



KAMANWALA HOUSING CONSTRUCTION LIMITED

REGD. & ADMINISTRATIVE OFFICE: 406 NEW UDYOG MANDIR - 2
MOGUL LANE, MAHIM (WEST), MUMBAI - 400 016
Tel. 2444 0601, 2445 6029, 2447 4983 • Email : kamanwala@gmail.com
Website : www.kamanwalahousing.com CIN: L65990MH1984PLCC32055

Date: 5th September, 2019

To,
Listing Compliances,
BSE Limited,
P. J. Towers,
Fort,
Mumbai - 400001.
Scrip Code: 511131; Scrip Id: KAMANWALA

Subject: Notice of the 35th Annual General Meeting (AGM) and Annual Report 2018-19.

Dear Sir/Ma'am,

In compliance with Reg. 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of 35th AGM and Annual Report for financial year 2018-2019. The same will be made available on the Company's website www.kamanwalahousing.com.

The schedule of AGM is as set out below:

Event	Date	Time
Relevant Date / Cut-off date to vote on AGM Resolutions	23 RD September, 2019	NA
Book Closure date	From September 24 th , 2019 to September 30 TH , 2019 (Both days inclusive)	NA
Commencement of E-Voting	27 TH September, 2019	9:00 A.M.
End of E-Voting	29 th September, 2019	5:00 P.M.
AGM	30 TH September, 2019	11:00 A.M.

This is for your information and record.

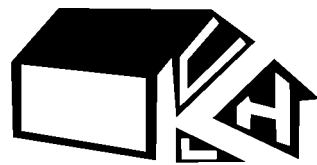
Thanking You,

For Kamanwala Housing Construction limited

SADesai



Sejal Desai
Company Secretary & Compliance Officer

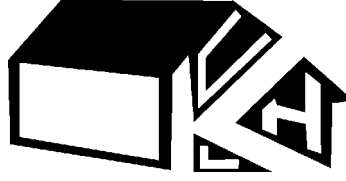


KAMANWALA HOUSING CONSTRUCTION LIMITED

**35th
ANNUAL REPORT
2018-2019**



KAMANWALA HOUSING CONSTRUCTION LIMITED



KAMANWALA HOUSING CONSTRUCTION LIMITED

CIN: L65990MH1984PLC032655

Board of Directors

Bhanwarlal D.Jogani	Independent Director
Atul Attarsen Jain	Managing Director
Pushpa Atul Jain	Whole Time Director
Amit Jaipal Jain	Non-Executive Director
Suresh Ganpat Thite	Independent Director-Chairman

Audit Committee

Bhanwarlal D.Jogani
Amit Jaipal Jain
Suresh Ganpat Thite

Stakeholders Relationship Committee

Suresh Ganpat Thite
Bhanwarlal D. Jogani
Atul Attarsen Jain

Nomination and Remuneration Committee

Bhanwarlal D. Jogani
Amit Jaipal Jain
Suresh Ganpat Thite

Chief Financial Officer

Tarun Jaipal Jain

Company Secretary & Compliance Officer

Sejal A.Desai

Auditors

M/s. Majithia & Associates, Chartered Accountants, Mumbai.

Registered Office

406-New Udyog Mandir - 2, Mogul Lane, Mahim - (West),
Mumbai – 400016, Maharashtra.
Tel no.: 2445 6029 | 2444 0601
Email: cs.kamanwala@gmail.com
Website: www.kamanwalahousing.com

Bankers

Indian Overseas Bank,
Oriental Bank of Commerce,
Corporation Bank,
Punjab National Bank

Registrar & Share Transfer Agent

M/s. Sharex Dynamic (India) Pvt. Ltd,
C 101, 247 Park, L BS Marg, Vikhroli West,
Mumbai 400 083.
Tel no.: 2851 5606 / 2851 5644 | Fax: 2851 2885
Email: sharexindia@vsnl.com
support@sharexindia.com.

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NOTICE

NOTICE is hereby given that the 35th (Thirty Fifth) Annual General Meeting of the Members of KAMANWALA HOUSING CONSTRUCTION LIMITED will be held on Monday, the 30th September, 2019, at 11:00 a.m. at registered office of the company at 406, New Udyog Mandir-2, Mogul Lane, Mahim (west), Mumbai, 400016, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements (standalone) of the Company for the financial year ended 31st March, 2019 and also to receive, consider and adopt audited financial statements (consolidated) for the financial year ended 31st March 2019 together with Directors' Report and Auditors' Reports thereon.
2. To appoint a Director in place of Mr. Atul Attarsen Jain (DIN: 00052966), who retires by rotation and being eligible offers himself for reappointment.

SPECIAL BUSINESS:

3. To appoint Mr. Suresh Ganpat Thite (DIN: 07037046) as Independent Director of the Company for period of five consecutive years and in this regard pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Suresh Ganpat Thite (DIN: 07037046), who was appointed as Additional Director on November 13, 2018 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed, for a term of five years, as an Independent Director of the Company not liable to retire by rotation.

RESOLVED FURTHER THAT any one Director of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

4. To approve further limits for giving of loans & advances, guarantees or acquire by way of subscription, purchase or otherwise, the securities of any other Body Corporates and in this regard pass the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 186 and all other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder as applicable, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in terms of the provisions of the Company's Memorandum and Articles of Association, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall include

any Committee thereof) to give any loans & advances, and/or to give any guarantee(s) and/or to provide any securities in connection with any loans to any other body corporate or to any other person and/ or to make any further investment/acquisition by way of subscription, purchase or otherwise, the securities (including equity shares, preference shares, debentures, or any other kind of instruments, whether convertible or not) of other body corporate, up to an amount of Rs.90 crores (Rupees Ninety Crores Only) in aggregate even if it exceeds the limits available to the Company of 60% (Sixty Percent) of its paid up share capital, free reserves and securities premium account or 100% (One Hundred Percent) of its free reserves and securities premium account, whichever is more, and remaining outstanding at any point of time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee with regard to the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

**For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited**

**Place: - Mumbai
Date: - 9th August, 2019**

**Sejal A. Desai
Company Secretary**

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY / PROXIES NEED NOT BE A MEMBER / MEMBERS OF THE COMPANY.**
2. Proxies in order to be effective must be deposited at the Company's Registered Office not less than 48 hours before the time of the Meeting.
3. **A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY. HOWEVER, A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER**



KAMANWALA HOUSING CONSTRUCTION LIMITED

PERSON OR MEMBER.

4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ("the Act") setting out material facts in respect of special business is annexed hereto. The relevant details as required under Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), of persons seeking appointment / re-appointment as Directors are provided in the Annexure to this Notice.
5. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from 24th September, 2019 to 30th September, 2019 (both days inclusive).
6. The Corporate Members intending to send their duly authorized representative(s) are requested to send a duly certified copy of the Board resolution authorizing their representative(s) to attend and vote at the Annual General Meeting.
7. Members are hereby requested to notify change in their addresses, make correspondence and send documents of share transfers, etc. either directly to the Company at the Registered Office or to the Office of Share Transfer Agents of the Company, M/s Sharex Dynamic (India) Pvt. Ltd., at C 101, 247 Park, L BS Marg, Vikhroli West, Mumbai 400 083.
8. The members who hold shares in electronic form are requested to write their client ID and DP ID and those who hold shares in physical form, are requested to write their folio number in the attendance slip for attending the meeting.
9. The shareholders, who still hold share certificates in physical form, are advised to dematerialize their shareholding to avail the benefits of dematerialization, which includes easy liquidity since the trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of possibility of loss of documents and bad deliveries.
10. Pursuant to Section 124 of the Companies Act, 2013 all unclaimed/ unpaid dividend over a period of 7 years have to be transferred by the Company to the Investors Education & Protection Fund (IEPF) constituted by the Central Government. No such amount is remaining to be transferred to IEPF. The last dividend for FY 2009-10 has already been transferred to IEPF.
11. Electronic copy of the Thirty fifth Annual Report for 2018-19 is being sent to all the Members, whose e-mail IDs are registered with the company/depository participants for communication purposes unless any Member has requested for a hard copy of the same. For the Members, who have not registered their e-mail address, physical copies of the Annual Report for 2018-19 are being sent in a permitted mode. Rule 18(3) (i) of the Companies (Management & Administration) Rules, 2014 requires a Company to provide advance opportunity at least once in a financial year to the Member to register his e-mail address and any change therein. In compliance with the same, we request the Members who do not have their e-mail ID registered

with the Company, to get the same registered with the Company. Members are also requested to intimate to the Company the changes if any, in their e-mail address.

12. Voting through electronic means:

In compliance with the provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and the Secretarial Standard on General Meetings, the Company is pleased to provide to Members the remote e-voting facility to exercise their right to vote on business to be transacted at the 35th Annual General Meeting by electronic means through e-voting services provided by Central Depository Services (India) Limited (CDSL). A Member, who has voted on a resolution through the e-voting facility, will not be entitled to change it subsequently. Further, a Member who has voted through the e-voting facility will not be permitted to vote again at the venue of the Annual General Meeting of the Company.

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

- (i) The voting period begins on 27th September, 2019 (9:00 a.m.) and ends on 29th September, 2019 (5.00 p.m.). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd, September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first-time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.

	<ul style="list-style-type: none"> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

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

be downloaded from Google Play Store, Windows and Apple smart phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.

- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login & password. The Compliance User would be able to link account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be emailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Mr. Devesh Mehta, Practicing Company Secretary has been appointed as Scrutinizer for conducting e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 2 (two) working days from conclusion of the e-voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favor or against, if any forthwith to the Chairman. The results shall be declared as per the proceedings of the Annual General Meeting of the Company. The results declared along with Scrutinizer's Report shall be placed on the Company's website www.kamanwalahousing.com and on website of CDSL within 2 (two) days of passing of the Resolutions at the Annual General Meeting of the Company and communicated to the BSE Limited.

**For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited**

**Place: - Mumbai
Date: -9th August, 2019**

**Sejal A. Desai
Company Secretary**



KAMANWALA HOUSING CONSTRUCTION LIMITED

ANNEXURE TO THE NOTICE:

APPOINTMENT / RE-APPOINTMENT OF DIRECTORS:

Information pursuant to regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Particulars	Name of Directors	
	Mr. Atul Attarsen Jain (DIN: 00052966)	Mr. Suresh Ganpat Thite (DIN: 07037046)
Date of Birth	14-02-1957 (Age 62 years)	01-06-1971 (Age 48 years)
Date of Appointment	01-08-1985	13-11-2018
Shares held in the Company (as on 31-03-2019)	10,30,964	NIL
Special Expertise/Occupation	Planning and execution of projects, general business management.	Long experience in finance and accounts functions and general management
Qualification	B.A. (Hons)	Commerce Graduate
Names of the Listed entities in which a person holds the Directorship	Kamanwala Housing Construction Limited (KHCL) - Managing Director	Kamanwala Housing Construction Limited (KHCL)
Chairman / Member of Committee of Companies	Member of Stakeholders Relationship Committee of KHCL	Chairman of Stakeholders Relationship Committee of KHCL, Member of Audit Committee of KHCL, Member of Nomination & Remuneration Committee of KHCL.
Inter-se relationship with other directors	Mr. Amit Jain is the nephew of Mr. Atul Attarsen Jain Mrs. Pushpa Jain is wife of Mr. Atul Attarsen Jain	Not Applicable

**For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited**

**Place: - Mumbai
Date: -9th August, 2019**

**Sejal A. Desai
Company Secretary**

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013

Item No. 3

Mr. Suresh Ganpat Thite was appointed as an additional Independent Director on the Board of the Company w.e.f. 13th November, 2018 to hold office upto the conclusion of this Annual General Meeting. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from one of the members of the company, proposing the candidature of Mr. Suresh Thite, as an Independent Director to hold office for period of five consecutive years upto conclusion of Annual General Meeting to be held in the year 2024, under the provisions of Section 149 of the Companies Act, 2013. Brief profile of Mr. Suresh Thite is provided herein below:

Name of Director	Mr. Suresh Ganpat Thite (DIN: 07037046)
Date of Birth	01-06-1971
Date of Appointment by the Board	13 th November, 2018
Expertise in specific functional area	Long experience in finance and accounts functions and general management.
Qualifications	Commerce Graduate
Directorships in Public Limited Companies	Kamanwala Housing Construction Limited (KHCL)
Shareholding of Director in the Company	NIL

Membership of Committees in Public Limited Companies:

Name of Committee	Name of the Company	Designation
Shareholders/Investors Relationship Committee	Kamanwala Housing Construction Limited	Chairman
Nomination & Remuneration Committee	Kamanwala Housing Construction Limited	Member
Audit Committee	Kamanwala Housing Construction Limited	Member

Brief profile:-

Mr. Suresh Ganpat Thite age 48 years is a commerce graduate from Mumbai University and has extensive experience of accounts and finance functions and also of general management.

In the opinion of the Board, Mr. Suresh Ganpat Thite fulfils the conditions of independence as specified in the Companies Act, 2013 and rules made there under for appointment as an Independent Director of the Company.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in this Resolution. The Board recommends the Ordinary Resolution set out at item no. 3 for approval of the Members.

Item No. 4

Section 186(3) of the Companies Act, 2013 (hereinafter referred to as "the Act") requires every company to obtain the members' approval through special resolution if it is proposing to –

- a) give any loan and advance to any person or other body corporate;
- b) give any guarantee or provide security in connection with a loan & advance to any other body corporate or person; and
- c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred percent of its free reserves and securities premium account, whichever is more.

The Board of Directors of the Company hereby proposes to seek and obtain approval of the Members pursuant to Section 186 of the Act for the loans and advances, guarantees and/or securities in connection with any loans & advances and/or for or to make further investments up to an aggregate amount of Rs. 90 crores (Rupees Ninety Crores Only) even if it exceeds the limits permissible without approval of members available to the Company of 60% (Sixty Percent) of its paid up share capital, free reserves and securities premium account or 100% (One Hundred Percent) of its free reserves and securities premium account, whichever is more, and remaining outstanding at any point of time. This will enable company to invest surplus funds if any.

None of the Directors/Key Managerial Personnel of the Company and/or their relatives is, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at item no. 4 of the Notice. The Board recommends passing of the Special Resolution as set out at item no. 4 of the Notice.

For and on behalf of the Board of Directors

Place: - Mumbai

Date: - 9th August, 2019

**SEJAL A.DESAI
COMPANY SECRETARY**



KAMANWALA HOUSING CONSTRUCTION LIMITED

DIRECTORS' REPORT

Dear Members,

The Board of Directors hereby presents their Thirty Fifth Annual Report on the business and operations of your Company ("the Company" or "KHCL"), along with Audited Financial Statements for the financial year ended 31st March, 2019.

FINANCIAL PERFORMANCE OF THE COMPANY:

The summarized Financial Highlights of the Company are as follows:

(Rs. in lakhs, except per equity share data)

	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Revenue from Operations (Net)	2090.85	1883.29	2090.85	1883.29
Other Income	289.44	117.17	289.44	117.17
Profit (Loss) before Depreciation, Interest & Tax	-4.75	73.46	-4.75	73.46
Less: Depreciation & amortization expenses	19.12	23.71	19.12	23.71
Less: Finance Costs	16.58	38.51	16.58	38.51
Profit (Loss) before extraordinary items	(40.45)	11.24	(40.45)	11.24
Extraordinary items	—	—	—	—
Profit /(Loss) before Tax	(40.45)	11.24	(40.45)	11.24
Provision for Tax and Deferred Tax	-1.81	4.36	-1.81	4.36
Profit /(Loss) after Tax	(38.64)	15.60	(38.64)	15.60

REVIEW OF OPERATIONS & STATE OF COMPANY'S AFFAIRS:

The net revenue from Operations was Rs. 2380.29 Lakhs including other income of Rs. 289.44 Lakhs as against Rs. 2000.46 Lakhs for the F.Y. 2017-18. Though the income was increased compared to previous year, the Company made a Net Loss of Rs. 38.64 Lakhs. On consolidated basis the total income was Rs. 2380.29 Lakhs and net loss was Rs. 38.64 Lakhs.

CHANGE IN THE NATURE OF THE BUSINESS:

There is no change in the nature of the Business during the year under review.

SHARE CAPITAL:

During the year under review, there were no changes in the share capital of the company.

Authorized Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty crores only) divided into 2,00,00,000 (Two Crores only) equity shares of Rs. 10 each.

Paid up Share Capital of the Company is Rs. 14,09,31,600/- (Rupees Fourteen crores nine lakhs thirty-one thousand and six hundred only) divided into 1,40,93,160 (One crore forty lakhs ninety three thousand one hundred and sixty only) equity shares of Rs. 10 each.

DIVIDEND:

In view of loss for the year, your Directors are unable to recommend any dividend for the financial year ended 31st March, 2019.

TRANSFER TO RESERVE:

Board of Directors has proposed to transfer the net loss amounting to Rs. 38.64 Lakhs to the brought forward retained earnings.

DISCLOSURE ON DEPOSITS UNDER CHAPTER V:

The Company has neither accepted nor renewed any deposits during the financial year 2018-19 in terms of Chapter V of the Companies Act, 2013. Further, the Company is not having any unpaid or unclaimed deposits at the end of the financial year.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to be best of their knowledge, confirm that –

- a) in the preparation of the accounts the applicable accounting standards have been followed along with proper explanations relating to material departure;
- b) appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual accounts have been prepared on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

To avoid duplication between Directors' Report and the Management Discussion and Analysis, your Directors have presented a composite report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT forms part to this Annual Report in terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is enclosed as **Annexure-A**.

SUBSIDIARY COMPANIES, ASSOCIATES & JOINT VENTURES:

The Company does not have any subsidiary. The Company has joint ventures for development of properties. A separate section on the performance and financial position of each of the joint venture in Form AOC-1 is annexed as **Annexure B** and forms part of this report.

CONSOLIDATED FINANCIAL STATEMENTS:

Consolidated financial accounts are prepared in accordance with the applicable IND AS issued by the Institute of Chartered Accounts of India. The said consolidated accounts form part of this report and accounts.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY:

Your Company has internal financial control systems, which are adequate considering the nature and size of its operations. The policies and procedure adopted by the Company ensure the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

The internal audit is carried out by an external firm of Chartered Accountants, covering all the departments. The internal auditor directly reports to the Audit Committee.

HUMAN RESOURCES:

Relations between the management and employees remained cordial through-out the year. The Company had a total 7 permanent employees as on 31st March, 2019.

Information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 (2) and 5(3) of the Companies (Appointment and Remuneration of Management Personnel) Rule, 2014, and forming part of Directors' Report for the year ended 31st March, 2019 are attached as **Annexure C** and forms part of this report.

CORPORATE SOCIAL RESPONSIBILITY:

The Company does not fulfill any of the criteria specified in Section 135(1) of the Companies Act, 2013 and as such is not required to comply with the provisions of section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014.

DIRECTORS:

To comply with the requirement of the Companies Act, 2013 and Articles of Association of the Company, Mr. Atul Jain shall retire by rotation at the forthcoming Annual General Meeting. Being eligible, he offers himself for re-appointment.

Mr. Mukesh Jain resigned as Director of the Company w.e.f. 15th September, 2018.

Mr. Suresh Ganpat Thite was appointed as additional Independent Director of the Company w.e.f. 13th November, 2018.

Mrs. Pushpa Atul Jain was re-appointed as Whole Time Director of the Company for a period of five consecutive years w.e.f. 1st February, 2019.

Mr. Bhanwarlal D. Jogani was re-appointed as an Independent Director of the Company for a period of five consecutive years w.e.f. 1st April, 2019.

KEY MANAGERIAL PERSONNEL:

Mr. Atul Attarsen Jain continues to be the Managing Director of the Company.

Mr. Tarun Jaipal Jain continues to be the Chief Financial Officer of the Company.

During the year under review, Mr. Dharmpal resigned as a Company Secretary & Compliance Officer of the Company w.e.f. 22-08-2018.

Ms. Sejal Desai was appointed as Company Secretary & Compliance Officer of the Company w.e.f. 10-10-2018.

DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received declarations from all the Independent Directors of the Company, confirming that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013.

BOARD MEETINGS:

Six meetings of the Board of Directors and one meeting of Independent Directors were held during the year under review. Corporate Governance Report, which forms part of this report, contains the details about the Board meetings and of attendance of the Directors thereat.



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOMINATION & REMUNERATION POLICY:

The policy of the Company on Directors' appointment and remuneration, including the criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on our website at <http://www.kamanwalahousing.com/cg/Policy/NominationCommitteePolicy.pdf>. We affirm that remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

BOARD EVALUATION:

Pursuant to the provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors had done the annual evaluation of its own performance, its committees and individual directors. The Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings.

In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole was evaluated, taking into account the views of executive directors and non-executive directors.

AUDIT COMMITTEE:

The Company has in place an Audit Committee in terms of the requirements of the Companies Act, 2013 read with the rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details pertaining to the audit committee are included in the Corporate Governance Report, which forms part of this report.

CORPORATE GOVERNANCE:

In line with the requirement of the Companies Act, 2013 as also SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has constituted committees. Details of these committees along with their terms of reference, composition and meetings held during the year, are provided in the Corporate Governance Report.

A separate report on Corporate Governance is annexed, which forms part of this report. A certificate of CEO and CFO of the Company confirming the correctness of the financials and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee is also annexed and forms part of this Directors' Report.

RISK MANAGEMENT:

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to monitor and mitigate/control the probability and/or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a Risk Assessment and Minimization Procedure which is reviewed by the Board of Directors from time to time. Identification is done by executive directors and its mitigation process/measures are being formulated by the Board.

Our Company is mainly in real estate business. Many risks exist in a company's operating environment and they emerge on a regular basis. The Company's Risk Management process focuses on ensuring that these risks are identified on a timely basis and addressed.

The audit committee has an additional oversight in the area of financial risks and its controls, statutory compliance.

RELATED PARTY TRANSACTIONS:

The Company has formulated policy on dealing with Related Party Transactions, a copy of which is available on the website of the Company. All the related party transactions have been entered into by the Company in the ordinary course of business and on arm's length basis.

During the year, the Company had not entered into any transaction referred to in section 188 of the Companies Act, 2013 with related parties which could be considered very material under SEBI (LODR), Regulations, 2015. Accordingly, the disclosure of related party transactions as required under section 134(3)(h) read with rule 8(2) of the Companies (Accounts) Rules, 2014 of the Companies Act in form AOC-2 is not applicable.

VIGIL MECHANISM:

As per the provisions of Companies Act, 2013, every Listed Company shall establish a vigil mechanism (similar to Whistle Blower mechanism). Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, the company has adopted the whistle blower mechanism for directors and employees to report on concerns about unethical behavior, actual or suspected fraud, or violation of the Company's code of conduct and ethics. There has been no change to the whistle blower policy adopted by the Company, during period under review. The whistle blower policy adopted by the Board of Directors is hosted on the website of the Company.

LOANS, GUARANTEES OR INVESTMENTS:

The Company has given loans /advances as specified in the financial statements of the Company during the year under review. However, no guarantee and no investment were made in any body corporate during the financial year 2018-19 attracting the provisions of section 186 of the Companies' Act, 2013.

EXTRACT OF ANNUAL RETURN:

Extract of Annual Return in the prescribed format under the Companies Act, 2013 forms part of this report as **Annexure E** and is available on the website of the Company at www.kamanwalahousing.com.

MATERIAL CHANGES AND COMMITMENTS:

There has been no material change and commitment affecting the financial position of the Company between the financial year ended 31st March, 2019 and the date of the Directors Report.

REPORTING OF FRAUD:

During the year under review, neither the statutory auditors nor the

secretarial auditor has reported to the audit committee under section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

During the year under review, there were no material and significant orders passed by any of the regulators or courts or tribunals impacting the going concern status and the Company's operations.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

In view of the nature of business activities of the Company, provisions of Section 134 of the Companies Act, 2013 read with the Companies (Disclosures of Particulars in the Report of the Board of Directors) Rules, 2014 regarding conservation of energy and technology absorption are not applicable to the Company. There were no foreign exchange earnings and expenses during the year under review.

