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DLF Limited

DLF Gateway Tower, R Block,
DLF City Phase – III, Gurugram – 122 002,
Haryana (India)
Tel.: (+91-124) 4396000



July 29, 2019

The General Manager Dept. of Corporate Services BSE Limited P.J. Tower, Dalal Street, Mumbai 400 001	The Vice-President National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai-400051
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Dear Sir,

Sub: **Un-Audited Financial Results – Q1/2020**

The Board of Directors in its meeting held on today has approved Un-audited Financial Results (Consolidated as well as Standalone) for the **quarter ended 30th June, 2019**. A copy of the said results (**Consolidated & Standalone**) along-with Limited Review Reports are enclosed herewith, in compliance with Regulation 33 of the SEBI (LODR) Regulations, 2015.

The meeting of the Board of Directors was commenced at 16:00 Hrs. and concluded at 19:30 Hrs.

Thanking you,

Yours faithfully,
for **DLF LTD.**

Subhash Setia
Company Secretary

Encl. As above

For Stock Exchange's clarifications:-

1. Mr. Subhash Setia – 09873718989/setia-subhash@dlf.in
2. Mr. Raju Paul – 09999333687 / paul-raju@dlf.in

DLF Limited

Regd. Office: Shopping Mall, 3rd Floor, Arjun Marg, DLF City, Phase I, Gurugram - 122 022 (Haryana), India.

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STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2019

(₹ in crores)

SL NO.	PARTICULARS	QUARTER ENDED			YEAR ENDED
		30.6.2019 (Unaudited)	31.3.2019 (Audited)	30.6.2018 (Unaudited)	31.3.2019 (Audited)
1	Income				
	a) Revenue from operations	1,331.19	2,500.43	1,507.35	8,366.09
	b) Other income	209.76	160.52	150.32	663.32
	Total income	1,540.95	2,660.95	1,657.67	9,029.41
2	Expenses				
	a) Cost of land, plots, constructed properties, development rights and others	769.27	1,554.48	945.29	4,951.10
	b) Employee benefits expense	78.24	101.82	78.55	351.62
	c) Finance costs	536.03	535.10	497.54	2,061.87
	d) Depreciation and amortisation expense	51.06	56.73	56.40	224.63
	e) Other expenses	244.00	310.44	174.92	921.85
	Total expenses	1,678.60	2,558.57	1,752.70	8,511.07
3	Profit/(loss) before exceptional items, tax, share of profit/(loss) in associates and joint ventures (1-2)	(137.65)	102.38	(95.03)	518.34
4	Exceptional items (net)	296.51	127.32	-	127.32
5	Profit before tax, share of profit/(loss) in associates and joint ventures (3+4)	158.86	229.70	(95.03)	645.66
6	Tax expense*	9.97	37.78	(25.97)	277.37
7	Profit after tax and before share of profit/(loss) in associates and joint ventures (5-6)	148.89	191.92	(69.06)	368.29
8	Share of profit/(loss) in associates and joint ventures (net)	265.05	242.85	241.50	945.78
9	Profit for the period/year (7+8)	413.94	434.77	172.44	1,314.07
10	Other comprehensive income/(loss)				
	a) Items that will not be reclassified to profit and loss	(1.37)	(1.58)	0.06	(3.69)
	b) Income tax relating to items that will not be reclassified to profit and loss	0.08	0.49	-	0.45
	c) Items that will be reclassified to profit or loss	-	(39.05)	19.31	-
	d) Income tax relating to items that will be reclassified to profit or loss	-	13.64	(6.75)	-
	Other comprehensive income/(loss)	(1.29)	(26.50)	12.62	(3.24)
11	Total comprehensive income for the period/year (9+10)	412.65	408.27	185.06	1,310.83
12	Net profit/(loss) for the period/year attributable to:				
	Owners of the holding company	414.72	436.56	172.77	1,319.22
	Non-controlling interests	(0.78)	(1.79)	(0.33)	(5.15)
		413.94	434.77	172.44	1,314.07
13	Other comprehensive income/(loss) attributable to:				
	Owners of the holding company	(1.29)	(26.50)	12.62	(3.24)
	Non-controlling interests	-	-	-	-
		(1.29)	(26.50)	12.62	(3.24)
14	Total comprehensive income/(loss) attributable to:				
	Owners of the holding company	413.43	410.06	185.39	1,315.98
	Non-controlling interests	(0.78)	(1.79)	(0.33)	(5.15)
		412.65	408.27	185.06	1,310.83
15	Paid-up equity share capital (face value of ₹ 2 per share)	495.06	441.44	356.82	441.44
16	Other equity (including share warrants pending allotment)				33,135.10
17	Earnings per equity share (face value of ₹ 2 per share) (not annualised)				
	Basic (₹)	1.83	2.43	0.97	7.38
	Diluted (₹)	1.74	1.97	0.79	6.00

