against designating the land under the Draft Development Plan 2034 (Draft DP 2034), which was shown as designated for reservation of Public Open Space and Dispensary/ Health Post as compared to original status of the plot which was partly in residential zone and partly in road and partly reserved for playground prior to Draft DP 2034. The High Court has refused to entertain the petition and disposed off the same stating that the petitioner can always challenge the final development plan by filing a fresh petition. However a petition may

HARIBHAKTI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

not be required as under Final Development Plan 2034, reservations as per Draft DP 2034 are removed except affected area of 3,525.056 sq mtr.

(c) In case of a subsidiary company, as regards the status of the case pending before the Hon'ble Bombay High Court against the arbitrary cancellation of Tender by P.W. Department.

(d) In case of subsidiary company, as regards the implications, if any, of outstanding dues from a trade receivable to whom a unit was sold consequent to the arrangement entered into by a subsidiary company with the Parent.

(e) In case of a subsidiary company, the financial information are signed by only one member of the entity and that, the present arrangement between the partners is under reconsideration.

(f) With respect to project work in progress of Rs. 6,448.97 lakhs as on March 31, 2019 in an associate company where such company is currently under process of resolving the internal disputes amongst the partners of the firm, for which appeals have been filed. The Management of associate company expects favorable outcome in the matter and accordingly, is of the opinion that the land shall be available to such company for development.

(g) In case of a subsidiary company, the status of the cluster development project as also the opinions/ judgments on the assessment of recoverability aspect of the amounts paid for acquiring tenancy rights now receivable on abandonment of the Project.

(h) In case of subsidiary company, with regards to disputed tax exposure of Rs. 2,654.00 lakhs as at March 31, 2019 that could devolve on the Company.

(i) In case of subsidiary company, the Management judgment on the assessment of the viability of the Project and consequent non-adjustment of losses to the balances of the Members.

(j) A subsidiary company has acquired certain debts by way of assignment from Yes Bank Limited and Suraksha Asset Reconstruction Private Limited amounting to Rs. 25,033.19 lakhs and Rs. 23,000.00 lakhs as on March 31, 2019, respectively, for which the Hon'ble Bombay High Court has appointed the court receiver and directed to take possession of the said assets and recovery from sale of these assets. These receivables are measured at fair value through profit or loss and fair value has been considered equal to cost by the management. Further, during the earlier year, the subsidiary has reversed existing provision for expected credit losses.

HARIBHAKTI & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

(k) With regards to the status of the amounts due to Housing Development Infrastructure Limited amounting to Rs. 2,000.00 lakhs as on March 31, 2019 by one of the subsidiary companies.

Observations made by us in the above paragraphs (ii) to (xvii) and their impact on the Statement, have not been disclosed in the Statement.

Our report is not modified in respect of these matters.

9. We did not review the interim financial results of six subsidiaries (including one step down subsidiary) included in the Statement, whose interim financial results reflect total revenues of Rs. 2,528.52 lakhs and Rs. 16,769.81 lakhs, total net loss after tax of Rs. 6,483.93 lakhs and Rs. 8,232.31 lakhs and total comprehensive loss of Rs. 7,035.09 lakhs and Rs. 8,768.92 lakhs, for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019, respectively, as considered in the Statement. The unaudited consolidated financial results also includes the Group's share of net loss after tax of Rs. 294.97 lakhs and net profit after tax of Rs. 1,815.68 lakhs and total comprehensive loss of Rs. 294.97 lakhs and total comprehensive income of Rs. 1,815.68 lakhs for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019, respectively, as considered in the Statement, in respect of one associate and three joint ventures, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associates and joint ventures, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 4 above.

10. The unaudited consolidated financial results includes the interim financial results of nineteen subsidiaries (including three step down subsidiaries) which have not been reviewed/ audited by their auditors, whose interim financial results reflect total revenue of Rs. Nil and Rs. Nil, total net loss after tax of Rs. 695.11 lakhs and Rs. 1,200.26 lakhs and total comprehensive loss of Rs. 1,425.65 lakhs and Rs. 1,881.05 lakhs for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019, respectively, as considered in the Statement. The Statement also includes the Group's share of net profit after tax of Rs. 39.19 lakhs and net loss after tax of Rs. 116.42 lakhs and total comprehensive income of Rs. 39.19 lakhs and total comprehensive loss of Rs. 116.42 lakhs for the quarter ended December 31, 2019 and for the period from April 01, 2019 to December 31, 2019, respectively, as considered in the Statement, in respect of six associates (including one step down associate) and thirteen joint ventures (including nine step down joint ventures), based on their interim financial results which have not been reviewed/audited by their auditors. According to the information

HARIBHAKTI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

and explanations given to us by the Management, these interim financial results are not material to the Group including its associates and joint ventures.

Our report on the Statement is not modified in respect of the above matter.

For **Haribhakti & Co. LLP**
Chartered Accountants
ICAI Firm Registration No.103523W/W100048

Snehal Shah
Partner
Membership No.:48539
UDIN: 20048539AAAAAH7030

Mumbai
February 11, 2020