STATUTORY AUDITORS:

According to Board of Directors of the company, there is no adverse remark made by Statutory Auditors in their report. Notes to the accounts are self explanatory to comments/observations made by the Statutory Auditors in their report. Hence, no separate explanation is given.

Majithia & Associates, Chartered Accountants, Statutory Auditors of your Company, shall continue to be the auditors of your Company as per the resolution passed by the shareholders in 33rd Annual General Meeting held on 29th September, 2017.

SECRETARIAL AUDITOR AND AUDIT REPORT:

During the year, Secretarial Audit was carried out by Mr. Devesh Mehta, Practicing Company Secretary for the financial year 2018-19. The report on the Secretarial Audit is appended as **Annexure D** to this report. According to the Board of Directors the report does not have any adverse remark.

INTERNAL AUDITOR:

ADV & Associates, a firm of Chartered Accountants, Mumbai carried out Internal Audit of the Company for the Financial Year 2018-19.

COST RECORDS AND COST AUDIT:

Requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 is not applicable to our Company. The cost records are maintained.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

In compliance to the 'Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 your Company has a duly constituted an internal complaint committee. The Committee has formulated policy to ensure protection to its female employees. No complaints of sexual harassment were raised in the financial year 2018-19.

GREEN INITIATIVES:

Electronic Copies of the Annual Report 2018-19 and the notice of the 35th AGM are sent to all members whose email addresses are registered with the company / depository participant(s). For members who have not registered their email addresses, physical copies shall be sent in the permitted mode

CAUTIONARY STATEMENT:

Statement in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute forward looking statements within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

APPRECIATION / ACKNOWLEDGEMENTS:

The Board places on record their deep appreciation to employees at all levels for their hard work, dedication and commitment.

The Board places on record its appreciation for the support and co-operation your Company has been receiving from its business partners and others associated with the Company. The Board also takes this opportunity to thank all Investors, Clients, Vendors, Banks, Government and Regulatory Authorities for their continued support.

**For and on behalf of the Board of Directors
KAMANWALA HOUSING CONSTRUCTION LIMITED**

**Place: -Mumbai
Date: - 9th August, 2019**

**ATUL JAIN
MANAGING DIRECTOR
DIN: 00052966**



KAMANWALA HOUSING CONSTRUCTION LIMITED

Annexure – A

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Management Discussion and Analysis Report (MDAR) is as follows:

- Industry structure and developments
- Opportunities
- Segment-wise or product-wise performance
- Outlook
- Threats, Risk and Concerns
- Internal Control System
- Financial and operational performance
- Material Development in Human Resources
- Details of significant changes in ratios, rate of return, if any :-

Some Statements in this discussion may be forward looking. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements in the management discussion and analysis on account of various factors such as changes in Government regulations, tax regimes, impact of competition, etc.

1. Industry Structure and Developments

GDP grew at 7.3% in the year 2018-2019 compared to 6.7% in the previous year 2017-18. General election in the country had been one of the key watch outs for its impact on the economy.

Financial year 2018-19 continued to be a cautious year for real estate industry, where developers looked to consolidate and exhaust existing inventory before launching new projects while buyers and investors continued to wait to see if there is further price correction or consolidation in the market. The real estate industry continued to have high inventory levels in key markets despite a sharp drop in new launches due to implementation of RERA. Your Company is trying to identify viable housing and commercial projects with minimal risk.

2. Opportunities:

The Government of India along with the state governments is expected to take initiatives to encourage the development in the real estate sector. The Smart City Project, where there is a plan to build 100 smart cities, is expected to be a prime opportunity for the real estate companies. Affordable housing sector could open new opportunities.

3. Segment-wise or product-wise performance

Budget 2019 may push for the Real Estate sector, by creating a dedicated fund for affordable housing. This will help more developers embrace this segment of real estate and create much needed traction on the ground. Given the housing demand of the country, the real demand lies in the mid segment (which is now being described as affordable housing). While the governments will keep on pushing reforms, it is critical that more developers get into this segment and with RERA getting stabilized, consumers will get attracted to the lower interest rates, along with tax benefits attached to it.

4. Outlook

Few of the policy changes introduced by the government, such as demonetization, RERA, and REITs in 2016, followed by GST and FDI in 2017, have made impact on Indian real estate sector. However, the new legislation and trends that are expected in the real estate market could have the power to reshape the Indian real

estate sector for a long term. Under the Smart Cities program, a total of 100 cities will see the program positively impacting the lives of nearly 9.95cr dwellers with high-quality core infrastructure and thereof a more sustainable quality of life.

5. Threats, Risks and Concerns

Risks and opportunities are an inherent feature of any business. The Company's Directors bear this in mind while taking all decisions. The Company has developed a set of processes and systems to assess and minimize risks without losing opportunities. Changes in regulatory norms in India shall effect the operation of Company. If the price of energy sources increases, our operating expenses could increase significantly.

6. Internal control system

The Company has adequate internal control systems in place, and also has reasonable assurance on authorizing, recording and reporting transactions of its operations. The Internal Audit is conducted by a firm of Chartered Accountants as per audit plan suggested by the Audit Committee. Periodical Reports are submitted to the Audit committee for review. The Company's internal control environment provides assurance on efficient conduct of operations, security of assets, prevention and detection of frauds/ errors, accuracy and completeness of accounting records and the timely preparation of reliable financial information. Based on its evaluation (as provided under Section 177 of the Companies Act, 2013 and Clause 18 of SEBI (Listing Regulations), the Audit Committee has concluded that as of 31st March 2019, the Internal Financial Controls were adequate and operating effectively.

7. Financial and Operational performance

The financial statements have been prepared in accordance with the requirement of the Companies Act 2013, and applicable accounting standards issued by the Institute of Chartered Accountants of India. On standalone basis, the net revenue from Operations was Rs. 2380.29 Lakhs including other income of Rs. 289.44 Lakhs as against Rs. 2000.46 Lacs for the F.Y. 2017-18. Though the revenue increased compared to previous year, the Company made a Net Loss of Rs. 38.64 Lakhs.

8. Material developments in Human Resources / Industrial Relations front, including number of people employed.

Your Company firmly believes that its human resources are the key enablers for the growth of the Company. People-employees, customers, partners, investors etc. form the bedrock for the success of any organization. As at year end the company had 7 employees on payroll.

Form No. AOC-I

Pursuant to the first proviso to sub-section (3) of Section 129 read with
Rule 5 of the Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/
associate companies/ joint ventures of the Company

Part 'A' : Subsidiaries

The Company does not have any subsidiary Company during the year.

Part 'B' : Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Aspen Properties Pvt. Ltd.	Kamanwala Jain Infra LLP	Kamanwala Lakshachandi Todays Construction	Kamanwala Lakshachandi Todays Developers
1. Latest Audited Balance sheet date	31.03.2018	31.03.2018	31.03.2018	31.03.2018
2. Date on which the Associate or Joint Venture was associated or acquired	17.11.1988	20.03.2015	04.03.2008	26.12.2007
3. Shares of Associate or Joint Ventures held by the company on the year end	N.A.	N.A.	N.A.	N.A.
No.	N.A.	N.A.	N.A.	N.A.
Amount of Investment in Associates or Joint Venture	Rs.43.50 Lacs	Rs.30.00 Lacs	Rs.0.50 Lacs	Rs.0.50 Lacs
Extent of Holding (in percentage)	33%	70%	50%	50%
4. Description of how there is significant influence	Financial Contribution	Financial Contribution	Financial Contribution	Financial Contribution
5. Reason why the associate/joint venture is not consolidated	N.A.	N.A.	N.A.	N.A.
6. Net worth attributable to shareholding as per latest audited Balance Sheet	Rs.1.00 Lakh	Rs.679.69 Lakhs	Rs.793.07 Lakhs	Rs.55.72 Lakhs
7. Profit or Loss for the year 31.03.2018				
i. Considered in Consolidation	Nil	Nil	Nil	Nil
ii. Not Considered in Consolidation	N.A.	N.A.	N.A.	N.A.

1. Names of associates or joint ventures which are yet to commence operations: -
2. Names of Associates or joint ventures which have been liquidated or sold during the year: NIL

For and on behalf of the Board of Directors

Place:-Mumbai
Date:-9th August, 2019

ATUL JAIN
MANAGING DIRECTOR
DIN: 00052966



KAMANWALA HOUSING CONSTRUCTION LIMITED

Annexure - C

Details under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.

Sr. No.	Name of the Director	Ratio
1.	Mr. Atul Attarsen Jain (MD)	*NA
3.	Mrs. Pushpa Jain (WTD)	*NA

* Approved salary drawn for two months/ not drawn during the year respectively.

- The percentage increase/decrease in remuneration of each Directors, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager if any, in the financial year.

Sr. No.	Name of the Director	Ratio
1.	Mr. Atul Attarsen Jain (MD)	No increase in the remuneration. Approved Salary is not drawn for substantial part of the year by MD,WTD .Also CFO does not draw any salary.
2.	Mrs. Pushpa Atul Jain (WTD)	
	Name of the KMP	
1.	Mr. Tarun Jaipal Jain (CFO)	
2.	Ms. Sejal A.Desai (CS)	

- The percentage increase in the median remuneration of employees in the financial year: Nil
- Number of permanent employees on rolls of the Company as on 31st March, 2019: 7
- Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL
- Affirmation that the remuneration is as per the remuneration policy of the Company:

The remuneration paid to the employees is as per the remuneration policy of the Company

**For and on behalf of the Board of Directors
KAMANWALA HOUSING CONSTRUCTION LIMITED**

**Place: -Mumbai
Date: - 9th August, 2019**

**ATUL JAIN
MANAGING DIRECTOR
DIN: 00052966**

Annexure - D

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31STMARCH, 2019

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

To,
The Members
KAMANWALA HOUSING CONSTRUCTION LIMITED
Regd. Off: **406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai - 400016**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by KAMANWALA HOUSING CONSTRUCTION LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company as per Annexure – A for the Financial Year ended on 31st March, 2019 according to the provisions of:

- The Companies Act, 2013 (the Act) and the rules made thereunder;
- The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder upto March 22, 2018;
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;



KAMANWALA HOUSING CONSTRUCTION LIMITED

Annexure :- B
(To Secretarial Audit Report)

To,

The Members

KAMANWALA HOUSING CONSTRUCTION LIMITED

Regd. Off: **406, New Udyog Mandir-2, Mogul Lane,**

Mahim (West), Mumbai - 400016

Sir,

Sub: Secretarial Audit Report for the Financial Year ended on 31stMarch, 2019

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

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

Place: BHAVNAGAR

Date: 22ND JULY, 2019

Name: DEVESH UPENDRAKUMAR MEHTA

Mem No. : 45544

C P No.: 16649

**Form No. MGT-9
EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31/03/2019

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

I. REGISTRATION AND OTHER DETAILS:

Sr. No.	Particular	Information
i.	CIN	L65990MH1984PLC032655
ii.	Registration Date	12/04/1984
iii.	Name of the Company	Kamanwala Housing Construction Limited
iv.	Category / Sub-Category of the Company	Company Limited by Shares/Indian Non-Government Co.
v.	Address of the registered office and contact details	406-New Udyog Mandir - 2, Mogul Lane, Mahim - (West) Mumbai - 400016, Maharashtra. Tel no.:2447 5900 / 2445 6029 Fax: 2447 4968 Email: cs.kamanwala@gmail.com/kamanwala@gmail.com Website: www.kamanwalahousing.com
vi.	Whether listed company Yes / No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Sharex Dynamic (India) Pvt. Ltd, C 101, 247 Park, L BS Marg, Vikhroli West, Mumbai 400 083. Tel no.: 2851 5606 / 2851 5644 Fax: 2851 2885 Email: sharexindia@vsnl.com/support@sharexindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

Business activities contributing 10 % or more of the total turnover of the company :

Sr. No.	Name and Description of main products /services	NIC Code of the Product/ service	% to total turnover of the company
1	Residential Building	42101	0%
2	Commercial Building	42101	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
	NIL	NIL	NIL	NIL	NIL



KAMANWALA HOUSING CONSTRUCTION LIMITED

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

i) Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the Year				No. of Shares held at the end of the Year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	5017284	0	5017284	35.601	4970993	0	4970993	35.27	-0.1
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	993800	0	993800	7.052	993800	0	993800	7.05	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-total(A) (1):-	6011084	0	6011084	42.653	5964793	0	5964793	42.32	-0.1
2) Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-total(A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of									
Promoter(A) = (A)(1)+(A)(2)	6011084	0	6011084	42.653	5964793	0	5964793	42.32	-0.1
B. PublicShareholding									
1. Institutions									
a) Mutual Funds / UTI	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Any others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corporate									
i) Indian	859780	800	860580	6.106	819636	800	820436	5.83	-0.285
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individualshareholdersholding nominal share capital upto									
Rs. 2 lakh	3227351	18000	3245351	23.02	3435285	18000	3453285	24.50	1.47

**35th
Annual Report
2018-2019**

Category of Shareholders	No. of Shares held at the beginning of the Year				No. of Shares held at the end of the Year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Individualshareholders holding nominal share capital in excess of Rs. 2 lakh	1817911	237370	2055281	14.58	1780704	230670	2011374	14.27	-0.31
c) Any others (specify)									
Non Resident Indians	76031	0	76031	0.53	73743	200	73943	0.52	-0.015
IEPF	248008	0	248008	1.76	248008	0	248008	1.76	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	107679	0	107679	0.76	24279	0	24279	0.17	-0.592
Trusts	0	0	0	0	0	0	0	0	0
HUF	1489146	0	1489146	10.56	1497042	0	1497042	10.62	0.056
Sub-total (B)(2):-	7825906	256170	8082076	57.35	7878697	249670	8128367	57.68	0.328
Total PublicShareholding									
(B)=(B)(1)+ (B)(2)	7825960	256170	8082076	57.35	7878697	249670	8128367	57.68	0.328
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	13804500	256170	14093160	100.00	13843490	249670	14093160	100.00	0

ii) Shareholding of Promoter:

Sr. No.	Shareholders Name	Shareholding at the beginning of the year 01.04.2018			Shareholding at the end of the year 31.03.2019			% Change in shareholding during the year
		No. of Shares	% of total shares of the Company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the Company	% of Shares Pledged/ encumbered to total shares	
1.	Attar Construction Co Pvt Ltd	993800	7.052	3.495	993800	7.052	3.495	0
2.	Atul Jain	1481364	10.511	0	1481364	10.511	0	0
3.	Amit Jaipal Jain	925752	6.569	0	925752	6.569	0	0
4.	Tarun Jain	848889	6.023	0	841489	5.971	0	-0.052
5.	Sudha Gupta	163667	1.161	0	124776	0.885	0	-0.276
6.	Pushpa Jain	637800	4.526	0	637800	4.526	0	0
7.	Shobha Jain	530112	3.761	0	530112	3.761	0	0
8.	Vaibhav Jain	300000	2.129	0	300000	2.129	0	0
9.	Neena Jain	57500	0.408	0	57500	0.408	0	0
10.	Rashmi Jain	38000	0.27	0	38000	0.27	0	0
11.	Atul Jain (HUF)	30400	0.216	0	30400	0.216	0	0
12.	Jaipal Jain (HUF)	3800	0.027	0	3800	0.028	0	0
	Total	6011084	42.653	3.495	5964793	42.325	3.495	-0.328



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

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 01/04/2018			Share holding at the end of the Year 31/03/2019			% of total Shares of the company
		No. of Shares at the beginning (01-04-2018)	% of total Shares of the company	Date	Increase / Decrease in shareholding	Reason	No. of Shares end of the year (31-03-2019)	
1	TARUN JAIN	848889	6.023	01-04-2018				
				22-02-2019	-7400	Sold	841489	5.971
	Closing Balance			31-03-2019			841489	5.971
2	SUDHA GUPTA	163667	1.161	01-04-2018			0	0
				13-04-2018	-3000	Sold	160667	1.140
				20-04-2018	-2928	Sold	157739	1.119
				27-04-2018	-1000	Sold	156739	1.112
				11-05-2018	-50	Sold	156689	1.112
				25-05-2018	-2010	Sold	154679	1.098
				01-06-2018	-934	Sold	153745	1.091
				15-06-2018	-4013	Sold	149732	1.062
				22-06-2018	-150	Sold	149582	1.061
				13-07-2018	-800	Sold	148782	1.056
				24-08-2018	-392	Sold	148390	1.053
				31-08-2018	-7900	Sold	140490	0.997
				07-09-2018	-3297	Sold	137193	0.973
				14-09-2018	-3799	Sold	133394	0.947
				21-09-2018	-2217	Sold	131177	0.931
				22-02-2019	-4000	Sold	127177	0.902
				01-03-2019	-2401	Sold	124776	0.885
	Closing Balance			31-03-2019			124776	0.885

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

Sr. No.	Name	No. of Shares at the beginning of the year (01-04-2018)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	No. of Shares end of the year (31-03-2019)	% of total Shares of the company
1	Om Hari Halan (Huf)	1340000	9.508	01-04-2018				
	Closing Balance			31-03-2019		No Change	1340000	9.508
2	Paresh Ranjit Kapadia	765000	5.428	01-04-2018				
	Closing Balance			31-03-2019		No Change	765000	5.428
3	SVG Fashions Limited	596000	4.229	01-04-2018				
	Closing Balance			31-03-2019		No Change	596000	4.229
4	Ashokkumar Parmar	404612	2.871	01-04-2018				
				22-02-2019	-18521	Sold	386091	2.740
				01-03-2019	-3800	Sold	382291	2.713
	Closing Balance			31-03-2019			382291	2.713
5	Amit S Gupta	365542	2.594	01-04-2018			0	0
				20-04-2018	725	Buy	366267	2.599
				27-04-2018	600	Buy	366867	2.603
				12-10-2018	412	Buy	367279	2.606
	Closing Balance			31-03-2018			367279	2.606
6	Sunil S. Modi	265600	1.885	01-04-2018				
	Closing Balance			31-03-2018		No Change	265600	1.885
7	INVESTOR EDUCATION AND PROTECTION FUND	248008	1.760	01-04-2018				
	Closing Balance			31-03-2019		No Change	248008	1.760
8	SHANTISARUP R. RENIWAL	170000	1.206	01-04-2018				
	Closing Balance			31-03-2018		No Change	170000	1.206
9	NISHA S JAIN	20551	0.146	01-04-2018				
				08-02-2019	2262	Buy	22813	0.162
				15-02-2019	6583	Buy	29396	0.209
				22-02-2019	1752	Buy	31148	0.221
				01-03-2019	35284	Buy	66432	0.471
				08-03-2019	5116	Buy	71548	0.508
	Closing Balance			31-03-2019			71548	0.508
10	THOTAPADMA	27599	0.196	01-04-2018				
				06-04-2018	3000	Buy	30599	0.217
				20-04-2018	400	Buy	30999	0.220
				27-04-2018	121	Buy	31120	0.221
				18-05-2018	9	Buy	31129	0.221
				29-06-2018	870	Buy	31999	0.227
				07-09-2018	1000	Buy	32999	0.234
				28-09-2018	700	Buy	33699	0.239
				05-10-2018	2110	Buy	35809	0.254
				12-10-2018	7900	Buy	43709	0.310
				19-10-2018	-309	Sold	43400	0.308
				26-10-2018	3500	Buy	46900	0.333
				02-11-2018	6800	Buy	53700	0.381
				09-11-2018	1153	Buy	54853	0.389
				16-11-2018	500	Buy	55353	0.393
				23-11-2018	2000	Buy	57353	0.407
				30-11-2018	2251	Buy	59604	0.423
				07-12-2018	1540	Buy	61144	0.434
				21-12-2018	300	Buy	61444	0.436
				28-12-2018	2050	Buy	63494	0.451
				31-12-2018	2000	Buy	65494	0.465
				04-01-2019	864	Buy	66358	0.471
				11-01-2019	133	Buy	66491	0.472
				18-01-2019	3608	Buy	70099	0.497
	Closing Balance			31-03-2019			70099	0.497



KAMANWALA HOUSING CONSTRUCTION LIMITED

(v) Shareholding of Directors and Key Managerial Personnel: (Directors other than promoter Directors and KMP does not hold any shares in the Company)

V. INDEBTEDNESS:

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

(Amount in Rs.)

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01-04-2018)				
i) Principal Amount	1,37,50,000	6,09,71,303	0	7,47,21,303
ii) Interest due but not paid	0		0	
iii) Interest accrued but not due	0		0	
Total (i+ii+iii)	1,37,50,000	6,09,71,303	0	7,47,21,303
Change in Indebtedness during the financial year				
Addition	0		0	
Reduction	1,37,50,000	4,04,59,385	0	5,42,09,385
Net Change	1,37,50,000	4,04,59,385	0	5,42,09,385
Indebtedness at the end of the financial year (31-03-2019)	0		0	0
i) Principal Amount	0	2,05,11,918	0	2,05,11,918
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	2,05,11,918	0	2,05,11,918

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. no.	Particulars of Remuneration	Atul Jain (MD)	Pushpa Jain (WTD)	Total Amount (Rs)
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	2,00,000/-	-	2,00,000/-
	(b) Value of perquisites u/s 17(2) Income/tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission as % of profit	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	2,00,000/-	-	2,00,000/-
	Ceiling As per Act (as approved)	Rs. 13,50,000/- plus perqs	Rs. 14,85,000/- plus perqs	Rs. 28,35,000/- plus perqs

B. Remuneration to other directors:

Sr.	Particulars of Remuneration	Amit Jain	B.D. Jogani	Suresh Thite	Total Amount Rs.
1.	Independent Directors				
	Fee for attending board / committee meetings	-	-	40,000/-	40,000/-
	Commission	-	-	-	-
	Other -specify	-	-	-	-
	Total (1)	-	-	40,000/-	40,000/-
2.	Other Non Executive Directors				
	Fee for attending board / committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2) Total Remuneration	-	-	40,000/-	40,000/-

During the year Shri. Atul Jain, MD drew salary only for two months and Mrs. Pushpa Jain, WTD did not draw any salary.

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

Sr. No.	Particulars of Remuneration	Tarun Jain (CFO)	Dharm Pal (CS) upto 22.08.2018	Sejal Desai (CS) w.e.f. 10.10.2018	Total Rs.
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income/tax Act, 1961	Nil	40,000/-	99,000/-	1,39,000/-
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income/tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission as % of profit Others, specify...	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	0	40,000/-	99,000	1,39,000/-

VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES:

No penalty/punishment/compounding fees was levied either on the Company or any of the Directors or officers of the Company.

For and on behalf of the Board of Directors

Place :-Mumbai
Date:-9th August, 2019

(AMIT JAIN)
DIRECTOR
(DIN: 00053168)

(ATUL JAIN)
MANAGING DIRECTOR
(DIN: 00052966)



KAMANWALA HOUSING CONSTRUCTION LIMITED

CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34(3) read with clause C of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 [hereinafter referred to as SEBI (LODR) Regulations, 2015], a Report on Corporate Governance is given below:

1. Company's philosophy on Code of Governance

The Company believes that good Corporate Governance is essential to achieve long term corporate goals and to enhance shareholders' value. In this pursuit, the Company is committed to conducting business in accordance with the highest legal and ethical standards, superior product quality and services to its customers. The Company has adhered to such superior product policies to fulfill its corporate responsibilities and achieve its financial objectives.

Your Company is in compliance with the requirements of Corporate Governance stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereinafter called "the Listing Regulations" and also Guidance Note on Board Evaluation as prescribed by SEBI.