* Tax expense includes current tax, deferred tax and minimum alternate tax



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Notes to the Consolidated Financial Results

1. The above unaudited consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 29, 2019 and have been subjected to 'Limited Review' by the Statutory Auditors of the Company.
2. These consolidated financial results have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards as notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended. The said financial results represent the results of DLF Limited ("the Company"), its subsidiaries (together refer to as "the Group"), partnership firms, joint operations and its share in results of joint venture and associates which have been prepared in accordance with Ind AS-110 – 'Consolidated Financial Statement' and Ind AS – 28 – 'Investment in Associates and Joint Ventures'.
3. Change in capital structure of the Company:-
 - a) On May 24, 2019, the Company allotted 130,000,000 equity shares of ₹ 2 each at a premium of ₹ 215.25 per share by way of conversion of equal number of Compulsory Convertible Debentures issued to Promotor/Promotor group companies.
 - b) On June 26, 2019, upon receipt of balance consideration of ₹ 2,249.90 crores (being 75% of the Warrants issue price) towards exercise of Warrants, the Company allotted 138,089,758 equity shares of ₹ 2 each at a premium of ₹ 215.25 per share by way of conversion of equal number of Warrants issued to Promotor/Promotor group companies
4. Utilisation of proceeds:
 - a) During the previous quarter, the Company had received a sum of ₹ 3,172.82 crores by way issue of capital through Qualified Institutional Placement, out of which ₹ 3,106.17 crores has been utilized towards repayment of loans by the Company and its subsidiaries and ₹ 66.65 crores has been used towards working capital requirements.
 - b) During the quarter, the Company had received a sum of ₹ 2,249.90 crores by way of allotment of Warrants, out of which ₹ 738.35 crores has been utilized towards loans/ advances/ land commitments, ₹ 16.15 crores towards repayment of bank loans, ₹ 21.50 crores towards working capital requirements (including loans to subsidiaries). The balance amount of ₹ 1473.90 crores is invested in Fixed Deposit/Mutual funds for further utilization.
5. The Group's business activities which are primarily real estate development and related activities falls within a single reportable segment as the management of the Company views the entire business activities as real estate development. Accordingly, there are no additional disclosures to be furnished in accordance with the requirement of Ind AS 108 – Operating Segments with respect to single reportable segment. Further, the operations of the Company is domiciled in India and therefore there are no reportable geographical segment.

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Notes to the Consolidated Financial Results

6. The Standalone financial results of the Company for the quarter ended June 30, 2019 are available on the Company's Website <http://www.dlf.in/quarterly-results>

Key standalone financial information is given below:

Particulars	Quarter ended			Year ended
	June 30, 2019 (Unaudited)	March 31, 2019 (Audited)	June 30, 2018 (Unaudited)	March 31, 2019 (Audited)
	(₹ in crores)			
Income from operations	637.97	1,035.66	449.23	3,708.77
Profit/(loss) before tax	801.80	173.87	(46.52)	765.66
Net profit/(loss)	782.65	253.33	(22.04)	687.60
Other comprehensive income	(0.16)	(26.03)	12.56	(0.58)
Total comprehensive income	782.49	227.30	(9.48)	687.02

7. Key Pending Matters:

- a) (i) The Competition Commission of India (CCI) on a complaint filed by the Belaire/ Park Place owners association had passed orders dated August 12, 2011 and August 29, 2011 wherein the CCI had imposed a penalty of ₹ 630 crores on DLF Limited ("DLF" or "the Company") or, restraining DLF from formulating and imposing allegedly unfair conditions with buyers in Gurugram and further ordered to suitably modify the alleged unfair conditions on its buyers.