2. Board of Directors

The names and categories of the Directors on the Board, their attendance at Board Meeting during the year and at the last Annual General Meeting, as also the number of Directorships and Committee Memberships held by them in other Companies are given below:

Composition, Status, Attendance at the Board Meetings & the last AGM:

Name of Director	Status i.e. Executive/Non/Executive /Independent	No. of Board Meetings Attended	Attendance at the last AGM
Mr. Atul Attarsen Jain	Managing Director (w.e.f. 01.06.2017)	6	Yes
Mr. Mukesh Jain	Independent Director, Chairman (upto 15-09-2018)	2(out of 2)	
Mr. Amit Jaipal Jain	Non-Executive Director	6	Yes
Mrs. Pushpa Atul Jain	Whole time Director	6	No
Mr. B. D. Jogani	Independent Director, Chairman	5 (out of 6)	Yes
Mr. Suresh Ganpat Thite	Additional Independent Director (w.e.f. 13.11.2018) Chairman	3(out of 3)	No

* Mr. Mukesh Jain resigned from the Board w.e.f. 15th September, 2018.

Number of Public Limited Companies or Committees in which the Director is a Director/ Chairman

Name of Director	No. of Directorships held in other public companies (Note 1)	No. of Committee Positions in other Public Limited Companies (Note 2)	No. of Shares held in the Company as at 31.03.2019
Mr. Atul Attarsen Jain	0	0	1481364
Mr. Amit Jaipal Jain	0	0	925752
Mrs. Pushpa Atul Jain	0	0	637800
Mr. B. D. Jogani	0	0	0
Mr. Suresh Ganpat Thite	0	0	0

Note:

- 1) Excluding Directorship in Private Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013. None of the Directors hold directorship in any other listed companies and committees thereof.
- 2) Chairmanship/Membership of Board Committees includes Audit and Stakeholders' Relationship Committee only.
- 3) Independent Directors meet with criteria of their independence as mentioned in Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015.

None of the Directors on the Board is a member of more than ten Committees or Chairman of five Committees (committees being Audit Committee and Stakeholders Relationship Committee) across all the Indian Public Companies in which he/she is a Director. Necessary disclosures regarding their Committee positions have been made by all the Directors.

None of the Directors hold office in more than ten Public Companies. None of the Independent Directors of the Company serve as an Independent Director in more than seven listed companies. All Directors are also in compliance with the limit on Independent Directorships of listed companies

as prescribed under Regulation 17A of the Listing Regulations. The Board confirms that the Independent Directors fulfil the conditions specified in these regulations and that they are Independent of the management.

Board Meetings held during the financial year 2018-19

During the year ended 31st March, 2019, six (6) meetings of the Board of Directors were held viz. on 30/05/2018, 14/08/2018, 09/10/2018, 13/11/2018, 11/02/2019 and 02/03/2019.

Separate meeting of Independent Directors

As stipulated by the code of Independent Directors under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015 a separate meeting of Independent Directors of the Company was held on 18th February, 2019 to review the performance of non-independent directors and the Board as a whole. The Independent Directors also reviewed the quality, content and timeliness of the flow of information between the management and the Board and its committees, which is necessary to effectively and reasonably perform and discharge their duties.

Skills / Expertise / Competencies of the Board of Directors

The following is the list of core skills, expertise, competencies identified by the Board of Directors as required in the context of the Company's business and that the said skills are available with the Board Members:

- i) Knowledge on Company's businesses, policies and culture (including the Mission, Vision and Values), major risks / threats and potential opportunities and knowledge of the industry in which the Company operates.
- ii) Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company.
- iii) Business Strategy, Sales & Marketing, Corporate Governance, Administration, Decision Making.
- iv) Financial and Management skills.
- v) Technical / Professional skills and specialized knowledge in relation to Company's business.

Board Procedure

All the Directors on the Board are informed the date and venue of each Board Meeting at least seven days in advance along with Agenda in order to enable the Board to discharge its responsibilities effectively, The Board reviews the strategy, business plan, annual operating and capital expenditure budgets, projections, compliances of all laws applicable to the Company as well as the steps taken to rectify instances of non-compliances, taking on record of unaudited quarterly/half yearly/annual results, minutes of the meetings of the Audit and other Committees of the Board and information on recruitment of officers just below the Board level including that of the Compliance Officer.

Code of Conduct

The Board has laid down Codes of Conduct for the Board Members and other senior management and employees of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Codes of Conduct. A declaration signed by the Managing Director to this effect is enclosed at the end of this report. In addition to this, a separate code of conduct for dealing in equity shares of the Company is also in place.

Directors' Induction, Familiarization & Training of Board Members

As and when a new Director is appointed, the Company takes steps to familiarize the Director with the Company, his/her roles, rights, responsibilities in the Company, nature of the industry in which the Company operates etc.

At quarterly Board meetings held during the year, Board has been updated on current projects and performance of the Company, environment and sustainability issue, risk management, Company policies, changes in regulatory requirement applicable to the corporate sector and to the industry in which it operates with areas of improvement and other relevant issues. The web link where details of familiarization programmes imparted to independent directors is <http://www.kamanwalahousing.com/cg/policy/FamiliarizationProgramme.pdf>

3. Audit Committee

The functioning and terms of reference of the Audit Committee including the role, powers and duties, quorum for meeting and frequency of meetings, have been devised keeping in view the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015.

As on 31st March, 2019, Audit Committee comprises of Mr. Bhanwarlal D. Jogani, Chairman of the committee, an Independent Director, Mr. Suresh Thite, member to committee, an Independent Director and Mr. Amit Jain, member to the committee, Non- Executive Director.

Mr. Mukesh Jain was Chairman to the Committee resigned w.e.f. 15.09.2018. Ms. Sejal A. Desai acts as Secretary to the Committee w.e.f. 10.10.2018



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During the year ended 31st March, 2019 four meetings of the Audit Committee were held; namely on 30/05/2018, 14/08/2018, 13/11/2018 and 11/02/2019. The status of the attendance of the members in meetings during the year is as under:

Sr. no.	Name	Member/Chairman	No. of meetings	
			Held	Attended
1.	Mr. Mukesh Jain	Chairman (Upto 15.09.18)	2	2
2.	Mr. B. D. Jogani	Chairman (from 15.09.18)	4	3
3.	Mr. Amit Jaipal Jain	Member	4	4
4.	Mr. Suresh Ganpat Thite	Member (from 13.11.18)	1	1

4. Nomination & Remuneration Committee (NRC):

During the year under review, three (3) Meetings of Nomination & Remuneration Committee were held on 09/10/2018, 13/11/2018 and 11/02/2019. Committee comprises of Mr. Bhanwarlal D. Jogani, Chairman of the committee, an Independent Director, Mr. Suresh Thite, member to committee, an Independent Director and Mr. Amit Jain, member to the committee, Non- Executive Director.

Mr. Mukesh Jain was member to the Committee resigned w.e.f. 15.09.2018. Ms. Sejal Desai acts as Secretary to the Committee w.e.f. 10.10.2018.

The Committee is empowered to –

- formulate the criteria for determining qualification, positive attributes and independence of director and recommend to the Board a policy, relating to the remuneration for directors, key managerial personnel and other employees;
- formulate criteria for evaluation of independent directors and the Board;
- devise the policy on Board diversity;
- identify persons, who are qualified to become directors and who may be appointed in senior management in accordance with criteria laid down, recommend to the Board their appointment and removal and carry out evaluation of every director's performance.

The status of the attendance of the members in meetings during the year is as under:

Sr. no.	Name	Member/Chairman	No. of meetings	
			Held	Attended
1.	Mr. Mukesh Jain	Member (Upto 15.09.18)	0	0
2.	Mr. B. D. Jogani	Chairman (from 15.09.18)	3	2
3.	Mr. Amit Jaipal Jain	Member	3	3
4.	Mr. Suresh Ganpat Thite	Member (from 13.11.18)	1	1

Performance Evaluation:

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the Listing Regulations, the Annual Performance Evaluation was carried out for the financial year 2018 - 19 by the Board in respect of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Stakeholders' Relationship Committees. A structured questionnaire covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance was prepared after taking into consideration the Guidance note issued by SEBI vide circular no, CMD/ CIR/P/2017/004 dated 05.01.2017.

5. Remuneration of Managing Director / Whole Time Directors:

The Remuneration of the Managing Director / Whole time Director is recommended by the Remuneration and Nomination Committee based on responsibilities shouldered, performance/track record, macro-economic review on remuneration packages of heads of other organizations and is decided by the Board of Directors.

a) Details of remuneration paid to Managing Director / Whole time Director:

Name	Designation	Salary	Perquisites	Commission	Total (Rs)
Mr. Atul Attarsen Jain	MD	2,00,000*	-	-	2,00,000
Mrs. Pushpa Atul Jain	WTD	-	-	-	-
Mr. Tarun Jaipal Jain	CFO	-	-	-	-

* Drawn for two months only

b) Details of sitting Fees paid to the Non Executive Directors for attending the Board and Committee Meetings during the financial year 2018-19:

Sr No	Name of Directors	Sitting fees paid (Rs.)
1)	Mr. B. D. Jogani	Rs.Nil
2)	Mr. Mukesh Jain	Rs.Nil
3)	Mr. Suresh Ganpat Thite	Rs.40,000/-
4)	Mr.Amit Jaipal Jain	Rs.Nil

The Company has no pecuniary relationship for transactions with its Non-Executive Directors except payment of sitting fees for attending the Board and Committee Meetings.

6. Stakeholders' Relationship Committee

Stakeholders' Relationship Committee comprises of Mr. Suresh Ganpat Thite, Chairman of the committee, Mr. Bhanwarlal D. Jogani, Member of the Committee; both Independent Directors, and Mr. Atul Jain, Managing Director.

Mr. Mukesh Jain who was member to the committee resigned w.e.f. 15.09.2018.

Mr. Suresh Thite, Independent Director is Chairman of the Committee.

The Compliance Officer is Ms. Sejal Desai, Company Secretary of the Company w.e.f. 10.10.2018.

Investors complaints received and resolved so far - NIL

During the year ended 31st March, 2019, three (3) meetings of the Stakeholders' Relationship Committee were held on 30/05/2018, 14/08/2018, 11/02/2019.

The status of the attendance of the members in meetings during the year is as under:

Sr. no.	Name	Member/Chairman	No. of meetings	
			Held	Attended
1.	Mr. Suresh Ganpat Thite	Chairman (from 13.11.18)	1	1
2.	Mr. Atul Attarsen Jain	Member	3	3
3.	Mr. Mukesh Jain	Member (upto 15.09.18)	2	2
4.	Mr. Bhanwarlal D.Jogani	Member	3	2

7. Risk Management Committee

Under Regulation 21 of the SEBI (LODR) Regulations, 2015, the Company does not fall under the top 100 entities, which has to mandatorily constitute a Risk Management Committee. However, the Company has the procedure for risk assessment and minimization.

8. General Body Meetings

The location, time of Annual General Meetings held during the last three years:

Date	Venue	Time	No. of Special Resolutions passed
29/09/2018	Tendulkar Hall, Mahim (West), Mumbai.	11.00 a.m.	Nil
28/09/2017	Tendulkar Hall, Mahim (West), Mumbai.	11.00 a.m.	One
28/09/2016	Tendulkar Hall, Mahim (West), Mumbai.	11.00 a.m.	Three

a. Whether any Special Resolution passed last year through postal ballot- details of voting pattern – No special resolution was passed through postal ballot in the last year.



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- b. Person who conducted the postal ballot exercise – Not Applicable.
- c. Whether any special resolution is proposed to be conducted through postal ballot – At present, there is no proposal to pass any special resolution through Postal Ballot.
- d. Procedure for Postal Ballot: Not Applicable.
- e. During the year under review, an Extraordinary General Meeting of the members of the Company was held on 30th March, 2019 to consider re-appointment of Ms. Pushpa Jain as Whole time Director of the Company w.e.f. 01.02.2019 for period of five consecutive years and re-appointment of Mr. Bhanwarlal D. Jogani as an Independent Director w.e.f. 01.04.2019 for second term of five consecutive years. (Special Resolution)

9. Means of Communication

1. Quarterly Results are properly disseminated: YES
2. Newspapers in which results are normally published: The Active Times & Mumbai Lakshadweep
3. Any website, where displayed: www.kamanwalahousing.com
4. Whether it also displays official news releases NO
5. Presentations made to institutional investors or to the analysts. NO

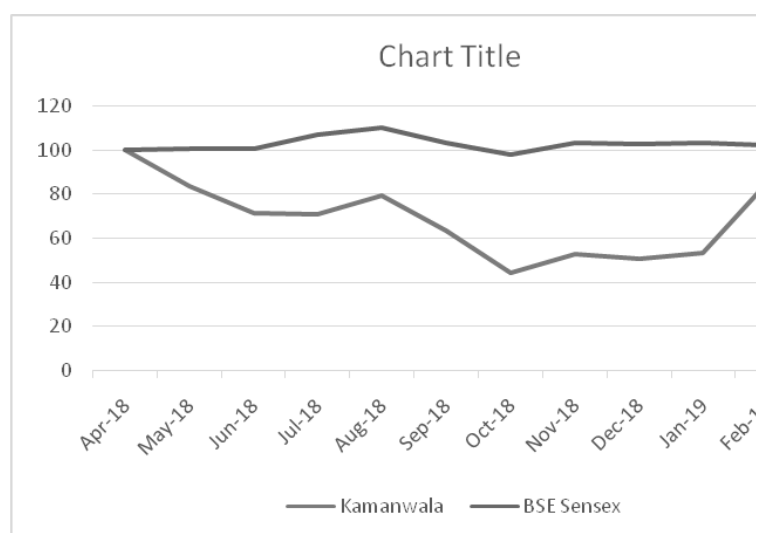
10. General Shareholder Information

- 1 Annual General Meeting
Date – Monday 30th, September, 2019 Time – 11.00 a.m. Venue – Registered office of the Company at: -406, New Udyog Mandir -2, Mogul Lane, Mahim (west) Mumbai 400016.
- 2 Financial Calendar (Tentative):
Board Meetings for approval of: Financial Results for the first quarter ending 30th June, 2019: On or Before 14th August 2019, Financial Results for the second quarter ending 30th September, 2019: On or Before 14th November 2019, Financial Results for the third quarter ending 31st December, 2019: On or Before 14th February 2020, Annual Accounts for FY 2019-2020: On or before 30th May, 2020, Annual General Meeting for the year ending 31st March, 2020: On or before 30th September, 2020
- 3 Dates of Book Closure: **24th, September, 2019 to 30th, September, 2019**
- 4 Dividend payment Date: Not Applicable
- 5 Listing on Stock Exchange: BSE Limited, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400001 Phones : (022) 22721233/4, 91-22-66545695 BSE Scrip Code: 511131, ISIN: INE344D01018 Listing Fees has been paid to the Stock Exchange for the financial year 2019-20.

6. Market Price Data: High and Low during each month in the financial year 2018-19:

Month	High Price Rs.	Low Price Rs.
April, 2018	15.22	9.32
May, 2018	12.67	10.10
June, 2018	11.15	8.71
July, 2018	10.50	8.35
August, 2018	10.45	9.10
September, 2018	10.65	8.17
October, 2018	7.80	5.70
November, 2018	5.98	5.89
December, 2018	6.80	6.50
January, 2019	9.30	6.50
February, 2019	11.94	6.78
March, 2019	12.00	9.40

7. Performance of the Company's equity shares (closing share price) in comparison to BSE Sensex during the financial year 2018-19:



8. Registrars and share transfer agents

M/s. Sharex Dynamic (India) Pvt. Ltd.
C 101, 247 Park, L BS Marg, Vikhroli West, Mumbai - 400 083.
Tel no.: 2851 5606 / 2851 5644 | Fax: 2851 2885
Email:sharexindia@vsnl.com/support@sharexindia.com

9. Share Transfer System

Shares in physical form should be lodged for transfer at the office of the Company's Registrar & Transfer Agent. Share transfers are registered and returned generally within fifteen days from the date of receipt if the relevant documents are complete in all respects. As per directives issued by SEBI, it is compulsory to trade in the Company's equity shares in dematerialized form. Effective April 1, 2019, transfer of shares in physical form has ceased. Shareholders who had lodged their request for transfer prior to March 31, 2019 and, have received the same under objection can relodge the transfer request after rectification of the documents. Request for transmission of shares and dematerialization of shares will continue to be accepted.

10. Distribution of Shareholding:

Nominal Value of Shares	No. of Folios	% of Folios	No. of Equity Shares	Amount Rs.	% of Amount
Upto 5000	3042	75.78	583094	5830940	4.13
5001 – 10000	476	11.85	396198	3961980	2.81
10001 – 20000	221	5.50	360217	3602170	2.55
20001 – 30000	53	1.32	138053	1380530	0.98
30001 – 40000	41	1.02	150630	1506300	1.06
40001 – 50000	37	0.92	171912	1719120	1.22
50001 – 100000	58	1.44	422562	4225620	2.99
100001 to Above	86	2.14	11870494	118704940	84.22
TOTAL	4717	100.00	14093160	140931600	100.00
In Physical Mode			249670		1.77
In Electronic Mode			13843490		98.23



KAMANWALA HOUSING CONSTRUCTION LIMITED

11. Category wise Shareholding Pattern:

Category	No. of Shares	% of Shareholding
Indian Individual Promoters	4970993	35.27
N.R.Is. / OCB's	73943	0.53
Clearing Members	24279	0.17
Group Company, Associate Promoter	993800	7.05
Resident Individuals	5464659	38.78
Private Corporate Bodies	820436	5.82
HUF	1497042	10.62
IEPF	248008	1.76
Total	14093160	100.00

12. Dematerialization of shares and liquidity

The process of conversion of shares from physical form to electronic form is known as dematerialization. For dematerializing the shares, the Shareholder has to open a demat account with a Depository Participant (DP). The Shareholder is required to fill in a Demat Request Form and submit the same along with the Share Certificate(s) to the DP. The DP will allocate a demat request number and shall forward the request physically and electronically, through NSDL/CDSL to the R&T Agent. On receipt of the demat request, both physically and electronically and after verification, the Shares are dematerialized, and an electronic credit of shares is given in the account of the Shareholder. The Company's Shares are available for trading in the depository systems of both the National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL). As on 31st March, 2019, 1,38,43,490 Equity shares of the Company, forming 98.23% of total shareholding stands dematerialized. As on 31st March, 2019, the promoters and promoters group holding 59,64,793 shares (100%) are held in dematerialized form.

13. Outstanding global depository receipts or American depository receipts or warrants or any convertible instruments, conversion date and likely impact on equity: The Company has not issued GDR/ADR/Warrants or any convertible security.
14. Commodity price risk or foreign exchange risk and hedging activities: Not Applicable
15. Plant Location: Not Applicable
16. Address for correspondence:
RTA: M/s. Sharex Dynamic (India) Pvt. Ltd.
C 101, 247 Park, LBS Marg, Vikhroli West, Mumbai - 400 083. Tel no.: 2851 5606 / 2851 5644 | Fax: 2851 2885
Email: sharexindia@vsnl.com/support@sharexindia.com
Registered Office of Company:
406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016.
Tel no.: 022- 2447 5900 / 2445 6029 E-mail: cs.kamanwala@gmail.com/kamanwala@gmail.com Website: www.kamanwalahousing.com
Shareholders holding shares in Electronic Mode should address all their correspondence to their respective depository participant.
17. List of all credit ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programmes or any scheme or proposal of the listed entity involving mobilization of funds, whether in India or abroad." : Not Applicable

11. Disclosures

- a) CEO & CFO Certification: The Managing Director and Chief Finance Officer have inter alia certified to the Board of Directors the accuracy of financial statements and adequacy of internal controls for financial reporting as required under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31st March, 2019 and the same was placed before the Board at its meeting held on 27th May, 2019.
- b) NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE
Certificate from Mr. Devesh Mehta, Practicing Company Secretary, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority, as stipulated under Regulation 34 of the Listing Regulations, is attached to this Report.
- c) Transaction with related parties are disclosed under note no. 33 forming part of the Accounts. All related party transactions have been entered into in the ordinary course of business and were placed periodically before the audit committee in summary form. There were no material individual transactions with related parties which were not in the normal course of business, required to be placed before the audit committee and that may have a potential conflict with the interest of the Company. The register of contracts containing the transactions in which Directors are interested is placed before the Board for its approval.

- d) All accounting standards which are mandatorily required have been followed in preparation of financial statements and no deviation has been made in following the same.
- e) All pecuniary relationship or transactions of the non executive Directors vis-a-vis the Company have been disclosed in item no: 5 of this report.
- f) In compliance with the SEBI regulations on prevention of insider trading, the Company has instituted a comprehensive code of conduct for prevention of insider trading for its designated employees. The code lays down the guidelines, which advise them on procedure to be followed and disclosures to be made, while dealing with the shares of the Company and caution them of consequences of violations.
- g) During the last three years, there were no strictures or penalties imposed by either the Securities Exchange Board of India or the Stock Exchange or any statutory authority for non compliance of any matter related to the capital market.
- h) **FEES PAID TO THE STATUTORY AUDITORS**
Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to statutory auditors of the Company and other firms in the network entity of which the statutory auditors are a part, during the year ended March 31, 2019, is as follows:
Audit Fee - Rs. 1,30,000/- Tax Audit Fee - Rs. 35,000/- Fee for Other professional services - Rs. 60,000/- Reimbursement of expenses - NIL (above are excluding applicable taxes charged)
- i) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
i. number of complaints filed during the financial year - NIL
ii. number of complaints disposed of during the financial year - NIL
iii. number of complaints pending as at end of the financial year. - NIL

NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

To,
The Members
Kamanwala Housing Construction Limited
CIN: L65990MH1984PLC032655
406-New Udyog Mandir - 2, Mogul Lane,
Mahim - (West) Mumbai - 400016
Maharashtra, India.

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Kamanwala Housing Construction Limited having CIN L65990MH1984PLC032655 and having registered office at 406-New Udyog Mandir - 2, Mogul Lane, Mahim - (West) Mumbai City - 400016 Maharashtra, India (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31 March, 2019, have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

We further report that ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these, based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

FOR DEVESH MEHTA & ASSOCIATES

**DEVESH MEHTA
PRACTICING COMPANY SECRETARY
Membership No: 45544 COP: 16649**

**Place:-Bhavnagar
Dated :-9th August, 2019**

DECLARATION BY THE MANAGING DIRECTOR UNDER CLAUSE 17(5) OF SEBI (LODR) REGULATIONS, 2015

To,
Kamanwala Housing Construction Ltd.,
Mumbai.

In accordance with Clause 17(5) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, I, Atul Attarsen Jain, Managing Director of Kamanwala Housing Construction Limited, hereby confirm that all the Members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year ended March 31, 2019.

**Place: - Mumbai
Date: 9th August, 2019**

**Atul Jain
Managing Director
DIN: 00052966**



KAMANWALA HOUSING CONSTRUCTION LIMITED

CERTIFICATE BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER OF THE COMPANY

We certify that –

We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2019 and that to the best of our knowledge and belief:

These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:

These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated effectiveness of the internal control system of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

We have indicated to the Auditors and the Audit Committee:

Significant changes in internal control over financial reporting during the year;

Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Place: -Mumbai

Date:- 9thAugust,2019

For and on behalf of the Board of Directors

TARUN JAIN

Chief Financial Officer

ATUL JAIN

MANAGING DIRECTOR

DIN: 00052966

PRACTICING COMPANY SECRETARY'S CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE:

I have examined the compliance of the conditions of Corporate Governance by Kamanwala Housing Construction Limited for the year ended 31st March, 2019, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations given to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI (LODR) Regulations, 2015 during the year ended 31st March, 2019.