The said orders of CCI were challenged by DLF on several grounds by filing appeals before the Competition Appellate Tribunal (COMPAT). The COMPAT, pending hearing and till final orders had granted stay on demand of penalty of ₹ 630 Crores imposed by CCI.

COMPAT vide its order dated May 19, 2014 accepted the arguments of DLF that since the agreements were entered into prior to coming into force of section 4 of the Competition Act, 2002, the clauses of the agreements entered in 2006-07 could not be looked into for establishing contravention of section 4 of the Competition Act, 2002, however, COMPAT held that the Company is a dominant player in Gurugram being the relevant market and has abused its dominant position in relation to certain actions which is violative of Section 4 of the Competition Act, 2002 and has accordingly upheld the penalty imposed by CCI.




Notes to the Consolidated Financial Results

The Company had filed an appeal in the Hon'ble Supreme Court of India against the order dated May 19, 2014 passed by the COMPAT. The Hon'ble Supreme Court of India vide order dated August 27, 2014 admitted the Appeal and directed the Company to deposit penalty of ₹ 630 crore in the Court. In compliance of the order, the Company had deposited ₹ 630 crores with the Hon'ble Supreme Court of India and is continued to be shown as recoverable.

The appeals will be listed for arguments before Hon'ble Supreme Court of India in due course.

- (ii) An order has been passed by CCI on May 14, 2015, against one of the Subsidiary Company relating to New Town Heights Project where CCI has directed the Company to cease and desist in implementation of the terms and conditions of Apartment Buyer Agreement which is found to be unfair and abusive.

No penalty has been imposed by CCI. The Subsidiary Company has filed an appeal before COMPAT against the said Order dated May 14, 2015 and appeals were dismissed by COMPAT. The Subsidiary Company against the order passed by COMPAT has filed an appeal before the Hon'ble Supreme Court.

The appeals have been tagged with the main appeal (mentioned in Para-a(i) above) and to be listed in due course before Hon'ble Supreme Court of India.

- b) During the year ended March 31, 2011, the Company, one of its subsidiary and a joint venture company received judgments from the Hon'ble High Court of Punjab and Haryana cancelling the sale deeds of land/removal of construction relating to two IT SEZ/ IT Park Projects in Gurgaon admeasuring 49.05 acres. The Company and the subsidiary companies filed Special Leave Petitions (SLPs) challenging the orders in the Hon'ble Supreme Court of India.

The Hon'ble Supreme Court of India had admitted the matters and stayed the operation of the impugned judgments till further orders in both the cases.

Management believes that there is reasonable strong likelihood of succeeding before the Hon'ble Supreme Court of India in matters stated in point (a) and (b) above based on the advice of the independent legal counsels. Pending the final decisions on the above matter, no adjustment has been made in these consolidated financial results.

- c) (i) The Securities and Exchange Board of India (SEBI) had issued a Show Cause Notice (SCN) dated June 25, 2013 under Sections 11(1), 11(4), 11A and 11B of the SEBI Act, 1992 ("the SEBI Act") read with clause 17.1 of the SEBI (Disclosure & Investor Protection) Guidelines, 2000 ("DIP Guidelines") and Regulation 111 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations"), and levelled certain allegations in the same.

The Company filed its reply with SEBI, placed written submissions and participated in the hearings conducted by the Hon'ble Whole Time Member, in which it replied to each allegation levelled in the said Show Cause Notice (SCN).

The Hon'ble Whole Time member however rejected the reply filed by the Company and vide its order dated October 10, 2014 restrained the Company and six others from accessing the securities market and prohibiting them from buying, selling or otherwise dealing in securities, directly or indirectly, in any manner, whatsoever, for a period of three years.



Notes to the Consolidated Financial Results

The Company filed an appeal against the said order before Securities Appellate Tribunal (SAT) which vide majority order dated March 13, 2015 allowed all the appeals and the impugned order passed by SEBI has been quashed and set aside.

SEBI has filed a statutory appeal under section 15Z of SEBI Act before Hon'ble Supreme Court of India.

On April 24, 2015, the Hon'ble Supreme Court of India admitted the appeal ('Appeal') filed by SEBI and issued notice on interim application. No stay has been granted by Hon'ble Supreme Court of India in favour of SEBI.