I state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Place:-Bhavnagar

Dated :-22nd,July,2019

FOR DEVESH MEHTA & ASSOCIATES

DEVESH MEHTA

PRACTICING COMPANY SECRETARY

Membership No: 45544

COP: 16649

Independent Auditor's Report

To the Members of

Kamanwala Housing Construction Limited

Report on the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of Kamanwala Housing Construction Limited ("the Company") which comprises the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss(including other comprehensive income), Statement of changes in equity and Statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as ("the standalone financial statements"))

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

Basis for Opinion

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

Key Audit Matters

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

The Key Audit Matter	How the matter was addressed in our audit
<p>1. Evaluation of uncertain tax position The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. There are pending litigations which has been mentioned in Note No.39 a) to 39 g) to the Standalone Ind AS financial statements. The litigations are with respect to dues of income tax, sales tax which has not been deposited by the company on account of disputes.</p>	<p>Our procedure included:</p> <ul style="list-style-type: none"> • Obtained details of completed tax assessments and demands for the year ended March 31, 2019 from management. • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; • Assessed management's estimate of the possible outcome of the disputed cases. • Assessed the reason behind the pending litigations. • Based on our procedures, we also considered the adequacy of disclosures in respect of pending litigations and it is disclosed accordingly.
<p>2. Recoverability of investments in and loans / advances given to certain associates and Joint ventures and other parties</p> <p>The Company has investments in certain associates and joint ventures with a carrying value of Rs.69 Lakhs</p> <p>Further, Company has also provided loans and advances to other parties amounting to Rs. 1205.60 Lakhs.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • We have obtained and read management's assessment for identification of indicators of impairment. • We performed test of controls over impairment process through inspection of evidence of performance of these controls. • Assessed the impairment assessment made by the management and the assumptions used, with particular attention understanding the legal dispute, commercial prospects of the assets/projects;



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These parties have either been incurring losses or has pending litigation and therefore dues are overdue. Assessment of the recoverable amount of the investments in and loans/advances including interest thereon has been identified as a key audit matter due to:

- Significance of the carrying amount of these balances.
- The calculation of certain credit provisions for the Company is inherently judgemental. Impairment provisions (identified and unidentified) may not reflect recent developments in credit quality.
- The assessment requires management to make significant estimates concerning the estimated future cash flows, qualitative assessments of the status of the project and its future depending on balance work to be performed or approvals to be received, and growth rates based on management's view of future business prospects
- Changes to any of these assumptions could lead to material changes in the estimated recoverable amount, impacting both potential impairment charges and also potential reversals of impairment taken in prior years.

Information other than the Financial Statements and Auditor's Report thereon

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

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

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

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

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

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

Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

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

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

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

conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this



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Report are in agreement with the books of account.

- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act. 178 I Unconsolidated Financial Statements Annual Report 2018-19
- (e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- (g) With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations as at 31 March 2019 on its financial position in its standalone financial statements – Refer Note no. 39 a) to Note no.39 g) to the standalone IND AS Financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2019.
- (h) With respect to the matter to be included in the Auditors’ Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

For Majithia & Associates

Chartered Accountants

Firm Reg. No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Place: Mumbai

Date: 27th May, 2019

“Annexure-A” to the Auditor’s Report

The Annexure referred to in Paragraph 1 under heading of “Report on Other Legal and Regulatory Requirements” our report to the members of **Kamanwala Housing Construction Limited** (‘the Company’) for the year ended 31st March 2019, we report that:

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) As per the information and explanation provided to us, the Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. As per the information and explanation given to us, the inventories have been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
- iii. The Company has granted loans to parties covered in the register maintained under section 189 of the Companies Act, 2013 (‘the Act’).
 - (a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to the bodies corporate listed in the register maintained under Section 189 of the Act were, prima facie, not prejudicial to the interest of the Company.
 - (b) In the case of the loans granted to the parties listed in the register maintained under section 189 of the Act, the borrowers have been regular in the payment of the interest as stipulated. The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, clause (iii) (b) of the paragraph 3 of the Order is not applicable to the Company in respect of repayment of the principal amount.
 - (c) There are no overdue amounts in respect of the loans granted to the bodies corporate listed in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans and investments made. The company has not given any guarantees and therefore, provisions of clause (iv) of paragraph 3 of the order in respect of guarantees is not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of Clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. According to the information and explanations given to us, as per the Companies (Cost records and audit) Rules, 2015, provisions of sub-section (1) of section 148 of the Act, relating to maintenance of cost records are applicable to the Company and the Company has maintained the necessary records as required under the Act.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, service tax, value added tax and other material statutory dues were in arrears as at 31st March 2019 for a period of more than six months from the date they became payable.
- (b) According to information and explanations given to us, the following dues of income tax, sales tax and value added tax have not been deposited by the Company on account of disputes:

Name of Statute	Nature of dues	Amount (Rs. In lacs)	Period to which the amount relates (FY)	Forum where dispute is pending
MVAT Act, 2002	Sales Tax	20.93	2006-07	Commissioner of Sales Tax (Appeal)
MVAT Act, 2002	Sales Tax	14.53	2007-08	Commissioner of Sales Tax (Appeal)
MVAT Act, 2002	Sales Tax	4.64	2008-09	Commissioner of Sales Tax (Appeal)



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MVAT Act, 2002	Sales Tax	23.69	2010-11	Commissioner of Sales Tax (Appeal)
MVAT Act, 2002	Sales Tax	74.56	2011-12	Commissioner of Sales Tax (Appeal)
MVAT Act, 2002	Sales Tax	16.32	2014-15	Commissioner of Sales Tax (Appeal)
Income Tax Act, 1961	Income Tax	212.73	2010-11	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	655.53	2012-13	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	172.14	2013-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	345.60	2014-15	Commissioner of Income Tax (Appeals)
Service Tax	Service Tax	24.02	2012-13, 2013-14, 2014-15	CESTAT
Service Tax	Service Tax	1.96	2015-16, 2016-17	Commissioner of Service Tax (Appeals)

- viii. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to financial institutions, bank or debenture holders.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Therefore, the provisions of Clause (ix) of paragraph 3 of the Order are not applicable to the Company.
- x. In our opinion and according to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the financial year covered by our audit.
- xi. According to the information and explanations given to us and based on our examination of the books of accounts of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Therefore, the provisions of Clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the books of account of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where ever applicable, and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards and the Act.
- xiv. According to the information and explanations give to us and based on our examination of the books of account of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the financial year covered by our audit. Therefore, the provisions of Clause (xiv) of paragraph 3 of the Order are not applicable to the Company.
- xv. According to the information and explanations given to us and based on our examination of the books of account of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore, the provisions of Clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- xvi. In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Majithia & Associates
Chartered Accountants
Firm Reg. No. 105871W

Bhavesh R. Majithia
Partner
Membership No. 048194

Place: Mumbai
Date: 27th May, 2019

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Kamanwala Housing Construction Limited** ("the Company") as of 31st March, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Majithia & Associates

Chartered Accountants
Firm Reg. No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Place: Mumbai

Date: 27th May, 2019



KAMANWALA HOUSING CONSTRUCTION LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2019

Sr. No.	Particulars	Note No.	As at 31.03.2019 ₹	As at 31.03.2018 ₹
	ASSETS			
1	Non-Current Assets			
	(a) Property, Plant and Equipment	2	3,171,528	6,606,927
	(b) Financial Assets			
	(i) Investments	3	10,000,000	10,000,000
	(ii) Loans	4	197,905,105	201,075,472
	(iii) Other Financial Assets	5	120,560,900	224,725,519
	(c) (i) Advance Income Tax & TDS (net)	6	24,865,480	21,202,858
	(ii) Others	6	24,106,543	24,484,794
	Total Non Current Assets		380,609,556	488,095,570
2	Current Assets			
	(a) Inventories	7	95,423,155	238,809,198
	(b) Financial Assets			
	(i) Investments	8	103,835,838	147,617,397
	(ii) Trade Receivables	9	16,535,471	17,587,735
	(iii) Cash and cash equivalents	10	15,476,305	3,204,130
	(iv) Bank balances other than (iii) above	11	448,571	448,571
	(v) Loans	12	227,500	454,297
	(vi) Other Financial Assets	13	393,197,188	305,872,725
	(c) Other Current Assets	14	4,674,437	168,680
	Total Current Assets		629,818,465	714,162,733
	Total Assets		1,010,428,021	1,202,258,303
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share Capital	15	140,931,600	140,931,600
	(b) Other Equity	16	659,039,043	662,510,123
	Total Equity		799,970,643	803,441,723
	LIABILITIES			
1	Non-Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	17	-	27,391,696
	(ii) Other financial liabilities	18	21,559,266	60,304,646
	(b) Provisions	19	519,430	700,053
	(c) Deferred tax liabilities (Net)	20	852,908	896,268
	Total Non-Current Liabilities		22,931,604	89,292,663
2	Current Liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	21	16,663,731	23,656,420
	(ii) Trade Payables			
	Total outstanding dues of micro enterprises & small enterprises	22	-	-
	Total outstanding dues of creditors other than micro enterprises & small enterprises	22	53,431,426	82,755,161
	(iii) Other financial liabilities	23	97,821,555	187,514,674
	(b) Other current liabilities	24	18,456,000	12,465,000
	(c) Provisions	25	1,153,062	3,132,662
	Total Current liabilities		187,525,774	309,523,917
	Total Equity and Liabilities		1,010,428,021	1,202,258,303

See accompanying notes to the standalone financial statements

Significant Accounting Policies

Notes Forming part of the Accounts

1
2 to 45

As per our report attached

For Majithia & Associates

Chartered Accountants

Registration No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Mumbai, 27th May, 2019

For and on behalf of the Board of Directors

Kamanwala Housing Construction Limited

Sejal Desai
Company Secretary

Atul Jain
Managing Director

Amit Jain
Director
DIN: 00052966

Tarun Jain
Chief Financial Officer
DIN: 00053168

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	Note No.	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
	INCOME			
I	Revenue From Operations	26	207,060,920	176,738,299
II	Other Income	27	30,968,919	23,308,397
III	Total Income (I+II)		238,029,839	200,046,696
IV	EXPENSES			
	Cost of Materials Consumed	28.a	-	114,376,775
	Purchases of Stock-in-Trade	-	-	-
	Changes in Inventories of Finished Goods, Stock-in -Trade and work-in-progress	28.b	143,386,043	37,678,061
	Employee Benefits Expense	29	2,944,698	6,841,292
	Finance Costs	30	1,658,316	3,851,494
	Depreciation and Amortization Expense	2	1,912,895	2,370,932
	Other Expenses	31	92,173,689	33,804,700
	Total Expenses (IV)		242,075,641	198,923,254
V	Profit/(Loss) before tax (III-IV)		(4,045,802)	1,123,442
VI	Tax expense:			
	(1) Income Tax		-	467,493
	(2) Deferred tax		(181,514)	(903,770)
VII	Profit/(Loss) for the year ended (V - VI)		(3,864,288)	1,559,719
VIII	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		531,362	860,870
	(ii) Income tax relating to items that will not be reclassified to profit or loss		138,154	266,009
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
IX	Total Comprehensive Income for the year (VII + VIII) (Comprising Profit (Loss) and Other Comprehensive Income for the period)		(3,471,080)	2,154,580
X (a)	Earnings per equity share (for continuing operation):			
	Basic & Diluted	32	(0.27)	0.11
X (b)	Earnings per equity share (for discontinued operation):			
	Basic & Diluted		-	-
X (c)	Earnings per equity share (for continuing & discontinued operations)			
	Basic & Diluted		(0.27)	0.11

See accompanying notes to the standalone financial statements

Significant Accounting Policies

Notes Forming part of the Accounts

1
2 to 45

As per our report attached

For Majithia & Associates

Chartered Accountants

Registration No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Mumbai, 27th May, 2019

For and on behalf of the Board of Directors

Kamanwala Housing Construction Limited

Sejal Desai
Company Secretary

Atul Jain
Managing Director
DIN: 00052966

Amit Jain
Director
DIN: 00053168

Tarun Jain
Chief Financial Officer



KAMANWALA HOUSING CONSTRUCTION LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

Sr. No.	Particulars	Year ended 31.03.2019 ₹		Year ended 31.03.2018 ₹	
A.	CASH FLOW FROM OPERATING ACTIVITIES:				
	Net Profit before tax		(4045802)		1123442
i	Adjustments for :				
	Depreciation & Amortisation	1912895		2370932	
	Interest Income	(29674988)		(15643596)	
	Interest and Financial Expenses	1631679		3834529	
	Provision for Tax	-		-	
	Credit Balances no longer required written back	-		(518061)	
	Profit/Loss on Sale of Fixed Assets	97504	(26032910)	662422	(9293774)
	Operating Profit before Working Capital Changes		(30078712)		(8170332)
ii	Movement in Working Capital				
	Decrease/(-Increase) in Trade Receivables	1052264		70764455	
	Decrease/(-Increase) in Inventories	143386043		37678061	
	Decrease/(-Increase) in long Term Loans & Advances	107334986		17208372	
	Decrease/(-Increase) in Current Loans & Advances & Bank Balances	(91603423)		202255	
	Decrease/(-Increase) in Other Current & Non current Assets	378251		1696252	
	Increase/(-Decrease) in Non Current Liabilities & Provisions	350739		(11354)	
	Increase/(-Decrease) in Current Liabilities & Provisions	(25312335)	135586525	66506985	194045026
	Cash generated from operations		105507813		185874694
	Taxes paid		(3662622)		(3865217)
	Net Cash flow from Operating Activities		101845191		182009477
B.	CASH FLOW FROM INVESTING ACTIVITIES:				
	Purchase of Fixed Assets	-		-	
	Sale of Fixed Assets	1425000		621145	
	Decrease/(-Increase) in Investments	43781559		(52109693)	
	Interest received	29674988		15643596	
	Net Cash from Investing Activities		74881547		(35844952)
C.	CASH FLOW FROM FINANCING ACTIVITIES:				
	Non Current Financial Liabilities				
	Borrowings	(27391696)		(8664521)	
	Other Financial liabilities	(38745380)		(12424817)	
	Current Financial Liabilities				
	Borrowings	(6992689)		(19907441)	
	Other Financial Liabilities	(89693119)		(105169945)	
	Credit Balances no longer required, written back	-		518061	
	Interest and Financial Expenses	(1631679)		(3834529)	
	Net Cash from Financing Activities		(164454563)		(149483192)
	Net Increase (Decrease) in Cash & Cash Equivalents (A+B+C)		12272175		(3318667)
	Opening Balance of Cash & Cash Equivalents		3204130		6522797
	Closing Balance of Cash & Cash Equivalents		15476305		3204130

Notes:

- Figures in brackets represent outflows.
- Cash Flow Statement (Standalone) has been prepared under the indirect method as set out in IND AS-7 Statement of Cash Flow.
- Cash and cash equivalents represent cash and bank balances.
- Previous period figures have been regrouped / reclassified wherever applicable.

As per our report attached

For Majithia & Associates

Chartered Accountants

Registration No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Mumbai, 27th May, 2019

For and on behalf of the Board of Directors

Kamanwala Housing Construction Limited

Sejal Desai
Company Secretary

Atul Jain
Managing Director
DIN: 00052966

Amit Jain
Director
DIN: 00053168

Tarun Jain
Chief Financial Officer

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE STANDALONE ACCOUNTS AS AT 31ST MARCH, 2019

Note 1 Significant Accounting Policies

1.1 Basis of Preparation of Financial Statements

1.1.1 Statement of Compliance

The Financial Statements of the Company have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (“the Ind AS”) prescribed under section 133 of the Companies Act, 2013 (“the Act”) read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and presentation requirement of Division II of Schedule III of the Act. Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March, 2019, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as “Standalone Financial Statements” or “financial statements”). The aforesaid financial statements have been approved by the Board of Directors in its the meeting held on 27th May, 2019 and are subject to approval of the shareholders at the Annual General meeting.

1.1.2 Basis of Preparation

The financial statements are prepared on accrual basis under the historical cost convention except for the following material items in the statement of financial statement.

- Property Plant & Equipment measured at written down value method has been considered as deemed cost.
- Certain Financial Assets & Liabilities that are measured at fair value.

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle and other criteria set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of business and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current & non-current classification of assets and liabilities.

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the ‘functional currency’).

1.2 Use of Estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

In the assessment of the Company, the most significant effects of use of judgments and/or estimates on the amounts recognized in the financial statements relate to the following areas:

- Financial instruments;
- Useful lives of property, plant & equipment;
- Valuation of inventories;
- Measurement of recoverable amounts of assets / cash-generating units;
- Assets and obligations relating to employee benefits;
- Evaluation of recoverability of deferred tax assets; and
- Provisions and Contingencies.

1.3 Standards Issued but not yet effective

New Standard Ind AS 116 Leases

Ind AS 116 Leases was notified by MCA on 30 March 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of ‘low-value’ assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset).

Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today’s accounting under Ind AS 17. Lessors will continue to classify



KAMANWALA HOUSING CONSTRUCTION LIMITED

all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases. The Company is in the process of evaluating the effect of these amendments on the financial statements.

Amendments to other Ind AS

- i) **Amendments to Ind AS 109, Financial Instruments:** The amendments notified to Ind AS 109 pertain to classification of a financial instrument with prepayment feature with negative compensation. Negative compensation arises where the terms of the contract of the financial instrument permit the holder to make repayment or permit the lender or issuer to put the instrument to the borrower for repayment before the maturity at an amount less than the unpaid amounts of principal and interest. Earlier, there was no guidance on classification of such instruments. According to the amendments, these types of instruments can be classified as measured at amortised cost, or measured at fair value through profit or loss, or measured at fair value through other comprehensive income by the lender or issuer if the respective conditions specified under Ind AS 109 are satisfied.
- ii) **Amendments to Ind AS 12, Income Taxes:** The first amendment requires an entity to create a corresponding liability for Dividend Distribution Tax (DDT) when it recognises a liability to pay a dividend. The liability for DDT shall be recorded in statement of profit & loss, other comprehensive income or equity, as the case may be. The second amendment relates to tax consequence of an item whose tax treatment is uncertain. Tax treatment of an item is considered as uncertain when there is uncertainty whether the relevant taxation authority will accept the tax treatment of that item or not. If there is uncertainty over tax treatment of an item an entity should predict the resolution of the uncertainty. If it is probable that the taxation authority will accept the tax treatment, there will be no impact on the amount of taxable profits/ losses, tax bases, unused tax losses/credits and tax rates. In vice-versa case, the entity shall show the effect of the uncertainty for each uncertain tax treatment on amount of related items by using either the most likely outcome or the expected outcome of the uncertainty.
- iii) **Amendment to Ind AS 19, Employee Benefits:** The amendments to Ind AS 19, Employee Benefits relate to effects of plan amendment, curtailment and settlement. When an entity determines the past service cost at the time of plan amendment or curtailment, it shall remeasure the amount of net defined benefit liability/asset using the current value of plan assets and current actuarial assumptions which should reflect the benefits offered under the plan and plan assets before and after the plan amendment, curtailment and settlement.
- iv) **Amendments to Ind AS 28, Investments in Associates and Joint Ventures:** Ind AS 109 excludes interest in associates and joint ventures that are accounted for in accordance with Ind AS 28, Investments in Associates and Joint Ventures from its scope. According to the amendments, Ind AS 109 should be applied to the financial instruments, including long-term interests in associates and joint venture, that in substance, form part of an entity's net investment in associate or joint venture, to which the equity method is not applied.

1.4 Measurement of Fair Value

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received on selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date.

While measuring the fair value of an asset or liability, the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure the fair value using observable market data as far as possible and minimizing the use of unobservable inputs. Fair values are categorized into 3 levels as follows:

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

Level 2: inputs other than quoted prices that are observable for the assets or liability, either directly (i.e. as prices for similar item) or indirectly (i.e. derived from prices)

Level 3: inputs that are not based on observable market data (unobservable inputs)

1.5 Property Plant and Equipment & Depreciation

a) Tangible Assets

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost if capitalization criteria are met and any cost directly attributable to bringing the asset to its working condition for its intended use. All other expenses on existing fixed Assets including day to day repair and maintenance expenditure and cost of replacing parts, are charged to statement of profit and loss for the period during which they are incurred. Gains or Losses arising from the de-recognition of fixed assets are measured as the difference between the net disposable proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss as and when the assets are de recognized.

b) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use. Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss as and when the asset is derecognized.

C) Depreciation and Amortization

Depreciation on tangible assets (other than land) is provided to the extent of depreciable amount on Straight Line Method at the rates and in the manner specified in Schedule II to the Companies Act, 2013 over its useful life. Depreciation for assets purchased /sold during the period is calculated pro rata from the date of such addition or up to the date of such sale/discarding, as the case may be.

1.6 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

a) Financial assets

a. Recognition and initial measurement A financial asset is initially recognised at fair value and, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. Purchases and sales of financial assets are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

b. Classification of financial assets :

On initial recognition, a financial asset is measured at amortised cost, fair value through other comprehensive income (FVTOCI) or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL;

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTPL are measured at fair value at the end of each reporting year, with any gains and losses arising on remeasurement recognized in statement of profit or loss. The net gain or loss recognized in statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item.

Dividend on financial assets at FVTPL is recognized when:

- The Company's right to receive the dividends is established,
- It is probable that the economic benefits associated with the dividends will flow to the entity,



KAMANWALA HOUSING CONSTRUCTION LIMITED

- The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.
- c. Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.
- d. Impairment

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year, but determines at the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet
- e. Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter year, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in statement of profit or loss and is included in the 'Other income' line item.
- b) Financial liabilities and equity instrument
 - a. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.
 - b. Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

c. Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the Statement of Profit and Loss. For Liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Other financial liabilities:

The Company enters into deferred payment arrangements (acceptances) whereby overseas lenders such as banks and other financial institutions make payments to supplier's banks for import of raw materials and property, plant and equipment. The banks and financial institutions are subsequently repaid by the Company at a later date providing working capital benefits. These arrangements are in the nature of credit extended in normal operating cycle and these arrangements for raw materials are recognized as Acceptances (under trade payables) and arrangements for property, plant and equipment are recognised as other financial liabilities. Interest borne by the company on such arrangements is accounted as finance cost. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss .

1.7 Inventories

Items of inventory are measured as per basis mentioned below:-

Inventories are stated at the lower of cost and net realisable value. Cost of raw materials includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work in progress include cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Costs of inventories are determined on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale

Construction Materials and Consumables

Construction Materials and Consumables are valued on FIFO basis at lower of cost or net realizable value. The Construction materials and consumables purchased for construction work issued to construction work in progress are treated as consumed.

Construction Work in Progress

Construction Works In Progress are valued at cost. Cost includes cost of land, development rights, rates and taxes, construction costs, borrowing costs, other direct expenditure, allocated overheads and other incidental expenses.

Finished Stock of Flats

Finished Stock of Flats is valued at cost or Net Realizable value whichever is lower. Cost includes cost of finance, which consist of interest



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on loans which is capitalized in proportion of its area remained unsold irrespective of its construction stage.

1.8 Revenue Recognition

The Company is following the "Percentage of Completion Method" of accounting. As per this method, revenue from sale of properties is recognized in Statement of Profit & Loss in proportion to the actual cost incurred as against the total estimated cost of projects under execution with the Company on transfer of significant risk and rewards to the buyer.

Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below

- a) Revenue from sale of residential, commercial premises is recognized on issue of allotment letters/execution of agreements.
- b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.
- c) Profit / loss of the shares in partnership firm are recognized on the basis of Unaudited Financial Statements of the Partnership firm.
- d) Other Income is accounted on accrual basis.

1.9 Income Tax/Deferred Tax

Tax expense comprises of current tax and deferred tax.

a) Current Tax

Current Tax is determined, as the amount of tax payable in respect of taxable income for the year, on the basis of Income Tax Act, 1961.

b) Deferred Tax

Deferred tax (both assets and liabilities) is recognised on difference between carrying amount of assets and liabilities in the balance sheet and the corresponding tax base used in computation of taxable profit.

Deferred tax assets are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against those deductible temporary differences can be utilised

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Valuation of deferred tax is dependent on management's assessment of future recoverability of the deferred benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned tax optimizing measures.

As per Ind AS 12 the criteria for recognising deferred tax assets arising from carry forward of unused tax losses are the same that of recognising deferred tax assets arising from deductible temporary differences. However the existence of unused tax losses is strong evidence that future taxable profit may not be available. However deferred tax asset can be accrued on the basis of management probability of using the unused tax losses against future taxable profits.

Current tax and Deferred Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit & Loss, other comprehensive income or directly in equity.

1.10 EMPLOYEE BENEFITS

Short term employee benefits are recognized as an expense at an undiscounted amount in the Statement of Profit & Loss for the year/period in which the related services are rendered.

The Company's post-employment benefit consists of provident fund, gratuity Company's contributions to Provident Fund administered by Regional Provident Fund Authorities and ESIC and Labour Welfare Fund, which are defined contribution plans, are recognized as an expense in the Statement of Profit & Loss for the year/period in which the services are rendered and the Company has no further obligation beyond making the contributions.

The Company operates defined benefit plan for Gratuity. The cost of providing such defined benefit is determined using the projected unit credit method of actuarial valuation made at the end of the year.

Actuarial gains and losses are recognized in other comprehensive income for gratuity.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and

- The date that the Company recognizes related restructuring costs
Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:
- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

1.11 Borrowing cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset.

Transaction cost in respect of long term borrowings are amortised over the tenor of respective loans using effective interest method, All other borrowing costs are charged in the statement of profit and loss in the period in which they are incurred.

1.12 Cash and Cash equivalents

Cash and cash equivalents include cash, cash at bank, cheques & drafts on hand. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

1.13 Cash Flows

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

1.14 Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares

1.15 Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate.

1.16 Contingent liabilities and Assets

Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statement.

Contingent assets are neither recognized nor disclosed in the Financial Statements.

1.17 Segment information for primary segment reporting (by Business segments)

The primary segment of the Company is business segment, which involved in business of Real Estate. As the company operates in a single primary business segment, no segment information thereof is given.



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NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 2 PROPERTY PLANT AND EQUIPMENT

Particulars	Furniture & Fixtures ₹	Air Conditioners ₹	Vehicles ₹	Office Equipment ₹	Computer ₹	Total ₹
Gross Block (at deemed cost)						
Balance as at April 1, 2017	69875	1089925	20878338	379530	667591	23085259
Additions during the year	-	-	-	-	-	-
Discarded/ Disposed off during the year	-	-	(5294746)	-	-	(5294746)
Balance as at March 31, 2018	69875	1089925	15583592	379530	667591	17790513
Balance as at April 1, 2018	69875	1089925	15583592	379530	667591	17790513
Additions during the year	-	-	-	-	-	-
Discarded/ Disposed off during the year	-	-	(4331275)	-	-	(4331275)
Balance as at March 31, 2019	69875	1089925	11252317	379530	667591	13459238
Accumulated Depreciation						
Balance as at April 1, 2017	57537	531006	11312476	294708	628106	12823833
Depreciation for the year	5393	59508	2277983	23951	4097	2370932
Accumulated Depreciation on Discarded / Disposal	-	-	(4011179)	-	-	(4011179)
Balance as at March 31, 2018	62930	590514	9579280	318659	632203	11183586
Balance as at April 1, 2018	62930	590514	9579280	318659	632203	11183586
Depreciation for the year	5393	59508	1824043	23951	-	1912895
Accumulated Depreciation on Discarded / Disposal	-	-	(2808771)	-	-	(2808771)
Balance as at March 31, 2019	68323	650022	8594552	342610	632203	10287710
Net Carrying Amount						
Balance as at March 31, 2018	6945	499411	6004312	60871	35388	6606927
Balance as at March 31, 2019	1552	439903	2657765	36920	35388	3171528

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 3 FINANCIAL ASSETS -INVESTMENTS

Sr No.	Particulars	As at 31.03.2019		As at 31.03.2018	
		Quoted ₹	Unquoted ₹	Quoted ₹	Unquoted ₹
I	Non Trade Unquoted Investments				
(a)	Investments in Partnership Firm at cost				
i)	Kamanwala Lakshachandi Todays Developers	-	50,000	-	50,000
ii)	Kamanwala Lakshachandi Todays Construction	-	50,000	-	50,000
iii)	Kamanwala Jain Infra LLP	-	3,000,000	-	3,000,000
(b)	Investments with others (foot note 3) at cost				
i)	Aspen Properties Pvt. Ltd	-	4,350,000	-	4,350,000
ii)	Khar Property	-	2,550,000	-	2,550,000
	TOTAL	-	10,000,000	-	10,000,000

Note

1 Investments in Partnership Firms at cost

The Company has entered in partnerships in two firms & one LLP as under:

I	Name of Partnership Firm	Registered / Unregistered	Project undertaken in the firm and Status of Project	Shares in Profit/Loss	Name of the Partners in the Firm
(i)	Kamanwala Lakshachandi Todays Developers	Registered	Commercial Project at Santacruz (west) Mumbai "Savoy Chambers" Completed	50.00% 16.50% 33.50%	M/s Kamanwala Housing Construction Ltd. M/s Lakshachandi Developers Pvt. Ltd. M/s Todays Infrastructure And Construction Ltd.
(ii)	Kamanwala Lakshachandi Todays Construction	Registered	Residential Project at Mahim (w) Mumbai "Shimmering Heights" Completed	50.00% 25.00% 12.50% 12.50%	M/s Kamanwala Housing Construction Ltd. M/s Lakshachandi Constructions Pvt. Ltd. Mrs. Janhavi Drolia Miss Akriti Drolia
(iii)	Kamanwala Jain Infra LLP	Registered	-	70.00% 15.00% 15.00%	M/s Kamanwala Housing Construction Ltd. Mr. Atul Jain Mr. Tarun Jain

During the year ended, the Company has provided for the following based on Unaudited Financial Statements of M/s Kamanwala Lakshachandi Todays Construction : - Interest on Partners Capital amounting to Rs. 7,28,487/-



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

2 Classification of Investment in Partnership Firm into Current and Non-Current Portion

Sr. no.	Name of Partnership Firm	As At 31.03.2019		As At 31.03.2018	
		Non-Current Portion	*Current Portion	Non-Current Portion	*Current Portion
		₹	₹	₹	₹
(i)	Kamanwala Lakshachandi Todays Developers	50,000	3,060,631	50,000	2,838,085
(ii)	Kamanwala Lakshachandi Todays Construction	50,000	55,197,653	50,000	81,516,956
(iii)	Kamanwala Jain Infra LLP	3,000,000	45,577,554	3,000,000	63,262,356
	Total	3,100,000	103,835,838	3,100,000	147,617,397

* Current portion of Investment in Partnership Firm shown under Current Investment under Note No. 8

3 Investments with others at cost

Sr. no.	Investments with others : - Non Current Investments	Contribution Paid	Contribution Paid
		as at 31.03.2019	as at 31.03.2018
i)	Aspen Properties Pvt. Ltd For Redevelopment of property at Filmistan Studio, Goregaon (West), Mumbai in which Company's share is 33%	4,350,000	4,350,000
ii)	Khar Property For Redevelopment of property at E/828 4th & 5th Road, Khar (west), Mumbai in which Company's share is 50%	2,550,000	2,550,000
	Total	6,900,000	6,900,000

(i) **Aspen Properties Pvt. Ltd**

The company has made payment as above being contribution for joint venture to Aspen Properties Pvt Ltd. for the project at Filmistan studio, Goregaon (west), Mumbai. The company has taken up legal proceedings for appointment of an arbitrator so that company's claims against Aspen Properties Pvt. Ltd. can be adjudicated and company can claim share in the land as per agreement. Due to which presently it is not possible to ascertain the fair market value of the underlying share in assets. However the company's management does not expect any impairment in the cost incurred and the same represents the fair market value.

(ii) **Khar Property**

The Company has made payment of Rs. 25,50,000/- for development of property at E/828, 4th & 5th Road, Khar (west), Mumbai as per memorandum of understanding. The underlying project has not yet started. Therefore presently the fair market value cannot be ascertained. Also in view of the land in consideration impairment is not envisaged. Accordingly the payment made i.e the cost itself could be considered as fair market value.

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Note 4 LOANS (at amortised cost)			
Unsecured, considered Good			
Others Long Term Loans and Advances			
i)	Loans	<u>197,905,105</u>	<u>201,075,472</u>
	Total	<u><u>197,905,105</u></u>	<u><u>201,075,472</u></u>
Notes 5 OTHERS-ADVANCES			
1	For BKC Project	<u>120,560,900</u>	<u>224,725,519</u>
	Total	<u><u>120,560,900</u></u>	<u><u>224,725,519</u></u>
Note 6 OTHER NON-CURRENT ASSETS			
1	Advance Income Tax & TDS (net)	<u>24,865,480</u>	<u>21,202,858</u>
1	Security Deposits	-	626,850
2	Other taxes paid under dispute/ advance	<u>8,640,401</u>	8,476,282
3	Interest Receivable	<u>15,381,662</u>	15,381,662
4	Others	<u>84,480</u>	-
	Total	<u><u>24,106,543</u></u>	<u><u>24,484,794</u></u>
Notes 7 INVENTORIES (at cost or net realisable value whichever is less)			
1	Stock-in-Trade (Land)	<u>95,423,155</u>	<u>238,809,198</u>
	Total	<u><u>95,423,155</u></u>	<u><u>238,809,198</u></u>
Note 8: INVESTMENTS			
Current Portion of Investment at Cost			
1)	Current Account with Partnership Firm [Refer Note no. 3(2)]	<u>103,835,838</u>	<u>147,617,397</u>
	Total	<u><u>103,835,838</u></u>	<u><u>147,617,397</u></u>



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Notes 9 TRADE RECEIVABLES			
1	Trade Receivables (unsecured considered good)		
	Due for more than six months	830,455	5,777,728
	Others	15,705,016	11,810,007
	Credit impaired	-	-
	Total	16,535,471	17,587,735
Note 10 CASH AND CASH EQUIVALENTS			
1	Cash and Cash Equivalent		
a)	Balance with Bank in Current Accounts with Scheduled Banks	13,613,406	897,370
b)	Cash on Hand	1,862,899	2,306,760
	Total	15,476,305	3,204,130
NOTE 11 BANK BALANCE OTHER THAN ABOVE NOTE 10			
1	Margin Money with IOB for Bank Guarantee	448,571	448,571
	Total	448,571	448,571
Note 12 LOANS			
Unsecured considered good			
a)	Loans & Advances to Employees	227,500	454,297
	Total	227,500	454,297
Note 13 ADVANCES			
Other Loans and Advances (at amortised cost)			
Unsecured, considered good			
a)	Advance Recoverable in cash or in kind or for value to be received		
i)	Advances to Related Parties	155,053,789	126,133,950
ii)	Advances to Others	238,143,399	179,513,775
iii)	Advances to Suppliers	-	225,000
	Total	393,197,188	305,872,725
Note a(i) Advances to Related Parties			
1	Arihant Shipbreakers	6,031,153	6,031,153
2	Shakun Gases Pvt. Ltd.	30,319,274	-
3	Classy Investments Pvt. Ltd.	6,759,676	6,009,676
4	GSP International	64,309,580	74,729,015
5	Ritika Steel & Scraps Pvt.Ltd	1,072,223	1,202,223
6	Tradewin Mercantile Co. Pvt. Ltd.	46,561,883	38,161,883
	Total	155,053,789	126,133,950

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Notes 14 OTHER CURRENT ASSETS			
<u>Other Current Assets</u>			
i)	Prepaid Expenses	-	118,680
ii)	Deposits	-	50,000
iii)	Interest Receivable	4,674,437	-
	Total	4,674,437	168,680

NOTE 15 SHARE CAPITAL

Authorised Capital

200,00,000 Equity Shares of ₹10/- each

200,000,000

200,000,000

Issued Capital

142,05,580 Equity Shares of ₹10/- each

142,055,800

142,055,800

Subscribed and Paid Up Capital

1,40,93,160 Equity Shares of ₹10/- each

140,931,600

140,931,600

Total

140,931,600

140,931,600

a) **Reconciliation of the Shares outstanding at the beginning and end of the reporting year & Statement of Changes in Equity**

Particulars	Quantity Value ₹	As at 31.03.2019	As at 31.03.2018
<u>Equity Shares</u>			
Numbers of Shares outstanding at the beginning of the year	Qty value ₹	14,093,160 140,931,600	14,093,160 140,931,600
Add : Further Shares issued during the year		-	-
Less : Shares bought back during the year		-	-
Numbers of Shares outstanding at the end of the year	Qty value ₹	14,093,160 140,931,600	14,093,160 140,931,600

b) **Terms/ Rights attached to Shares**

The Company has only one class of Equity Share having a par value of ₹10/- per Share. Each holder of Equity Share is entitled to one vote per Share.

c) **Details of Shares held by each Shareholder holding more than 5%**

Name of the Shareholders	As at 31.03.2019		As at 31.03.2018	
	% held	No. of Shares	% held	No. of Shares
<u>A) Promoters:</u>				
M/s Attar Construction Company Pvt. Ltd.	10.25	14,43,800	10.25	14,43,800
Shri Tarun Jain	5.97	841,489	5.97	841,489
Shri Atul Jain	7.32	1,030,964	7.32	1,030,964
Shri Amit Jain	6.57	925,752	6.57	925,752
<u>B) Public</u>				
Om Hari Halan (H.U.F)	9.51	1,340,000	9.51	1,340,000
Paresh Ranjit Kapadia	5.43	7,65,000	5.43	7,65,000



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 16 - OTHER EQUITY

	Reserves and Surplus				Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	₹
As at 1 April 2017	10,460,143	235,686,200	35,140,565	379,068,635	660,355,543
Profit for the period	-	-	-	1,559,719	1,559,719
Other Comprehensive Income for the year (net)	-	-	-	594,861	594,861
As at 31 March 2018	10,460,143	235,686,200	35,140,565	381,223,215	662,510,123
As at 1 April 2018	10,460,143	235,686,200	35,140,565	381,223,215	662,510,123
Profit/ (Loss) for the period	-	-	-	(3,864,288)	(3,864,288)
Other Comprehensive Income for the year (net)	-	-	-	393,208	393,208
As at 31 March, 2019	10,460,143	235,686,200	35,140,565	377,752,135	659,039,043

Securities premium reserve

"Securities premium reserve" is used to denote the Share premium received on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General Reserve:

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

NOTE 17 BORROWINGS

Sr. No.	Particulars	Non-Current Portion		Current Portion (Refer to Note No.21)	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
		₹	₹	₹	₹
I	Secured Loan				
	From Other Parties :				
	M.S. Wellness N Solutions (I) Pvt. Ltd.*	-	13,750,000	-	-
I	Unsecured Loan				
	From Bank				
	ICICI Bank Ltd(Loan A/c.No.1890626)**	-	13,641,696	3,314,486	4,923,808
	Total	-	27,391,696	3,314,486	4,923,808

Additional Information to Long Term Borrowings

The long term portion of term loan is shown under long term borrowing and amount payable within one year is shown under the current liabilities as per the disclosure requirements of Schedule III

I Secured Loan

* M.S. Wellness N Solutions (I) Pvt. Ltd.

Secured by way of piece of parcel of an agricultural land in survey no. 344, situated at Bachupally village, District Andhra Pradesh. The said land is mortgaged under Negative Lien Agreement.

II Unsecured Loan

** ICICI Bank Ltd(Loan A/c.No.1890626)

The said loan is availed by the Company jointly with a Directors and for which Director has given his personal assets as security. Loan was sanctioned on 25th October, 2011 interest @ 9.60% p.a. floating rate and is Repayable in 118 EMI w.e.f. December 2011. The year of maturity with reference to Balance Sheet is 6 months.

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Note 18 OTHER FINANCIAL LIABILITIES			
I	Security Deposits	4,706,587	4,706,587
II	Other Long Term Liabilities		
i)	Loans From Directors	748,187	2,673,187
ii)	Intercorporate Deposits	3,100,000	21,000,000
ii)	Other Payables	8,226,123	26,646,503
iv)	Other Payables-Related Parties	4,778,369	5,278,369
	Total	<u>21,559,266</u>	<u>60,304,646</u>
Note 19 PROVISIONS			
	Gratuity Payable	5,917,701	5,738,881
	Less: Payment made in GGCA Scheme	5,398,271	5,038,828
	Net	<u>519,430</u>	<u>700,053</u>
Note 20 DEFERRED TAX LIABILITY (NET)			
<u>Tax Effect of items constituting defferd tax liability</u>			
	Opening Balance	896,268	1,534,029
	Related to Fixed Assets	(181,514)	(903,770)
	Gratuity	138,154	266,009
	TOTAL	<u>852,908</u>	<u>896,268</u>
NOTE 21 BORROWINGS-CURRENT LIABILITIES			
<u>Unsecured</u>			
a)	Loans From Directors	3,840,674	3,840,674
b)	Loans & Advances From Related Parties	958,192	958,192
c)	Intercorporate Deposits	1,559,179	6,700,000
d)	Intercorporate Deposits from Related Parties	6,991,200	7,233,746
e)	Loans from other parties	3,314,486	4,923,808
	Total	<u>16,663,731</u>	<u>23,656,420</u>



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
NOTE 22 TRADE PAYABLES			
i	Total outstanding dues of micro enterprises & small enterprises	-	-
ii	Total outstanding dues of creditors other than micro enterprises & small enterprises	53,431,426	82,755,161
	Total	<u>53,431,426</u>	<u>82,755,161</u>
NOTE 23 OTHER FINANCIAL LIABILITIES			
1	Other Payables	57,651,130	95,784,340
2	Other Payables Related Parties	40,170,425	91,730,334
	Total	<u>97,821,555</u>	<u>187,514,674</u>
NOTE 24 OTHER CURRENT LIABILITIES			
1	Security Deposits	17,336,000	12,465,000
2	Other Advances Received	1,120,000	-
	Total	<u>18,456,000</u>	<u>12,465,000</u>
NOTE 25 PROVISIONS			
1)	Provision For Employees	430,686	667,486
2)	Statutory Dues towards EPF, TDS & GST	118,720	320,534
3)	Provision for Expenses	136,163	1,677,149
4)	Provision for Taxation	467,493	467,493
	Total (1+2+3+4)	<u>1,153,062</u>	<u>3,132,662</u>

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No	Particulars	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
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Note: 26 REVENUE FROM OPERATIONS

Sale of Products from

Property Development Activities

1	Sale of Flats /Offices	3,024,000	170,200,000
2	Sale of Land	200,844,500	-

Other Operating Revenues

1	Rent Income	3,192,420	6,538,299
	Total	207,060,920	176,738,299

Note: 27 OTHER INCOME

1	Interest received from Bank	2,296	9,499
2	Interest from Firm - Kamanwala Lakshachandi Todays Construction	728,487	3,917,521
3	Profit from Partnership Firm: Kamanwala Jain Infra LLP	801,604	287,281
4	Profit from Partnership Firm: Kamanwala Lakshachandi Todays Construction	269,781	34,305
5	Profit from Partnership Firm: Kamanwala Lakshachandi Todays Developers	222,546	276,003
6	Other Receipts	-	6,549,151
7	Sundry Balances Written Back	-	518,061
8	Interest from others	28,944,205	11,716,576
	Total	30,968,919	23,308,397

Note 28.a Cost of Material Consumed

(i)	Opening stock	-	-
(ii)	Add: Purchases	-	114,376,775
(iii)	Less: Closing Stock	-	-
(iv)	Cost of Material Consumed	-	114,376,775

Note 28.b Changes in inventories of finished goods, work in progress and stock in trade

Inventories at the end of the year

Finished Stock		-	-
Land		95,423,155	238,809,198
		95,423,155	238,809,198

Inventories at the beginning of the year

Finished Stock		-	37,678,061
Land		238,809,198	238,809,198
		238,809,198	276,487,259
Net decrease		143,386,043	37,678,061



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No	Particulars	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
Note: 29 EMPLOYEE BENEFIT EXPENSE			
1	Salaries and Wages (Includes Rs. 2,00,000 being managerial remuneration)	2,178,085	5,894,804
2	Contribution to provident fund and other funds	647,024	868,208
3	Staff Welfare Expenses	119,589	78,280
	Total	2,944,698	6,841,292
Note: 30 FINANCE COSTS			
1	Interest on Car Loans	-	51,494
2	Interest Paid-Others	1,631,679	3,783,035
3	Bank Charges	26,637	16,965
	Total	1,658,316	3,851,494
Note: 31 OTHER EXPENSES			
1	Auditors Remuneration (Refer to Note 1)	170,000	170,000
2	Brokerage	152,500	1,995,567
3	Electricity Charges	273,935	307,757
4	Expenses of Malad-SRA	732,850	2,748,540
5	Gratuity Insurance Expenses	52,655	52,655
6	Insurance Expenses	118,680	242,798
7	Interest on Statutory Dues	6,106	17,008
8	Legal & Professional Fees	1,851,590	2,357,600
9	Listing Fees	323,836	487,428
10	Loss on Sale of Fixed Assets	97,504	662,422
11	Compensation Expenses	-	336,825
12	Property Taxes	-	392,525
13	Repair & Maintenance	167,347	325,142
14	Sundry Balance w/off (Net)	85,609,755	21,417,599
15	Travelling Expenses	202,184	-
16	Vehicle Expenses	563,940	221,475
17	Miscellaneous Expenses	1,850,807	2,069,359
	Total	92,173,689	33,804,700
NOTE: 1. AUDITORS REMUNERATION			
i)	Statutory Audit Fees	110,000	110,000
ii)	Limited Review Fees	60,000	60,000
	Total	170,000	170,000
Note 32 EARNING PER SHARE			
i)	Net Profit/ (Loss) after tax as per statement of Profit and Loss attributable to Equity Shareholders	(3,864,288)	1,559,719
ii)	Weighted Average number of equity shares used as denominator for calculating EPS	14,093,160	14,093,160
iii)	Basic and Diluted Earning Per Share (INR)	(0.27)	0.11
iv)	Face Value per Equity Share (INR)	10.00	10.00

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

NOTE 33 : RELATED PARTY DISCLOSURE

As per IND AS - 24, the disclosure of transactions with the related parties are given below:

(I) LIST OF RELATED PARTIES WHERE CONTROL EXISTS AND RELATED PARTIES WITH WHOM TRANSACTIONS HAVE TAKEN PLACE AND RELATIONSHIPS:

Sr. No.	Name of Related Party	Relationship
1	M/s Attar Construction Co. Pvt. Ltd.	Associates
2	M/s Classy Investments Pvt. Ltd.	Associates
3	M/s Ritika Steel & Scraps Pvt. Ltd.	Associates
4	M/s Avoir Finance & Investment Pvt. Ltd.	Associates
5	M/s Tradewin Mercantile Co. Pvt. Ltd.	Associates
6	M/s A.S. Jain & Sons (Prop. Concern of Mrs. Shobha Jain)	Associates
7	M/s Hatimi Steels (Prop. Concern of Mr.Amit Jain)	Associates
8	M/s Kamanwala Lakshachandi Todays Developers	Joint Venture
9	M/s Kamanwala Lakshachandi Todays Construction	Joint Venture
10	Kamanwala Jain Infra LLP	Joint Venture
11	Mr. Atul Jain	Key Managerial Personnel
12	Mr. Tarun Jain	Key Managerial Personnel
13	Mrs.Pushpa Jain	Key Managerial Personnel
14	Mr. Amit Jain, Mr. B. D. Jogani, Mr. Suresh Thite	Other Directors
15	Smt. Shobha Jain	Relatives of Key Managerial Personnel
16	Mr. Vaibhav Jain	Relatives of Key Managerial Personnel
17	Mr. Sanjeev Jain	Relatives of Key Managerial Personnel
18	M/s M S Wellness & Solutions Pvt. Ltd.	Relatives of Key Managerial Personnel
19	M/s GSP International (Prop. Arun Jain)	Relatives of Key Managerial Personnel
20	Mr. Laxmi Narayan Agarwal	Relatives of Key Managerial Personnel
21	M/s Shakun Gases Pvt.Ltd	Relatives of Key Managerial Personnel



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

NOTE 33 (II) : TRANSACTIONS DURING THE YEAR ENDED WITH RELATED PARTIES

Sr. No.	Nature of Transactions	Associates	Joint Venture	Key Management Personnel	Other Directors	Relatives of Key Managerial Personnel	For Year Ended 31.03.2019
		₹	₹	₹	₹	₹	₹
1	Remuneration	-	-	200,000	-	-	200,000
		-	-	(2,106,000)	-	-	(2,106,000)
2	Interest received	3,940,883	-	-	-	5,480,565	9,421,448
		(2,418,460)	-	-	-	(339,136)	(2,757,596)
3	Inter Corporate Deposits	53,421,425	-	-	-	-	53,421,425
		(20,138,247)	-	-	-	-	(20,138,247)
4	Repayment of Inter Corporate Deposits	44,196,765	-	-	-	-	44,196,765
		(130,245,068)	-	-	-	-	(130,245,068)
5	Interest Paid on Inter Corporate Deposits	-	-	-	-	-	-
		(336,825)	-	-	-	-	(336,825)
6	Loans & Advances From Directors	-	-	500,000	-	-	500,000
		-	-	(2,804,275)	-	(29,550,000)	(32,354,275)
7	Repayment of Loans & Advances	-	-	2,425,000	-	36,500,000	38,925,000
		-	-	(4,709,407)	-	(8,500,000)	(13,209,407)
8	Loans & Advances taken	-	-	-	-	-	-
		-	-	-	-	(1,000,000)	(1,000,000)
9	Loans & Advances given	-	-	-	-	32,500,000	32,500,000
		-	-	-	-	-	-
10	Loans & Advances repayment received	-	-	-	-	15,900,000	15,900,000
		-	-	-	-	(1,500,000)	(1,500,000)
11	Transactions with Partnership Firms	-	-	-	-	-	-
	(Receipts from/Payment Made to)	-	30,223,201	-	-	-	30,223,201
		-	(26,420,286)	-	-	-	(26,420,286)

Note : The Figures in the brackets represent for the Previous period ended.