SEBI had filed an application stating that sale of Compulsory Convertible Preference Shares ('CCPS') in DLF Cyber City Developers Limited, group company, by the promoters, to third party Institutional Investors should not be allowed during the pendency of the appeal and have sought stay from the Hon'ble Supreme Court of India on the proposed transactions. The Hon'ble Supreme Court did not pass any order and has kept the application to be heard along with the appeal.

- (ii) SEBI also issued a SCN dated August 28, 2013 under Sections 15HA and 15HB of the SEBI Act, 1992 and under Rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by adjudicating officer) Rules, 1995 ("Adjudication Rules"), hearing on which has been completed and the Company has filed its written synopsis/submissions.

By way of orders dated February 26, 2015, the adjudicating officer of SEBI imposed penalties upon Company, some of its directors, officer, its three subsidiaries and their directors under Section 15HA and under Section 15HB of the SEBI Act, 1992.

The Company, its directors, officer, its three subsidiaries and their directors have filed appeal before SAT impugning the order dated February 26, 2015 passed by an Adjudicating Officer of SEBI. The appeal was listed before SAT and on April 15, 2015, SEBI had undertaken not to enforce the orders dated February 26, 2015 during pendency of the appeal.

The appeals were listed for hearing before SAT on April 25, 2018. The SAT vide its order passed on April 25, 2018 held that in view of SAT's majority decision dated March 13, 2015, the Adjudication Officer's decision dated February 26, 2015 cannot be sustained.

Accordingly, the Hon'ble SAT disposed of the appeals, along with intervention application. According to the judgement, the said appeals shall stand automatically revived once Hon'ble Supreme Court disposes of the Civil Appeals filed by SEBI against the SAT's judgment dated March 13, 2015.

Based on the advice of the independent legal counsel, management believes that there is reasonable strong likelihood of succeeding. Pending the final decisions on the above matter, no adjustment has been made in these consolidated financial results.



Notes to the Consolidated Financial Results

- (d) A subsidiary company, has total outstanding trade receivables from Coal India Limited and its subsidiaries (together referred to as "CIL") amounting to ₹ 259.68 crores (Net of recoveries of ₹ 183.00 crores and provisions made till date). The Company and CIL had approached JSERC (Jharkhand State Electricity Regulatory Commission) for fixation of tariff who passed the order in favour of the Company and was upheld by Appellate Tribunal on July 31, 2009. CIL filed appeal to Hon'ble Supreme Court against the order of Appellate Tribunal which is pending final disposal. The Hon'ble Supreme Court issued order dated September 14, 2012 had directed CIL to pay tariff fixed by JSERC and as confirmed by Appellate Tribunal, however, the said amount is still pending recovery. The Company is pursuing legal steps for recovering the remaining outstanding amounts. The Company believes that pending final disposal of the matter and keeping in view the interim relief granted by the Hon'ble Supreme Court the amounts due from CIL are fully recoverable. In addition, there are other similar cases from other customers wherein amount involved is ₹ 137.18 crores and the Company is confident of its recovery based on the Court decisions till date and legal advice.

The above litigations as mentioned in point 7 (a), (b), (c) and (d) are subject matter of 'Emphasis of Matter' in Statutory Auditor's Limited Review Report.

8. As already reported, in the earlier period(s), disallowance of SEZ profits u/s 80IAB of the Income Tax Act, 1961 were made by the Income Tax Authorities during the assessments of the Company and its certain subsidiaries raising demands amounting to ₹ 4,119.10 crores in respect of Assessment Years from 2008-09 to 2015-16.

The Company and its respective subsidiary companies had filed appeals before the appropriate appellate authorities against these demands for the said assessment years. In certain cases, partial/full relief has been granted by the Appellate Authorities (CIT Appeal and Income Tax Appellate Tribunal). The Company, its respective subsidiaries and Income Tax Department have further preferred appeals before the higher authorities in those cases.

Based on the advice from independent tax experts and development on the appeals, the management is confident that additional tax so demanded will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been made in these consolidated financial results.