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 34 : Previous year's figures have been regrouped and/or reclassified wherever necessary to make them comparable with current year figures.

Note 35: Balances in various accounts included in trade receivables, trade payables, advances recoverable, deposits/advances from/to customers/suppliers and Joint venture contributions are subject to confirmation.

Note 36: In the opinion of the Management, the aggregate value of current assets (including stock) and loans and advances on realization in the ordinary course of business will not be less than the amount at which these are stated in the Financial Statements.

Note 37: All lands/development rights/premises are purchased on agreement basis and conveyance in respect of the same will be executed directly in favor of Co-operative Societies whenever they are formed.

Note 38: The ongoing negotiations for recovery of principal amount on account of payment and interest thereon over a period from HDIL are in progress and management expects to realize the dues in coming years. However as balance confirmation is yet to be received and as abundant caution the interest for the year of Rs.2,17,00,963/- (Previous Year Rs.2,17,00,963/-) is not recognized pending further negotiations and final outcome thereof. Also the interest income accrued in earlier years upto 31-03-2016 amounting to Rs.10,41,64,619/-has been written off during the year.

Note39: Contingent Liability exists in respect of following disputed demands against which appeals are pending before Appellate Authorities:

- a) For Assessment Year (A.Y.) 2011-12 as per order giving effect to ITAT appeal order received during previous financial year demand of Rs.212.73 lakhs is pending. Further relief is expected considering certain matters restored to Assessing Officer and also for certain issues appeal before CIT (A) is pending.
- b) During the financial year 2015-16, Income Tax assessment for the A.Y. 2013-14 was completed and order was passed by Deputy Commissioner of Income Tax where in demand of Rs.707.46 lakhs (since reduced) was raised by assessing authority. The same is reduced to Rs. 655.53 lakhs as per order giving effect to ITAT Appeal order dated 15-02-2017 in respect of earlier assessment years. The Company has filed an appeal with the Commissioner of Income Tax (Appeal).
- c) During the financial year 2016-17 Income tax assessment for A.Y.2014-15 was completed and order was passed by Deputy Commissioner of Income Tax wherein demand of Rs.1,72.14 lakhs was raised by the assessing authority. The company has filed an appeal with the Commissioner of Income Tax (Appeal).
- d) During previous financial year Income tax assessment for Assessment Year 2015-16 was completed and demand of Rs.345.60 lakhs has been raised by the assessing authority. The company has filed appeal with the CIT (A).
- e) During the financial year 2015-16, assessment of Sales Tax(VAT) for the period 2011-12 was completed where in demand of Sales Tax is raised by the assessing authority for Rs.74.56 lakhs. During the financial year 2014-15, assessment of Sales Tax for the periods of 2006-07, 2007-08, 2008-09, 2009-10 and 2010-11 was completed where in demand of Sales Tax is raised by the assessing authority of Rs.63.80 lakhs. During the financial year assessment for F.Y. 2014 - 15 was completed and demand of Rs. 16.32 Lakhs was raised. The Company has filed appeals with the Joint Commissioner of Sales Tax (Appeal).
- f) The Company's appeal with Commissioner of Service Tax (Appeals) against demand of service tax of Rs 24.02 lakhs pertaining to Financial Year 2012-13 to 2014-15 was rejected. However as advised the Company has made appeal before Appellate Tribunal and expects favorable outcome in this matter.
- g) During the year Service Tax Department raised demand of Rs. 1.96 lakhs for the period April 2015 to June, 2017 on similar issue. The Company has preferred appeal before Commissioner Appeals and expects a favorable outcome.

In respect of all above said demands, as advised, favorable outcome is expected in the Appeal proceedings.

Note 40: The Company is in the process of identification of suppliers registered, if any, under Micro, Small and Medium Enterprises Development Act,2006, as micro and small enterprise. Information has been collated only to the extent of information available with the company and accordingly no amount is disclosed.



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 41: The Company has given guarantee of Rs 3 lakhs to Maharashtra Pollution Control Board on account of specific compliances for Malad Project.

Note 42: The Company has entered into the following Deeds of Partnership for which Liabilities are unlimited and amount not ascertained:

a) Kamanwala Lakshchandi Todays Constructions ,b) Kamanwala Lakshchandi Todays Developers

Note 43:

43.1.Risk Management Framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management Framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Audit Committee oversees how management monitors compliance with the Company's Risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by internal audit.

Note 43.2 Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investments, debt securities, loans given to related parties and project deposits. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk. The carrying amount of financial assets represents the maximum credit exposure.

(i) Trade Receivables

Customer credit risk is managed by requiring customers to pay advances through progress billings before transfer of ownership, therefore, substantially eliminating the credit risk in this respect.

The credit risk with regard to trade receivable has a high degree of risk diversification, due to the projects of varying sizes and types with numerous different customer categories in a large number of geographical markets.

Based on prior experience and an assessment of the current economic environment, management believes there is no credit risk provision is required. Also the Company does not have any significant concentration of credit risk.

The ageing of trade receivables is as follows: (in rupees)

Particulars	March 31,2019	March 31,2018	March 31,2017
More than 6 Months	830455	5777728	-
Others	15705016	11810007	88352190

The amounts reflected in the table above are not impaired as on the reporting date.

Note 43.3 Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash

and cash equivalents and short term investments provide liquidity in the short-term and long-term. The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Liquidity Exposures for the year ended March,31 2019 (In rupees)

Particulars	Less than 1 year	1-5 Years	More than 5 Years	Total
Financial Asset				
Investments	10,38,35,838	-	1,00,00,000	11,38,35,838
Loans	2,27,500	19,79,05,105	-	19,81,32,605
Other Financial Assets	39,31,97,188	12,05,60,900	-	51,37,58,088
Trade Receivables	1,65,35,471	-	-	1,65,35,471
Cash & Bank Balance	1,59,24,876	-	-	1,59,24,876
Financial Liability				
Borrowings	1,66,63,731	38,48,177	-	2,05,11,918
Trade Payables	5,34,31,426	-	-	5,34,31,426
Other Financial Liabilities	9,78,21,555	1,77,11,079	-	11,55,32,634

Liquidity Exposures for the year ended March, 31 2018 (in rupees)

Particulars	Less than 1 year	1-5 Years	More than 5 Years	Total
Financial Asset				
Investments	14,76,17,397	-	1,00,00,000	15,76,17,397
Loans	4,54,297	20,10,75,472	-	20,15,29,769
Other Financial Assets	30,58,72,725	22,47,25,519	-	53,05,98,244
Trade Receivables	1,75,87,735	-	-	1,75,87,735
Cash & Bank Balance	36,52,701	-	-	36,52,701
Financial Liability				
Borrowings	2,36,56,420	5,10,64,883	-	7,47,21,303
Trade Payables	8,27,55,161	-	-	8,27,55,161
Other Financial Liabilities	18,75,14,674	3,66,31,459	-	22,41,46,133



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 44: Capital Management: Equity share capital and other equity are considered for the purpose of Company's capital management. The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimize returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investors, creditors and market confidence.

Note 45: Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between the willing parties, other than in a forced or liquidation sale.

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

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

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The carrying values of the financial instruments by categories were as follows:

Financial Assets (At amortised cost)	Carrying	Level of input used in		
	Amount (Rs.)	Level 1	Level 2	Level 3
(i) Loans	19,81,32,605	-	Level 2	-
(ii) Trade receivables	1,65,35,471	-	-	-
(iii) Cash and Bank Balance	1,59,24,876	-	-	-
(iv) Other financial assets	51,37,58,088	-	Level 2	-
Financial Liabilities (At amortised cost)				
(i) Borrowings	2,05,11,918		Level 2	
(ii) Other Financial Liabilities	11,55,32,634		Level 2	

As per our report attached

For Majithia & Associates

Chartered Accountants

Registration No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Mumbai, 27th May, 2019

For and on behalf of the Board of Directors

Kamanwala Housing Construction Limited

Sejal Desai

Company Secretary

Atul Jain

Managing Director

Amit Jain

Director

Tarun Jain

Chief Financial Officer

Independent Auditor's Report

To the Members of

Kamanwala Housing Construction Limited

Report on the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Kamanwala Housing Construction Limited** ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), which comprise the Consolidated Balance Sheet as at 31 March 2019, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements, consolidated financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the consolidated state of affairs (consolidated financial position) of the Group as at 31 March 2019, and its consolidated profit (consolidated financial performance including other comprehensive income), its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph 15 of the Other Matters paragraph below is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

The Key Audit Matter	How the matter was addressed in our audit
<p>1. Evaluation of uncertain tax position The Company has material uncertain tax positions including matters under dispute which involves significant judgment to determine the possible outcome of these disputes. There are pending litigations which has been mentioned in Note No.39 a) to 39 g) to the Standalone Ind AS financial statements. The litigations are with respect to dues of income tax, sales tax which has not been deposited by the company on account of disputes.</p>	<p>Our procedure included:- Obtained details of completed tax assessments and demands for the year ended March 31, 2019 from management.</p> <ul style="list-style-type: none"> • Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; • Assessed management's estimate of the possible outcome of the disputed cases. • Assessed the reason behind the pending litigations. • Based on our procedures, we also considered the adequacy of disclosures in respect of pending litigations and it is disclosed accordingly.
<p>2. Recoverability of investments in and loans / advances given to certain associates and Joint ventures and other parties</p> <p>The Company has investments in certain associates and joint ventures with a carrying value of Rs.69 Lakhs.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • We have obtained and read management's assessment for identification of indicators of impairment. • We performed test of controls over impairment process through



KAMANWALA HOUSING CONSTRUCTION LIMITED

<p>Further, Company has also provided loans and advances to other parties amounting to Rs.1205.60 Lakhs.</p> <p>These parties have either been incurring losses or has pending litigation and therefore dues are overdue. Assessment of the recoverable amount of the investments in and loans/advances including interest thereon has been identified as a key audit matter due to:</p> <ul style="list-style-type: none"> • Significance of the carrying amount of these balances. • The calculation of certain credit provisions for the Company is inherently judgemental. Impairment provisions (identified and unidentified) may not reflect recent developments in credit quality. • The assessment requires management to make significant estimates concerning the estimated future cash flows, qualitative assessments of the status of the project and its future depending on balance work to be performed or approvals to be received, and growth rates based on management's view of future business prospects • Changes to any of these assumptions could lead to material changes in the estimated recoverable amount, impacting both potential impairment charges and also potential reversals of impairment taken in prior years. 	<p>inspection of evidence of performance of these controls.</p> <ul style="list-style-type: none"> • Assessed the impairment assessment made by the management and the assumptions used, with particular attention understanding the legal dispute, commercial prospects of the assets/projects;
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Information other than the Consolidated Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the consolidated financial statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated state of affairs (consolidated financial position), consolidated profit or loss (consolidated financial performance including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Ind AS specified under Section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of consolidated Ind AS financial statements. Further, in terms of the provisions of the Act, the respective Board of Directors / management of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets 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. These financial statements have been used for the purpose of preparation of the consolidated financial statements by the Directors of

the Holding Company, as aforesaid.

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

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

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

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

up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Other Matters

We did not audit the financial statements of three jointly controlled entities, whose financial statements reflect total assets of Rs. 1458.73 lakhs as at 31st March, 2019, total revenues of Rs 426.74 lakhs and net cash flows amounting to Rs (60.93) lakhs for the year ended on that date, as considered in the consolidated Ind AS financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these jointly controlled entities, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid jointly controlled entities, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

Our opinion on the consolidated Ind AS financial statements, and our



KAMANWALA HOUSING CONSTRUCTION LIMITED

Report on Other Legal and Regulatory requirements below, is not modified in respect of the above matter with respect to our reliance on the unaudited financial statements certified by management.

Report on Other Legal and Regulatory Requirements

1. The Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, is not applicable to the Independent Auditors Report on Consolidated Financial Statements.
2. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated Ind AS financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept by the Company so far as appears from our examination of those books.
 - c) The consolidated Balance Sheet, the consolidated Statement of Profit and Loss including other comprehensive income, the consolidated Cash Flow Statement and the statement of change in equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
 - d) In our opinion, the aforesaid consolidated Ind AS 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 of the Company as on 31st March 2019 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Holding Company has disclosed the impact of pending litigations as at 31 March 2019 on its financial position in its consolidated IND AS financial statements – Refer Note no. 39 a) to 39 g) to the Consolidated IND AS Financial statements.
- ii. The Holding Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts; and
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company.
- iv. The disclosure requirements relating to holdings as well as dealing in specified bank notes were applicable for the period from 8 November, 2016 to 30 December, 2016 which are not relevant to these financial statements. Hence, reporting under this clause is not applicable.
- h) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act.

For Majithia & Associates
Chartered Accountants
Firm Reg. No. 105871W

Bhavesh R. Majithia
Partner
Membership No. 048194

Place: Mumbai

Date: 27th May, 2019

Annexure - A to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Kamanwala Housing Construction Limited** ("the Holding Company") as of 31st March, 2019 and its subsidiaries in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Majithia & Associates
Chartered Accountants
Firm Reg. No. 105871W

Bhavesh R. Majithia
Partner
Membership No. 048194

Place: Mumbai
Date: 27th May, 2019



KAMANWALA HOUSING CONSTRUCTION LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2019

Sr. No.	Particulars	Note No.	As at 31.03.2019 ₹	As at 31.03.2018 ₹
	ASSETS			
1	Non-current assets			
	(a) Property, Plant and Equipment	2	3,171,528	6,606,927
	(b) Goodwill	2a	53,312,800	60,878,204
	(c) Financial Assets			
	(i) Investments	3	6,900,000	6,900,000
	(ii) Loans	4	197,905,105	201,075,472
	(iii) Other Financial Assets	5	120,560,900	224,725,519
	(d) (i) Advance Income Tax & TDS (net)	6	24,865,480	21,202,858
	(ii) Others	6	24,106,543	24,484,794
	Total Non current Assets		430,822,356	545,873,774
2	Current assets			
	(a) Inventories	7	95,423,155	238,809,198
	(b) Financial Assets			
	(i) Investments	8	-	-
	(ii) Trade receivables	9	20,065,516	38,853,380
	(iii) Cash and cash equivalents	10	16,572,834	10,393,940
	(iv) Bank balances other than (iii) above	11	448,571	448,571
	(v) Loans	12	227,500	454,297
	(vi) Other Financial Assets	13	482,281,498	423,370,486
	(c) Other current assets	14	4,674,437	168,680
	Total current Assets		619,693,511	712,498,552
	Total Assets		1,050,515,867	1,258,372,326
	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share capital	15	140,931,600	140,931,600
	(b) Other Equity	16	659,039,043	662,510,123
	Total Equity		799,970,643	803,441,723
	LIABILITIES			
1	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	17	-	27,391,696
	(ii) Other financial liabilities	18	21,559,266	60,304,646
	(b) Provisions	19	519,430	700,053
	(c) Deferred tax liabilities (Net)	20	852,908	896,268
	Total Non-current liabilities		22,931,604	89,292,663
2	Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	21	55,433,352	74,141,616
	(ii) Trade payables			
	Total Outstanding dues of micro enterprises & small enterprises	22	-	-
	Total Outstanding dues of creditors other than micro enterprises & small enterprises	22	54,544,651	85,677,735
	(iii) Other financial liabilities	23	97,821,555	190,203,927
	(b) Other current liabilities	24	18,456,000	12,465,000
	(c) Provisions	25	1,358,062	3,149,662
	Total Current liabilities		227,613,620	365,637,940
	Total Equity and Liabilities		1,050,515,867	1,258,372,326

See accompanying notes to the consolidated financial statements

Significant Accounting Policies

1

Notes Forming part of the Accounts

2 to 46

As per our report attached
For Majithia & Associates
Chartered Accountants
Registration No. 105871W
Bhavesh R. Majithia
Partner
Membership No. 048194
Mumbai, 27th May, 2019

For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited

Sejal Desai
Company Secretary

Atul Jain
Managing Director
DIN: 00052966

Amit Jain
Director
DIN: 00053168

Tarun Jain
Chief Financial Officer

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	Notes	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
	INCOME			
I	Revenue From Operations	26	207,060,920	176,738,299
I	Other Income	27	30,968,919	23,308,397
II	Total Income (I+II)		238,029,839	200,046,696
IV	EXPENSES			
	Cost of materials consumed	28.a	-	114,376,775
	Purchases of Stock-in-Trade	-	-	-
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress	28.b	143,386,043	37,678,061
	Employee Benefits Expense	29	2,944,698	6,841,292
	Finance Costs	30	1,658,316	3,851,494
	Depreciation and Amortization Expense	2	1,912,895	2,370,932
	Other Expenses	31	92,173,689	33,804,700
	Total Expenses (IV)		242,075,641	198,923,254
V	Profit/(Loss) before tax (III-IV)		(4,045,802)	1,123,442
VI	Tax expense:			
	(1) Income Tax		-	467,493
	(2) Deferred tax		(181,514)	(903,770)
VII	Profit/(Loss) for the year ended (V - VI)		(3,864,288)	1,559,719
VIII	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		531,362	860,870
	(ii) Income tax relating to items that will not be reclassified to profit or loss		138,154	266,009
	B (i) Items that will be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
IX	Total Comprehensive Income for the year (VII+VIII)(Comprising Profit (Loss) and Other Comprehensive Income for the period)		(3,471,080)	2,154,580
X (a)	Earnings per equity share (for continuing operation):	32		
	Basic & Diluted		(0.27)	0.11
X (b)	Earnings per equity share (for discontinued operation):			
	Basic & Diluted		-	-
X (c)	Earnings per equity share(for discontinued & continuing operations)			
	Basic & Diluted		(0.27)	0.11

See accompanying notes to the consolidated financial statements

Significant Accounting Policies

1

Notes Forming part of the Accounts

2 to 46

As per our report attached
For Majithia & Associates
Chartered Accountants
Registration No. 105871W
Bhavesh R. Majithia
Partner
Membership No. 048194
Mumbai, 27th May, 2019

For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited

Sejal Desai
Company Secretary

Atul Jain
Managing Director
DIN: 00052966

Amit Jain
Director
DIN: 00053168

Tarun Jain
Chief Financial Officer



KAMANWALA HOUSING CONSTRUCTION LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2019

Sr. No.	Particulars	Year ended 31.03.2019 ₹		Year ended 31.03.2018 ₹	
A.	CASH FLOW FROM OPERATING ACTIVITIES:				
	Net Profit before tax		(4045802)		1123442
i	Adjustments for :				
	Depreciation & Amortisation	1912895		2370932	
	Interest Income	(29674988)		(15643596)	
	Interest and Financial Expenses	1631679		3834529	
	Provision for Tax	-		-	
	Credit Balances no longer required written back	-		(518061)	
	Profit/Loss on Sale of Fixed Assets	97504	(26032910)	662422	(9293774)
	Operating Profit before Working Capital Changes		(30078712)		(8170332)
ii	Movement in Working Capital				
	Decrease/(-Increase) in Trade Receivables	18787864		59825980	
	Decrease/(-Increase) in Inventories	143386043		76943681	
	Decrease/(-Increase) in long Term Loans & Advances	107334986		17208372	
	Decrease/(-Increase) in Current Loans & Advances & Bank Balances	(63189972)		(40365605)	
	Decrease/(-Increase) in Other Non current Assets	378251		(1956660)	
	Increase/(-Decrease) in Non Current Liabilities & Provisions	350739		(11354)	
	Increase/(-Decrease) in Current Liabilities & Provisions	(26933684)	180114227	67991548	179635962
	Cash generated from operations		150035515		171465630
	Taxes paid		(3662622)		(212305)
	Net Cash from Operating Activities		146372893		171253325
B.	CASH FLOW FROM INVESTING ACTIVITIES:				
	Purchase of Fixed Assets	-		-	
	Sale of Fixed Assets	1425000		621145	
	Investment in JV Goodwill	7565404		(21670867)	
	Decrease/(-Increase) in Investments	-		250	
	Interest received	29674988		15643596	
	Net Cash from Investing Activities		38665392		(5405876)
C.	CASH FLOW FROM FINANCING ACTIVITIES:				
	Non Current Financial Liabilities				
	Borrowings	(27391696)		(8664521)	
	Other Financial liabilities	(38745380)		(12424817)	
	Current Financial Liabilities				
	Borrowings	(18708264)		(30089813)	
	Other Financial Liabilities	(92382372)		(108253638)	
	Credit Balances no longer required, written back	-		518061	
	Interest and Financial Expenses	(1631679)		(3834529)	
	Net Cash from Financing Activities		(178859391)		(162749257)
	Net Increase (Decrease) in Cash & Cash equivalents (A+B+C)		6178894		3098192
	Opening Balance of Cash & Cash Equivalents		10393940		7295748
	Closing Balance of Cash & Cash Equivalents		16572834		10393940

Notes:

- Figures in brackets represent outflows.
- Cash Flow Consolidated Statement has been prepared under the indirect method as set out in IND AS-7 Statement of cash flow.
- Cash and cash equivalents represent cash and bank balances.
- Previous period figures have been regrouped / reclassified wherever applicable.

As per our report attached
For Majithia & Associates
Chartered Accountants
Registration No. 105871W
Bhavesh R. Majithia
Partner
Membership No. 048194
Mumbai, 27th May, 2019

For and on behalf of the Board of Directors
Kamanwala Housing Construction Limited

Sejal Desai	Atul Jain	Amit Jain	Tarun Jain
Company Secretary	Managing Director	Director	Chief Financial Officer
	DIN: 00052966	DIN: 00053168	

SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE CONSOLIDATED ACCOUNTS AS AT 31ST MARCH, 2019

Note 1 Significant Accounting Policies

1.1 Basis of Preparation of Consolidated Financial Statements

1.1.1 Statement of Compliance

The Financial Statements of the Company have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (“the Ind AS”) prescribed under section 133 of the Companies Act, 2013 (“the Act”) read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended and presentation requirement of Division II of Schedule III of the Act. Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31 March, 2019, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as “Standalone Financial Statements” or “financial statements”). The aforesaid financial statements have been approved by the Board of Directors in its the meeting held on 27th May, 2019 and are subject to approval of the shareholders at the Annual General meeting.

1.1.2 Basis of Preparation

The financial statements are prepared on accrual basis under the historical cost convention except for the following material items in the statement of financial statement.

- Property Plant & Equipment measured at written down value method has been considered as deemed cost.
- Certain Financial Assets & Liabilities that are measured at fair value.

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle and other criteria set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of business and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current & non-current classification of assets and liabilities.

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the ‘functional currency’).

1.2 Use of Estimates

The preparation of financial statements in conformity with Ind AS requires the management to make judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

In the assessment of the Company, the most significant effects of use of judgments and/or estimates on the amounts recognized in the financial statements relate to the following areas:

- Financial instruments;
- Useful lives of property, plant & equipment;
- Valuation of inventories;
- Measurement of recoverable amounts of assets / cash-generating units;
- Assets and obligations relating to employee benefits;
- Evaluation of recoverability of deferred tax assets; and
- Provisions and Contingencies.

1.3 Standards Issued but not yet effective

New Standard Ind AS 116 Leases

Ind AS 116 Leases was notified by MCA on 30 March 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of ‘low-value’



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assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset).

Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases.

The Company is in the process of evaluating the effect of these amendments on the financial statements.

Amendments to other Ind AS

- i) **Amendments to Ind AS 109, Financial Instruments:** The amendments notified to Ind AS 109 pertain to classification of a financial instrument with prepayment feature with negative compensation. Negative compensation arises where the terms of the contract of the financial instrument permit the holder to make repayment or permit the lender or issuer to put the instrument to the borrower for repayment before the maturity at an amount less than the unpaid amounts of principal and interest. Earlier, there was no guidance on classification of such instruments. According to the amendments, these types of instruments can be classified as measured at amortised cost, or measured at fair value through profit or loss, or measured at fair value through other comprehensive income by the lender or issuer if the respective conditions specified under Ind AS 109 are satisfied.
- ii) **Amendments to Ind AS 12, Income Taxes:** The first amendment requires an entity to create a corresponding liability for Dividend Distribution Tax (DDT) when it recognises a liability to pay a dividend. The liability for DDT shall be recorded in statement of profit & loss, other comprehensive income or equity, as the case may be. The second amendment relates to tax consequence of an item whose tax treatment is uncertain. Tax treatment of an item is considered as uncertain when there is uncertainty whether the relevant taxation authority will accept the tax treatment of that item or not. If there is uncertainty over tax treatment of an item an entity should predict the resolution of the uncertainty. If it is probable that the taxation authority will accept the tax treatment, there will be no impact on the amount of taxable profits/losses, tax bases, unused tax losses/credits and tax rates. In vice-versa case, the entity shall show the effect of the uncertainty for each uncertain tax treatment on amount of related items by using either the most likely outcome or the expected outcome of the uncertainty.
- iii) **Amendment to Ind AS 19, Employee Benefits:** The amendments to Ind AS 19, Employee Benefits relate to effects of plan amendment, curtailment and settlement. When an entity determines the past service cost at the time of plan amendment or curtailment, it shall remeasure the amount of net defined benefit liability/asset using the current value of plan assets and current actuarial assumptions which should reflect the benefits offered under the plan and plan assets before and after the plan amendment, curtailment and settlement.
- iv) **Amendments to Ind AS 28, Investments in Associates and Joint Ventures:** Ind AS 109 excludes interest in associates and joint ventures that are accounted for in accordance with Ind AS 28, Investments in Associates and Joint Ventures from its scope. According to the amendments, Ind AS 109 should be applied to the financial instruments, including long-term interests in associates and joint venture, that in substance, form part of an entity's net investment in associate or joint venture, to which the equity method is not applied.

1.4 Measurement of Fair Value

The Company measures financial instruments at fair value at each balance sheet date. Fair value is the price that would be received on selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date.

While measuring the fair value of an asset or liability, the Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure the fair value using observable market data as far as possible and minimizing the use of unobservable inputs. Fair values are categorized into 3 levels as follows:

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

Level 2: inputs other than quoted prices that are observable for the assets or liability, either directly (i.e. as prices for similar item) or indirectly (i.e. derived from prices)

Level 3: inputs that are not based on observable market data (unobservable inputs)

1.5 Property Plant and Equipment & Depreciation

a) Tangible Assets

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates, less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost if capitalization criteria are met and any cost directly attributable to bringing the asset to its working condition for its intended use. All other expenses on existing fixed Assets including day to day repair and maintenance expenditure and cost of replacing parts, are charged to statement of profit and loss for the period during which they are incurred. Gains or Losses arising from the de-recognition of fixed assets are measured as the difference between the net disposable proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss as and when the assets are de recognized.

b) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the statement of profit and loss in the year in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use. Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss as and when the asset is derecognized.

C) Depreciation and Amortization

Depreciation on tangible assets (other than land) is provided to the extent of depreciable amount on Straight Line Method at the rates and in the manner specified in Schedule II to the Companies Act, 2013 over its useful life. Depreciation for assets purchased /sold during the period is calculated pro rata from the date of such addition or up to the date of such sale/discarding, as the case may be.

1.6 Financial Instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss (FVTPL)) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit and loss are recognised immediately in Statement of Profit and Loss.

a) Financial assets

a. Recognition and initial measurement A financial asset is initially recognised at fair value and, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. Purchases and sales of financial assets are recognised on the trade date, which is the date on which the Company becomes a party to the contractual provisions of the instrument.

b. Classification of financial assets :

On initial recognition, a financial asset is measured at amortised cost, fair value through other comprehensive income (FVTOCI) or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument is classified as FVTOCI only if it meets both of the following conditions and is not recognised at FVTPL;

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.



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Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value. The Company makes such election on an instrument-by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces and accounting mismatch that would otherwise arise.

Financial assets at FVTPL are measured at fair value at the end of each reporting year, with any gains and losses arising on remeasurement recognized in statement of profit or loss. The net gain or loss recognized in statement of profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'other income' line item.

Dividend on financial assets at FVTPL is recognized when:

- The Company's right to receive the dividends is established,
 - It is probable that the economic benefits associated with the dividends will flow to the entity,
 - The dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.
- c. Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

d. Impairment

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous year, but

determines at the end of a reporting year that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous year, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet

e. Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant year. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter year, to the net carrying amount on initial recognition. Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in statement of profit or loss and is included in the 'Other income' line item.

b) Financial liabilities and equity instrument

a. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b. Equity Instrument

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

c. Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if: •

- It has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or



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- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on remeasurement recognised in Statement of Profit and Loss. The net gain or loss recognised in Statement of Profit and Loss incorporates any interest paid on the financial liability and is included in the Statement of Profit and Loss. For Liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognized in OCI.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

Other financial liabilities:

The Company enters into deferred payment arrangements (acceptances) whereby overseas lenders such as banks and other financial institutions make payments to supplier's banks for import of raw materials and property, plant and equipment. The banks and financial institutions are subsequently repaid by the Company at a later date providing working capital benefits. These arrangements are in the nature of credit extended in normal operating cycle and these arrangements for raw materials are recognized as Acceptances (under trade payables) and arrangements for property, plant and equipment are recognised as other financial liabilities. Interest borne by the company on such arrangements is accounted as finance cost. Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss .

1.7 Inventories

Items of inventory are measured as per basis mentioned below:-

Inventories are stated at the lower of cost and net realisable value. Cost of raw materials includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost of finished goods and work in progress include cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Costs of inventories are determined on weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale

Construction Materials and Consumables

Construction Materials and Consumables are valued on FIFO basis at lower of cost or net realizable value. The Construction materials and consumables purchased for construction work issued to construction work in progress are treated as consumed.

Construction Work in Progress

Construction Works In Progress are valued at cost. Cost includes cost of land, development rights, rates and taxes, construction costs, borrowing costs, other direct expenditure, allocated overheads and other incidental expenses.

Finished Stock of Flats

Finished Stock of Flats is valued at cost or Net Realizable value whichever is lower. Cost includes cost of finance, which consist of interest on loans which is capitalized in proportion of its area remained unsold irrespective of its construction stage.

1.8 Revenue Recognition

The Company is following the "Percentage of Completion Method" of accounting. As per this method, revenue from sale of properties is recognized in Statement of Profit & Loss in proportion to the actual cost incurred as against the total estimated cost of projects under execution with the Company on transfer of significant risk and rewards to the buyer.

Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenue when the amount of

revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Company's activities as described below

- a) Revenue from sale of residential, commercial premises is recognized on issue of allotment letters/execution of agreements.
- b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.
- c) Profit / loss of the shares in partnership firm are recognized on the basis of Unaudited Financial Statements of the Partnership firm.
- d) Other Income is accounted on accrual basis.

1.9 Income Tax/Deferred Tax

Tax expense comprises of current tax and deferred tax.

a) Current Tax

Current Tax is determined, as the amount of tax payable in respect of taxable income for the year, on the basis of Income Tax Act, 1961.

b) Deferred Tax

Deferred tax (both assets and liabilities) is recognised on difference between carrying amount of assets and liabilities in the balance sheet and the corresponding tax base used in computation of taxable profit.

Deferred tax assets are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against those deductible temporary differences can be utilised

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Valuation of deferred tax is dependent on management's assessment of future recoverability of the deferred benefit. Expected recoverability may result from expected taxable income in the future, planned transactions or planned tax optimizing measures.

As per Ind AS 12 the criteria for recognising deferred tax assets arising from carry forward of unused tax losses are the same that of recognising deferred tax assets arising from deductible temporary differences. However the existence of unused tax losses is strong evidence that future taxable profit may not be available. However deferred tax asset can be accrued on the basis of management probability of using the unused tax losses against future taxable profits.

Current tax and Deferred Tax items are recognised in correlation to the underlying transaction either in the Statement of Profit & Loss, other comprehensive income or directly in equity.

1.10 EMPLOYEE BENEFITS

Short term employee benefits are recognized as an expense at an undiscounted amount in the Statement of Profit & Loss for the year/period in which the related services are rendered.

The Company's post-employment benefit consists of provident fund, gratuity Company's contributions to Provident Fund administered by Regional Provident Fund Authorities and ESIC and Labour Welfare Fund, which are defined contribution plans, are recognized as an expense in the Statement of Profit & Loss for the year/period in which the services are rendered and the Company has no further obligation beyond making the contributions.

The Company operates defined benefit plan for Gratuity. The cost of providing such defined benefit is determined using the projected unit credit method of actuarial valuation made at the end of the year.

Actuarial gains and losses are recognized in other comprehensive income for gratuity.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:



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- The date of the plan amendment or curtailment, and
- The date that the Company recognizes related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognizes the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income

1.11 Borrowing cost

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange difference arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset.

Transaction cost in respect of long term borrowings are amortised over the tenor of respective loans using effective interest method, All other borrowing costs are charged in the statement of profit and loss in the period in which they are incurred.

1.12 Cash and Cash equivalents

Cash and cash equivalents include cash, cash at bank, cheques & drafts on hand. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

1.13 Cash Flows

Cash flows are reported using the indirect method, where by net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities are segregated.

1.14 Earnings Per Share

Basic earnings per share is computed by dividing the net profit for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares

1.15 Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate.

1.16 Contingent liabilities and Assets

Contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statement.

Contingent assets are neither recognized nor disclosed in the Financial Statements.

1.17 Segment information for primary segment reporting (by Business segments)

The primary segment of the Company is business segment, which involved in business of Real Estate. As the company operates in a single primary business segment, no segment information thereof is given.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 2 PROPERTY PLANT AND EQUIPMENT

Particulars	Furniture & Fixtures ₹	Air Conditioners ₹	Vehicles ₹	Office Equipment ₹	Computer ₹	Total ₹
Gross Block (at deemed cost)						
Balance as at April 1, 2017	69875	1089925	20878338	379530	667591	23085259
Additions during the year	-	-	-	-	-	-
Discarded/ Disposed off during the year	-	-	(52,947,46)	-	-	(52,947,46)
Balance as at March 31, 2018	69875	1089925	15583592	379530	667591	17790513
Balance as at April 1, 2018	69875	1089925	15583592	379530	667591	17790513
Additions during the year	-	-	-	-	-	-
Discarded/ Disposed off during the year	-	-	(43,31,275)	-	-	(43,31,275)
Balance as at March 31, 2019	69875	1089925	11252317	379530	667591	13459238
Accumulated Depreciation						
Balance as at April 1, 2017	57537	531006	11312476	294708	628106	12823833
Depreciation for the year	5393	59508	22,77,983	23951	4097	2370932
Accumulated Depreciation on Discarded / Disposal	-	-	(40,11,179)	-	-	(40,11,179)
Balance as at March 31, 2018	62930	590514	9579280	318659	632203	11183586
Balance as at April 1, 2018	62930	590514	9579280	318659	632203	11183586
Depreciation for the year	5393	59508	18,24,043	23951	-	1912895
Accumulated Depreciation on Discarded / Disposal	-	-	(28,08,771)	-	-	(28,08,771)
Balance as at March 31, 2019	68323	650022	8594552	342610	632203	10287710
Net Carrying Amount						
Balance as at March 31, 2018	6945	499411	6004312	60871	35388	6606927
Balance as at March 31, 2019	1552	439903	2657765	36920	35388	3171528

Note 2a Calculation of Cost of Capital / Goodwill

Cost of Control/Goodwill Calculation for FY 2018-19			
SN	Name of Joint Venture	Share Acquired	Capital Contribution
1	Kamanwala Jain Infra LLP	35,442,017	48,577,554
2	Kamanwala Lakshachandri Todays Construction	15,432,074	55,247,653
3	Kamanwala Lakshachandri Todays Developers	2,748,948	3,110,631
			TOTAL
			(53,312,800)
Cost of Control/Goodwill Calculation for FY 2017-18			
SN	Name of Joint Venture	Share Acquired	Capital Contribution
1	Kamanwala Jain Infra LLP	47,580,898	66,262,355
2	Kamanwala Lakshachandri Todays Construction	39,506,836	81,566,956
3	Kamanwala Lakshachandri Todays Developers	2,751,459	2,888,086
			TOTAL
			(60,878,204)



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NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 3 FINANCIAL ASSETS - INVESTMENTS

Sr No.	Particulars	As at 31.03.2019		As at 31.03.2018	
		Quoted ₹	Unquoted ₹	Quoted ₹	Unquoted ₹
I	Non Trade Unquoted Investments				
	Investments with others (foot note 3) at cost				
	i) Aspen Properties Pvt. Ltd	-	4,350,000	-	4,350,000
	ii) Khar Property	-	2,550,000	-	2,550,000
	TOTAL	-	6,900,000	-	6,900,000

Note

1 Investments in Partnership Firms at cost

The Company has entered in partnerships in two firms & one LLP as under:

I	Name of Partnership Firm	Registered / Unregistered	Project undertaken in the firm and Status of Project	Shares in Profit/Loss	Name of the Partners in the Firm
(i)	Kamanwala Lakshachandi Todays Developers	Registered	Commercial Project at Santacruz (west) "Savoy Chambers" Completed	50.00% 16.50% 33.50%	M/s Kamanwala Housing Construction Ltd. (KHCL) M/s Lakshachandi Developers Pvt. Ltd. M/s Todays Infrastructure And Construction Ltd.
(ii)	Kamanwala Lakshachandi Todays Construction	Registered	Residential Project at Mahim "Shimmering Heights" Completed	50.00% 25.00% 12.50%	M/s Kamanwala Housing Construction Ltd. M/s Lakshachandi Constructions Pvt. Ltd. Mrs. Janhavi Drolia
(iii)	Kamanwala Jain Infra LLP	Registered	-	70.00% 15.00% 15.00%	Miss Akriti Drolia KHCL Mr. Atul Jain Mr. Tarun Jain

During the year ended, the Company has provided for the following based on Unaudited Financial Statements of M/s Kamanwala Lakshachandi Todays Construction : - Interest on Partners Capital amounting to Rs. 7,28,487/-.

2 Current portion of Investment in Partnership Firm shown under Current Investment under Note No. 8

Name of Partnership Firm	As At 31.03.2019		As At 31.03.2018	
	Non-Current Portion ₹	*Non-Current Portion ₹	Non-Current Portion ₹	Non-Current Portion ₹
(i) Kamanwala Lakshachandi Todays Developers	-	-	-	-
(ii) Kamanwala Lakshachandi Todays Construction	-	-	-	-
(iii) Kamanwala Jain Infra LLP	-	-	-	-
Total	-	-	-	-

3 Investments with others at cost

Sr. no. Investments with others: - Non Current Investments

Sr. no.	Investments with others: - Non Current Investments	Contribution Paid as at 31.03.2019	Contribution Paid as at 31.03.2018
i)	Aspen Properties Pvt. Ltd For Redevelopment of property at Filmistan Studio, Goregaon (West), Mumbai in which Company's share is 33%	4,350,000	4,350,000
ii)	Khar Property For Redevelopment of property at E/828 4th & 5th Road, Khar (west), Mumbai in which Company's share is 50%	2,550,000	2,550,000
	Total	6,900,000	6,900,000

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

(i) Aspen Properties Pvt. Ltd

The company has made payment as above being contribution for joint venture to Aspen Properties Pvt Ltd for the project at Filmistan studio, Goregaon (west), Mumbai. The company has taken up legal proceedings for appointment of an arbitrator so that company's claims against Aspen Properties Pvt. Ltd. can be adjudicated and company can claim share in the land as per agreement. Due to which presently it is not possible to ascertain the fair market value of the underlying share in assets. However the company's management does not expect any impairment in the cost incurred and the same represents the fair market value.

(ii) Khar Property

The Company has made payment of Rs. 25,50,000/- for development of property at E/828, 4th & 5th Road, Khar (west), Mumbai as per memorandum of understanding. The underlying project has not yet started. Therefore presently the fair market value cannot be ascertained. Also in view of the land in consideration impairment is not envisaged. Accordingly the payment made i.e the cost itself could be considered as fair market value.

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Note 4 LOANS (at amortised cost)			
Unsecured, considered Good			
Others Long Term Loans and Advances			
i)	Loans	<u>197,905,105</u>	<u>201,075,472</u>
	Total	<u>197,905,105</u>	<u>201,075,472</u>
Notes 5 OTHERS-ADVANCES			
1	For BKC Project	<u>120,560,900</u>	<u>224,725,519</u>
	Total	<u>120,560,900</u>	<u>224,725,519</u>
Note 6 OTHER NON-CURRENT ASSETS			
1	Advance Income Tax & TDS (net)	<u>24,865,480</u>	<u>21,202,858</u>
1	Security Deposits	-	626,850
2	Other taxes paid under dispute/ advance	<u>8,640,401</u>	8,476,282
3	Interest Receivable	<u>15,381,662</u>	15,381,662
4	Others	<u>84,480</u>	-
	Total	<u>24,106,543</u>	<u>24,484,794</u>
Notes 7 INVENTORIES (at cost or net realisable value whichever is less)			
1	Stock-in-Trade (Land)	<u>95,423,155</u>	<u>238,809,198</u>
	Total	<u>95,423,155</u>	<u>238,809,198</u>
Note 8: INVESTMENTS			
Current Portion of Investment at Cost			
1)	Current Account with Partnership Firm [Refer Note no. 3(2)]	-	-
	Total	<u>-</u>	<u>-</u>



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Notes 9 TRADE RECEIVABLES			
1	Trade Receivables (Unsecured considered good)		
	Due for more than six months	830,455	5,777,728
	Others	19,235,061	33,075,652
	Credit impaired	-	-
	Total	20,065,516	38,853,380
Note 10 CASH AND CASH EQUIVALENTS			
1	Cash and Cash Equivalent		
a)	Balance with Bank in Current Accounts with Scheduled Banks	13,613,406	897,370
b)	Cash on Hand	1,862,899	2,306,760
c)	Share in Jointly Controlled	1,096,529	7,189,810
	Total	16,572,834	10,393,940
NOTE 11 BANK BALANCE OTHER THAN ABOVE NOTE 10			
1	Margin Money with IOB for Bank Guarantee	448,571	448,571
	Total	448,571	448,571
Note 12 LOANS			
Unsecured considered good			
a)	Loans & Advances to Employees	227,500	454,297
	Total	227,500	454,297
Note 13 ADVANCES			
Other Loans and Advances (at amortised cost)			
Unsecured, considered good			
a)	Advance Recoverable in cash or in kind or for value to be received		
i)	Advances to Related Parties	155,053,789	126,133,950
ii)	Advances to Others	327,227,709	297,011,536
iii)	Advances to Suppliers	-	225,000
	Total	482,281,498	423,370,486
Note a(i) Advances to Related Parties			
1	Arihant Shipbreakers	6,031,153	6,031,153
2	Shakun Gases Pvt. Ltd.	30,319,274	-
3	Classy Investments Pvt. Ltd.	6,759,676	6,009,676
4	GSP International	64,309,580	74,729,015
5	Ritika Steel & Scraps Pvt.Ltd	1,072,223	1,202,223
6	Tradewin Mercantile Co. Pvt. Ltd.	46,561,883	38,161,883
	Total	155,053,789	126,133,950

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Notes 14 OTHER CURRENT ASSETS			
<u>Other Current Assets</u>			
i)	Prepaid Expenses	-	118,680
ii)	Deposits	-	50,000
iii)	Interest Receivable	4,674,437	-
	Total	4,674,437	168,680

NOTE 15 SHARE CAPITAL

Authorised Capital

200,00,000 Equity Shares of ₹ 10/- each **200,000,000** 200,000,000

Issued Capital

142,05,580 Equity Shares of ₹10/- each **142,055,800** 142,055,800

Subscribed and Paid Up Capital

1,40,93,160 Equity Shares of ₹ 10/- each **140,931,600** 140,931,600

Total **140,931,600** **140,931,600**

a) **Reconciliation of the Shares outstanding at the beginning and end of the reporting year & Statement of Changes in Equity**

Particulars	Quantity Value	As at 31.03.2019	As at 31.03.2018
<u>Equity Shares</u>			
Numbers of Shares outstanding at the beginning of the year	Qty value ₹	14,093,160 140,931,600	14,093,160 140,931,600
Add : Further Shares issued during the year		-	-
Less : Shares bought back during the year		-	-
Numbers of Shares outstanding at the end of the year	Qty value ₹	14,093,160 140,931,600	14,093,160 140,931,600

b) **Terms/ rights attached to Shares**

The Company has only one class of Equity Share having a par value of ₹ 10/- per Share. Each holder of Equity Share is entitled to one vote per Share.

c) **Details of Shares held by each Shareholder holding more than 5%**

Name of the Shareholders	As at 31.03.2019		As at 31.03.2018	
	% held	No. of Shares	% held	No. of Shares
<u>A) Promoters:</u>				
M/s Attar Construction Company Pvt. Ltd.	10.25	14,43,800	10.25	14,43,800
Shri Tarun Jain	5.97	841,489	5.97	841,489
Shri Atul Jain	7.32	1,030,964	7.32	1,030,964
Shri Amit Jain	6.57	925,752	6.57	925,752
<u>B) Public</u>				
Om Hari Halan (H.U.F)	9.51	1,340,000	9.51	1,340,000
Paresh Ranjit Kapadia	5.43	7,65,000	5.43	7,65,000



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 16 - OTHER EQUITY

	Reserves and Surplus				Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	₹
As at 1 April 2017	10,460,143	235,686,200	35,140,565	379,068,635	660,355,543
Profit for the period				1,559,719	1,559,719
Other Comprehensive Income for the year (net)	-	-	-	594,861	594,861
As at 31 March 2018	10,460,143	235,686,200	35,140,565	381,223,215	662,510,123
As at 1 April 2018	10,460,143	235,686,200	35,140,565	381,223,215	662,510,123
Profit/ (Loss) for the period				(3,864,288)	(3,864,288)
Other Comprehensive Income for the year (net)	-	-	-	393,208	393,208
As at 31 March, 2019	10,460,143	235,686,200	35,140,565	377,752,135	659,039,043

Securities premium reserve

"Securities premium reserve" is used to denote the Share premium received on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General Reserve:

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid-up capital of the Company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

NOTE 17 BORROWINGS

Sr. No.	Particulars	Non-Current Portion		Current Portion (Refer to Note No.21)	
		As at 31.03.2019	As at 31.03.2018	As at 31.03.2019	As at 31.03.2018
		₹	₹	₹	₹
I	Secured Loan				
	From Other Parties :				
	M.S. Wellness N Solutions (I) Pvt. Ltd.*	-	13,750,000	-	-
I	Unsecured Loan				
	From Bank				
	ICICI Bank Ltd(Loan A/c.No.1890626)**	-	13,641,696	3,314,486	4,923,808
	Total	-	27,391,696	3,314,486	4,923,808

Additional Information to Long Term Borrowings

The long term portion of term loan is shown under long term borrowing and amount payable within one year is shown under the current liabilities as per the disclosure requirements of Schedule III

I Secured Loan

* M.S. Wellness N Solutions (I) Pvt. Ltd.