9. During the quarter:

- a) During the quarter, with a view to sell one of the retail mall, DLF Limited segregated the assets of the said mall for transferring them to a special purpose vehicle 'M/s Paliwal Real Estates Private Limited' (a 100% subsidiary) and sold its entire stake in the said subsidiary to DLF Cyber City Developers Ltd. (a Joint Venture Company of the group). On the said transactions, profit before tax of ₹ 257.16 crores (after eliminations) has been recognized and disclosed as exceptional item in these consolidated financial statements.
- b) One of the subsidiary of the company has sold its entire stake in DLF Land India Ltd, (wholly owned subsidiary) to DLF Cyber City Developers Ltd. (a Joint venture Company of the group). The resultant profit before tax of ₹ 88.39 crores (after eliminations) has been classified under exceptional item in these Consolidated Financial Statements.
- c) Provision of ₹ 49.04 crores has been recognized for certain old land related advances currently under litigation classified under exceptional item in these Consolidated Financial Statements.



Notes to the Consolidated Financial Results


10. Effective April 1, 2019, the Group has adopted Ind AS 116 “Leases” and applied modified retrospective approach to all lease contracts existing as at April 1, 2019 recognizing the right to use asset and corresponding liability in case where the Group is lessee. Where the Group is lessor, lease rentals are recognized on straight line basis over the non-cancellable period and consequently, period of security deposits has also been aligned as per the lease terms considered for Ind AS 116.


Due to adoption of Ind AS 116, the Loss before tax for the quarter is higher by ₹ 11.52 crores.

11. The figures for the quarter ended March 31, 2019 are the derived figures between audited figures in respect of year ended March 31, 2019 and the unaudited figures for the nine months ended December 31, 2018.

On behalf of the Board of Directors

Place: New Delhi
Date: July 29, 2019


Mohit Gujral
CEO & Whole-time Director


Rajeev Talwar
CEO & Whole-time Director





Independent Auditor's Review Report on the Quarterly Unaudited Consolidated and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
DLF Limited**

1. We have reviewed the accompanying Statement of unaudited Consolidated Financial Results of DLF Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as 'the Group'), and its share of the net profit after tax and total comprehensive income of its associates and joint ventures / joint operations for the quarter ended June 30, 2019 and year to date from April 01, 2019 to June 30, 2019 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation'), read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India read with the Circular. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

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

4. The Statement includes the results of the entities enumerated in Annexure-I.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We draw attention to Note no. 7 of the Statement which describes the uncertainty relating to outcome of following lawsuits filed against the Company:
 - a) In a complaint filed against the Company relating to imposing unfair conditions on buyers, the Competition Commission of India has imposed a penalty of Rs.630 crore on the Company which was upheld by Competition Appellate Tribunal. The Company has filed an appeal which is currently pending with Hon'ble Supreme Court of India and has deposited Rs.630 crore as per direction of



the Hon'ble Supreme Court of India. Similar case has been filed against one of the subsidiary company with CCI which is pending with Supreme Court. No penalty has been levied in the said case.

- b) In a writ filed with Hon'ble High Court of Punjab and Haryana, the Company and one of its subsidiary and a joint venture Company have received judgments cancelling the sale deeds of land /removal of structure relating to two IT SEZ/ IT Park Projects in Gurgaon. The Company and the subsidiary companies filed Special Leave petitions (SLPS) challenging the orders which is currently pending with Hon'ble Supreme Court of India. The Hon'ble Supreme Court has admitted the matters and stayed the operation of the impugned judgments till further orders in both the cases.
- c) Securities and Exchange Board of India (SEBI) in a complaint filed against the Company, imposed certain restrictions on the Company. The Company had received a favorable order against the appeal in said case from Securities Appellate Tribunal (SAT). SEBI, subsequently, has filed a statutory appeal which is currently pending before Hon'ble Supreme Court. SEBI has also imposed penalties upon the Company, some of its directors, officers, its three subsidiaries and their directors which has been disposed of by SAT with a direction that these appeals will stand automatically revived upon disposal of civil appeal filed by SEBI against aforementioned SAT judgement.
- d) In respect of ongoing legal cases, wherein one of the Company's subsidiary has outstanding trade receivables of Rs.396.86 crore from customers, which is currently sub-judice. Despite favorable order by Hon'ble Supreme Court of India and other levels the amount is pending recovery for over 4 years. Based on the decisions obtained in the subsidiary company's favour, and legal advice obtained from external counsel by the subsidiary company, the amounts outstanding as at June 30, 2019 have been considered good for recovery by the management.

Based on the advice of the external legal counsels, no adjustment has been considered in these financial results by the management in respect of above matters. Our conclusion is not modified in respect of these matters.