Secured by way of piece of parcel of an agricultural land in survey no. 344, situated at Bachupally village, District Andhra Pradesh. The said land is mortgaged under Negative Lien Agreement.

II Unsecured Loan

** ICICI Bank Ltd(Loan A/c.No.1890626)

The said loan is availed by the Company jointly with a Directors and for which Director has given his personal assets as security. Loan was sanctioned on 25th October, 2011 interest @ 9.60% p.a. floating rate and is Repayable in 118 EMI w.e.f. December 2011. The year of maturity with reference to Balance Sheet is 6 months.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
Note 18 OTHER FINANCIAL LIABILITIES			
I	Security Deposits	4,706,587	4,706,587
II	Other Long Term Liabilities		
i)	Loans From Directors	748,187	2,673,187
ii)	Intercorporate Deposits	3,100,000	21,000,000
iii)	Other Payables	8,226,123	26,646,503
iv)	Other Payables-Related Parties	4,778,369	5,278,369
	Total	<u>21,559,266</u>	<u>60,304,646</u>
Note 19 PROVISIONS			
	Gratuity Payable	5,917,701	5,738,881
	Less: Payment made in GGCA Scheme	5,398,271	5,038,828
	Net	<u>519,430</u>	<u>700,053</u>
Note 20 DEFERRED TAX LIABILITY (NET)			
<u>Tax Effect of items constituting defferd tax liability</u>			
	Opening Balance	896,268	1,534,029
	Related to Fixed Assets	(181,514)	(903,770)
	Gratuity	138,154	266,009
	TOTAL	<u>852,908</u>	<u>896,268</u>
NOTE 21 BORROWINGS-CURRENT LIABILITIES			
<u>Unsecured</u>			
a)	Loans From Directors	3,840,674	3,840,674
b)	Loans & Advances From Related Parties	958,192	958,192
c)	Intercorporate Deposits	1,559,179	6,700,000
d)	Intercorporate Deposits from Related Parties	6,991,200	7,233,746
e)	Loans from other parties	3,314,486	4,923,808
f)	Others		
	Loans & Advances	38,769,621	50,485,196
	Total	<u>55,433,352</u>	<u>74,141,616</u>



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No.	Particulars	As at 31.03.2019 ₹	As at 31.03.2018 ₹
NOTE 22 TRADE PAYABLES			
i	Total outstanding dues of micro enterprises & small enterprises	-	-
ii	Total outstanding dues of creditors other than micro enterprises & small enterprises	54,544,651	85,677,735
	Total	54,544,651	85,677,735
NOTE 23 OTHER FINANCIAL LIABILITIES			
1	Other Payables	57,651,130	98,473,593
2	Other Payables Related Parties	40,170,425	91,730,334
	Total	97,821,555	190,203,927
NOTE 24 OTHER CURRENT LIABILITIES			
1	Security Deposits	17,336,000	12,465,000
2	Other Advances Received	1,120,000	-
	Total	18,456,000	12,465,000
NOTE 25 PROVISIONS			
1	Provision For Employees	430,686	667,486
2	Statutory Dues towards EPF, TDS & GST	118,720	320,534
3	Provision for Expenses	136,163	1,677,149
4	Provision for Taxation	672,493	484,493
	Total (1+2+3+4)	1,358,062	3,149,662

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No	Particulars	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
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Note: 26 REVENUE FROM OPERATIONS

Sale of Products from

Property Development Activities

1	Sale of Flats /Offices	3,024,000	170,200,000
2	Sale of Land	200,844,500	-

Other Operating Revenues

1	Rent Income	3,192,420	6,538,299
	Total	207,060,920	176,738,299

Note: 27 OTHER INCOME

1	Interest received from Bank	2,296	9,499
2	Interest from Firm - Kamanwala Lakshachandi Todays Construction	728,487	3,917,521
3	Profit from Partnership Firm: Kamanwala Jain Infra LLP	801,604	287,281
4	Profit from Partnership Firm: Kamanwala Lakshachandi Todays Construction	269,781	34,305
5	Profit from Partnership Firm: Kamanwala Lakshachandi Todays Developers	222,546	276,003
6	Other Receipts	-	6,549,151
7	Sundry Balances Written Back	-	518,061
8	Interest from others	28,944,205	11,716,576
	Total	30,968,919	23,308,397

Note 28.a Cost of Material Consumed

(i)	Opening stock	-	-
(ii)	Add: Purchases	-	114,376,775
(iii)	Less: Closing Stock	-	-
(iv)	Cost of Material Consumed	-	114,376,775

Note 28.b Changes in inventories of finished goods, work in progress and stock in trade

Inventories at the end of the year

Finished Stock		-	-
Land		95,423,155	238,809,198
		95,423,155	238,809,198

Inventories at the beginning of the year

Finished Stock		-	37,678,061
Land		238,809,198	238,809,198
		238,809,198	276,487,259
Net decrease		143,386,043	37,678,061



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Sr. No	Particulars	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
Note: 29 EMPLOYEE BENEFIT EXPENSE			
1	Salaries and Wages (Includes Rs. 2,00,000/- being managerial remuneration)	2,178,085	5,894,804
2	Contribution to provident fund and other funds	647,024	868,208
3	Staff Welfare Expenses	119,589	78,280
	Total	2,944,698	6,841,292
Note: 30 FINANCE COSTS			
1	Interest on Car Loans	-	51,494
2	Interest Paid-Others	1,631,679	3,783,035
3	Bank Charges	26,637	16,965
	Total	1,658,316	3,851,494
Note: 31 OTHER EXPENSES			
1	Auditors Remuneration (Refer to Note 1)	170,000	170,000
2	Brokerage	152,500	1,995,567
3	Electricity Charges	273,935	307,757
4	Expenses of Malad-SRA	732,850	2,748,540
5	Gratuity Insurance Expenses	52,655	52,655
6	Insurance Expenses	118,680	242,798
7	Interest on Statutory Dues	6,106	17,008
8	Legal & Professional Fees	1,851,590	2,357,600
9	Listing Fees	323,836	487,428
10	Loss on Sale of Fixed Assets	97,504	662,422
11	Compensation Expenses	-	336,825
12	Property Taxes	-	392,525
13	Repair & Maintenance	167,347	325,142
14	Sundry Balance w/off (Net)	85,609,755	21,417,599
15	Travelling Expenses	202,184	-
16	Vehicle Expenses	563,940	221,475
17	Miscellaneous Expenses	1,850,807	2,069,359
	Total	92,173,689	33,804,700
NOTE: 1. AUDITORS REMUNERATION			
i)	Statutory Audit Fees	110,000	110,000
ii)	Limited Review Fees	60,000	60,000
	Total	170,000	170,000
Note 32 EARNING PER SHARE			
i)	Net Profit/ (Loss) after tax as per statement of Profit and Loss attributable to Equity Shareholders	(3,864,288)	1,559,719
ii)	Weighted Average number of equity shares used as denominator for calculating EPS	14,093,160	14,093,160
iii)	Basic and Diluted Earning Per Share (INR)	(0.27)	0.11
iv)	Face Value per Equity Share (INR)	10.00	10.00

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

NOTE 33 : RELATED PARTY DISCLOSURE

As per IND AS - 24 the disclosure of transactions with the related parties are given below:

(I) LIST OF RELATED PARTIES WHERE CONTROL EXISTS AND RELATED PARTIES WITH WHOM TRANSACTIONS HAVE TAKEN PLACE AND RELATIONSHIPS:

Sr. No.	Name of Related Party	Relationship
1	M/s Attar Construction Co. Pvt. Ltd.	Associates
2	M/s Classy Investments Pvt. Ltd.	Associates
3	M/s Ritika Steel & Scraps Pvt. Ltd.	Associates
4	M/s Avoir Finance & Investment Pvt. Ltd.	Associates
5	M/s Tradewin Mercantile Co. Pvt. Ltd.	Associates
6	M/s A.S. Jain & Sons (Prop. Concern of Mrs. Shobha Jain)	Associates
7	M/s Hatimi Steels (Prop. Concern of Mr.Amit Jain)	Associates
8	M/s Kamanwala Lakshachandi Todays Developers	Joint Venture
9	M/s Kamanwala Lakshachandi Todays Construction	Joint Venture
10	Kamanwala Jain Infra LLP	Joint Venture
11	Mr. Atul Jain	Key Managerial Personnel
12	Mr. Tarun Jain	Key Managerial Personnel
13	Mrs.Pushpa Jain	Key Managerial Personnel
14	Mr. Amit Jain, Mr. B. D. Jogani, Mr. Suresh Thite	Other Directors
15	Smt. Shobha Jain	Relatives of Key Managerial Personnel
16	Mr. Vaibhav Jain	Relatives of Key Managerial Personnel
17	Mr. Sanjeev Jain	Relatives of Key Managerial Personnel
18	M/s M S Wellness & Solutions Pvt. Ltd.	Relatives of Key Managerial Personnel
19	M/s GSP International (Prop. Arun Jain)	Relatives of Key Managerial Personnel
20	Mr. Laxmi Narayan Agarwal	Relatives of Key Managerial Personnel
21	M/s Shakun Gases Pvt.Ltd	Relatives of Key Managerial Personnel



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

NOTE 33 (II) : TRANSACTIONS DURING THE YEAR ENDED WITH RELATED PARTIES

Sr. No.	Nature of Transactions	Associates	Joint Venture	Key Management Personnel	Other Directors	Relatives of Key Managerial Personnel	For Year Ended 31.03.2019
		₹	₹	₹	₹	₹	₹
1	Remuneration	-	-	200,000	-	-	200,000
		-	-	(2,106,000)	-	-	(2,106,000)
2	Interest received	3,940,883	-	-	-	5,480,565	9,421,448
		(2,418,460)	-	-	-	(339,136)	(2,757,596)
3	Inter Corporate Deposits	53,421,425	-	-	-	-	53,421,425
		(20,138,247)	-	-	-	-	(20,138,247)
4	Repayment of Inter Corporate Deposits	44,196,765	-	-	-	-	44,196,765
		(130,245,068)	-	-	-	-	(130,245,068)
5	Interest Paid on Inter Corporate Deposits	-	-	-	-	-	-
		(336,825)	-	-	-	-	(336,825)
6	Loans & Advances From Directors	-	-	500,000	-	-	500,000
		-	-	(2,804,275)	-	(29,550,000)	(32,354,275)
7	Repayment of Loans & Advances	-	-	2,425,000	-	36,500,000	38,925,000
		-	-	(4,709,407)	-	(8,500,000)	(13,209,407)
8	Loans & Advances taken	-	-	-	-	-	-
		-	-	-	-	(1,000,000)	(1,000,000)
9	Loans & Advances given	1,200,000	-	-	-	32,500,000	33,700,000
		(1,980,000)	-	-	-	-	(1,980,000)
10	Loans & Advances repayment received	-	-	-	-	15,900,000	15,900,000
		-	-	-	-	(1,500,000)	(1,500,000)

Note : The Figures in the brackets represent for the Previous period ended.

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 34 : Previous year's figures have been regrouped and/or reclassified wherever necessary to make them comparable with current year figures.

Note 35: Balances in various accounts included in trade receivables, trade payables, advances recoverable, deposits/advances from/to customers/suppliers and Joint venture contributions are subject to confirmation.

Note 36: In the opinion of the Management, the aggregate value of current assets (including stock) and loans and advances on realization in the ordinary course of business will not be less than the amount at which these are stated in the Financial Statements.

Note 37: All lands/development rights/premises are purchased on agreement basis and conveyance in respect of the same will be executed directly in favor of Co-operative Societies whenever they are formed.

Note 38: The ongoing negotiations for recovery of principal amount on account of payment and interest thereon over a period from HDIL are in progress and management expects to realize the dues in coming years. However as balance confirmation is yet to be received and as abundant caution the interest for the year of Rs.2,17,00,963/- (Previous Year Rs.2,17,00,963/-) is not recognized pending further negotiations and final outcome thereof. Also the interest income accrued in earlier years upto 31-03-2016 amounting to Rs.10,41,64,619/-has been written off during the year.

Note39: Contingent Liability exists in respect of following disputed demands against which appeals are pending before Appellate Authorities:

- a) For Assessment Year (A.Y.) 2011-12 as per order giving effect to ITAT appeal order received during previous financial year demand of Rs.212.73 lakhs is pending. Further relief is expected considering certain matters restored to Assessing Officer and also for certain issues appeal before CIT (A) is pending.
- b) During the financial year 2015-16, Income Tax assessment for the A.Y. 2013-14 was completed and order was passed by Deputy Commissioner of Income Tax where in demand of Rs.707.46 lakhs (since reduced) was raised by assessing authority. The same is reduced to Rs. 655.53 lakhs as per order giving effect to ITAT Appeal order dated 15-02-2017 in respect of earlier assessment years. The Company has filed an appeal with the Commissioner of Income Tax (Appeal).
- c) During the financial year 2016-17 Income tax assessment for A.Y.2014-15 was completed and order was passed by Deputy Commissioner of Income Tax wherein demand of Rs.1,72.14 lakhs was raised by the assessing authority. The company has filed an appeal with the Commissioner of Income Tax (Appeal).
- d) During previous financial year Income tax assessment for Assessment Year 2015-16 was completed and demand of Rs.345.60 lakhs has been raised by the assessing authority. The company has filed appeal with the CIT (A).
- e) During the financial year 2015-16, assessment of Sales Tax(VAT) for the period 2011-12 was completed where in demand of Sales Tax is raised by the assessing authority for Rs.74.56 lakhs. During the financial year 2014-15, assessment of Sales Tax for the periods of 2006-07, 2007-08, 2008-09, 2009-10 and 2010-11 was completed where in demand of Sales Tax is raised by the assessing authority of Rs.63.80 lakhs. During the financial year assessment for F.Y. 2014-15 was completed and demand of Rs. 16.32 Lakhs was raised. The Company has filed appeals with the Joint Commissioner of Sales Tax (Appeal).
- f) The Company's appeal with Commissioner of Service Tax (Appeals) against demand of service tax of Rs 24.02 lakhs pertaining to Financial Year 2012-13 to 2014-15 was rejected. However as advised the Company has made appeal before Appellate Tribunal and expects favorable outcome in this matter.
- g) During the year Service Tax Department raised demand of Rs. 1.96 lakhs for the period April 2015 to June, 2017 on similar issue. The Company has preferred appeal before Commissioner Appeals and expects a favorable outcome.

In respect of all above said demands, as advised, favorable outcome is expected in the Appeal proceedings.

Note40: The Company is in the process of identification of suppliers registered, if any, under Micro, Small and Medium Enterprises Development Act,2006, as micro and small enterprise. Information has been collated only to the extent of information available with the company and accordingly no amount is disclosed.

Note 41: The Company has given guarantee of Rs 3 lakhs to Maharashtra Pollution Control Board on account of specific compliances for Malad Project.



KAMANWALA HOUSING CONSTRUCTION LIMITED

NOTES ON CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

Note 42: The Company has entered into the following Deeds of Partnership for which Liabilities are unlimited and amount not ascertained:

- a) Kamanwala Lakshchandi Todays Constructions ,b) Kamanwala Lakshchandi Todays Developers

Note 43:

The Company has provided the Consolidation of following entities on proportionate consolidation:

Sr. No.	Name of Entity	Share of Company	Nature
1	Kamanwala Jain Infra LLP	70%	Jointly Controlled Entity
2	Kamanwala Lakshchandi Todays Construction	50%	Jointly Controlled Entity
3	Kamanwala Lakshchandi Todays Developers	50%	Jointly Controlled Entity

Note 44:

44.1.Risk Management Framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management Framework. The Company's risk management policies are established to identify and analyse the risk faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Audit Committee oversees how management monitors compliance with the Company's Risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Audit Committee is assisted in its oversight role by internal audit.

Note 44.2 Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investments, debt securities, loans given to related parties and project deposits. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, unbilled revenue, investments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk. The carrying amount of financial assets represents the maximum credit exposure.

(i) Trade Receivables

Customer credit risk is managed by requiring customers to pay advances through progress billings before transfer of ownership, therefore, substantially eliminating the credit risk in this respect.

The credit risk with regard to trade receivable has a high degree of risk diversification, due to the projects of varying sizes and types with numerous different customer categories in a large number of geographical markets.

Based on prior experience and an assessment of the current economic environment, management believes there is no credit risk provision is required. Also the Company does not have any significant concentration of credit risk.

The ageing of trade receivables is as follows: (in rupees)

Particulars	March 31,2019	March 31,2018	March 31,2017
More than 6 Months	830455	5777728	-
Others	19235061	33075652	98679360

The amounts reflected in the table above are not impaired as on the reporting date.

Note 44.3 Liquidity risk management

Liquidity risk refers to the risk of financial distress or extraordinary high financing costs arising due to shortage of liquid funds in a situation where business conditions unexpectedly deteriorate and requiring financing. The Company requires funds both for short term operational needs as well as for long term capital expenditure growth projects. The Company generates sufficient cash flow for operations, which together with the available cash and cash equivalents and short term investments provide liquidity in the short-term and long-term. The Company has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years and its non-derivative financial assets. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Liquidity Exposures for the year ended March,31 2019 (In rupees)

Particulars	Less than 1 year	1-5 Years	More than 5 Years	Total
Financial Asset				
Investments	-	-	69,00,000	69,00,000
Loans	2,27,500	19,79,05,105	-	19,81,32,605
Other Financial Assets	48,22,81,498	12,05,60,900	-	60,28,42,398
Trade Receivables	2,00,65,516	-	-	2,00,65,516
Cash & Bank Balance	1,70,21,405	-	-	1,70,21,405
Financial Liability				
Borrowings	5,54,33,352	38,48,187	-	5,92,81,539
Trade Payables	5,45,44,651	-	-	5,45,44,651
Other Financial Liabilities	9,78,21,555	1,77,11,079	-	11,55,32,634

Liquidity Exposures for the year ended March,31 2018 (in rupees)

Particulars	Less than 1 year	1-5 Years	More than 5 Years	Total
Financial Asset				
Investments	-	-	69,00,000	69,00,000
Loans	4,54,297	20,10,75,472	-	20,15,29,769
Other Financial Assets	42,33,70,486	22,47,25,519	-	64,80,96,005
Trade Receivables	3,88,53,380	-	-	3,88,53,380
Cash & Bank Balance	1,08,42,511	-	-	1,08,42,511
Financial Liability				
Borrowings	7,41,41,616	5,10,64,883	-	12,52,06,499
Trade Payables	8,56,77,735	-	-	8,56,77,735
Other Financial Liabilities	19,02,03,927	3,66,31,459	-	22,68,35,386



KAMANWALA HOUSING CONSTRUCTION LIMITED

Note 45: Capital Management: Equity share capital and other equity are considered for the purpose of Company's capital management. The Company manages its capital so as to safeguard its ability to continue as a going concern and to optimize returns to shareholders. The capital structure of the Company is based on management's judgement of its strategic and day-to-day needs with a focus on total equity so as to maintain investors, creditors and market confidence.

Note 46: Financial Instruments

Valuation

All financial instruments are initially recognized and subsequently re-measured at fair value as described below:

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between the willing parties, other than in a forced or liquidation sale.

The financial instruments are categorized into two levels based on the inputs used to arrive at fair value measurements as described below:

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

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The carrying values of the financial instruments by categories were as follows:

Financial Assets (at amortised cost)	Carrying Amount	Level of input used in		
		Level 1	Level 2	Level 3
(i) Loans	19,81,32,605	-	Level 2	-
(ii) Trade receivables	2,00,65,516	-	-	-
(iii) Cash and Bank Balance	1,70,21,405	-	-	-
(iv) Other financial assets	60,28,42,398	-	Level 2	-
Financial Liabilities (at amortised cost)				
(i) Borrowings	5,92,81,539		Level 2	
(ii) Other Financial Liabilities	11,55,32,634		Level 2	

As per our report attached

For Majithia & Associates

Chartered Accountants

Registration No. 105871W

Bhavesh R. Majithia

Partner

Membership No. 048194

Mumbai, 27th May, 2019

For and on behalf of the Board of Directors

Kamanwala Housing Construction Limited

Sejal Desai

Company Secretary

Atul Jain

Managing Director

Amit Jain

Director

Tarun Jain

Chief Financial Officer



KAMANWALA HOUSING CONSTRUCTION LIMITED

(CIN NO: L65990MH1984PLC032655)

Reg. Off.: 406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016., Mumbai-400051.

Email: cs.kamanwala@gmail.com; website: www.kamanwalahousing.com

ANNUAL GENERAL MEETING

Monday, 30th September, 2019 at 11.00 a.m.

PROXY FORM

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

I/We being the member(s) of Kamanwala Housing Construction Limited holding _____ shares, hereby appoint:

1. Name: _____

Address: _____

Email: _____ Signature: _____

or failing him/her;

1. Name: _____

Address: _____

Email: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Monday, 30th September, 2019 at 11.00 a.m. at 406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
	Ordinary Business:		
1.	To receive, consider and adopt the audited financial statements(standalone) of the Company for the financial year ended 31 st March, 2019 and also to receive, consider and adopt audited financial statements (consolidated) for the financial year ended 31 st March 2019 together with Directors' Report and Auditors' Reports thereon.		
2.	To appoint a Director in place of Mr. Atul Attarsen Jain (DIN: 00052966), who retires by rotation and being eligible offers himself for reappointment.		
	Special Business:		
3.	To appoint Mr. Suresh Ganpat Thite (DIN: 07037046) as Independent Director of the Company for period of five consecutive years.		
4.	To approve limits for giving of loans & advances, guarantees or acquire by way of subscription, purchase or otherwise, the securities of any other Body Corporates		

* It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box.



KAMANWALA HOUSING CONSTRUCTION LIMITED

If you leave the 'for' or 'against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

Note: Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the members present.

Signed this _____ day of _____ 2019

Affix Re 1
Revenue
Stamp

Member's Signature _____

Signature of Proxy holder _____

Signature of Proxy holder (2nd) _____

NOTE:
This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.



KAMANWALA HOUSING CONSTRUCTION LIMITED

(CIN NO: L65990MH1984PLC032655)

Reg. Off.: 406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016. , Mumbai-400051.

Email: cs.kamanwala@gmail.com; website: www.kamanwalahousing.com

ANNUAL GENERAL MEETING

Monday, 30th September, 2019 at 11.00 a.m.

ATTENDANCE SLIP

I/ We hereby record my/ our presence at the Annual General Meeting of the Company to be held on Monday, 30th September, 2019 at 11.00 a.m. at 406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016.

DP ID No.*	L.F. No.
Client I.D. No.*	No. Of Shares Held
Name:	
Address:	
If Shareholder(s), Please Sign Here:	If Proxy, Please sign here:

ROUTE MAP FOR ANNUAL GENERAL MEETING

Date : 30th September, 2019

Day : Monday

Time : 11.00 a.m.

Address : 406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016.





KAMANWALA HOUSING CONSTRUCTION LIMITED

CIN: L65990MH1984PLC032655

REGISTERED OFFICE :

406, New Udyog Mandir-2, Mogul Lane, Mahim (West), Mumbai-400016.

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