7. We did not review the interim financial results/ financial information of 80 subsidiaries, 1 partnership firm, included in the consolidated unaudited financial results, whose interim financial results/ financial information reflect total revenues of Rs. 115.76 crore, total net loss after tax of Rs. 124.35 crore and total comprehensive loss of Rs. 124.31 crore, for the quarter ended June 30, 2019 and for the period from April 01, 2019 to June 30, 2019, as considered in the consolidated unaudited financial results. The consolidated unaudited financial results also include the Group's share of net profit after tax of Rs. 4.64 crore and total comprehensive income of Rs. 4.64 crore, for the quarter ended June 30, 2019 and for the period from April 01, 2019 to June 30, 2019, as considered in the consolidated unaudited financial results, in respect of 6 joint ventures, whose interim financial results/ financial information have not been reviewed by us. These interim financial results/financial information have been reviewed by other auditors, whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries, partnership firms and joint ventures is based solely on the report of the other auditors and procedures performed by us as stated in paragraph 5 above. Our conclusion on the Statement is not modified in respect of the above matter.
8. The accompanying unaudited consolidated financial results includes unaudited interim financial results/ financial information and other unaudited financial information in respect of 1 partnership firms and 2 joint operations, which have not been reviewed/audited by their auditors, whose interim financial results/ financial information reflect total revenues of Rs. Nil crore, total net loss after tax of Rs. 0.70 crore and total comprehensive loss of Rs. 0.70 crore, for the quarter ended June 30, 2019 and for the period from April 01, 2019 to June 30, 2019, as considered in the unaudited consolidated financial results. The unaudited consolidated financial results also include the Group's share of net loss after tax of Rs. 1.58 crore and total comprehensive loss of Rs. 1.58 crore, for the quarter ended June 30, 2019 and for the period from April 01, 2019 to June 30, 2019, as considered in the unaudited consolidated financial results, in respect of 1 associate and 1 joint venture, based on their interim financial results/ financial information which have not been reviewed by their/any auditors. These financial results/ financial



S.R. BATLIBOI & CO. LLP

Chartered Accountants

information and other unaudited financial information have been approved and furnished to us by the management. Our conclusion, in so far as it relates to the affairs of these subsidiaries, joint ventures and joint operations and associates, is based solely on such financial results and other unaudited financial information. According to the information and explanations given to us by the Management, these interim financial results/ financial information are not material to the Group. Our conclusion on the Statement is not modified in respect of the above matter.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Manoj Kumar Gupta

Partner

Membership No.: 83906



UDIN: 19083906AAAAAX8976

Place: New Delhi

Date: July 29, 2019

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Annexure 1

S.No	Entity	Relation
1	Aadarshini Real Estate Developers Private Limited	Joint Venture
2	Abhigyan Builders & Developers Private Limited	Subsidiary
3	Abhiraj Real Estate Private Limited	Subsidiary
4	Adeline Builders & Developers Private Limited	Subsidiary
5	Americus Real Estate Private Limited	Subsidiary
6	Amishi Builders & Developers Private Limited	Subsidiary
7	Angelina Real Estates Private Limited	Subsidiary
8	Ariadne Builders & Developers Private Limited	Subsidiary
9	Armand Builders & Constructions Private Limited	Subsidiary
10	Banjara Hills Hyderabad Complex (AOP)	Joint Operation
11	DLF Lands India Private Limited (formerly Berenice Real Estate Private Limited)	Subsidiary upto April 25, 2019 and a Joint Venture thereafter
12	Benedict Estates Developers Private Limited	Subsidiary
13	Beyla Builders & Developers Private Limited	Subsidiary
14	Bhamini Real Estate Developers Private Limited	Subsidiary
15	Breeze Constructions Private Limited	Subsidiary
16	Chakradharee Estates Developers Private Limited	Subsidiary
17	Chandrajyoti Estate Developers Private Limited	Subsidiary
18	Dae Real Estates Private Limited	Subsidiary
19	Daffodil Hotels Private Limited	Subsidiary
20	Dalmia Promoters & Developers Private Limited	Subsidiary



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S.No	Entity	Relation
21	Delanco Home & Resorts Private Limited	Subsidiary
22	Delanco Realtors Private Limited	Subsidiary
23	Deltaland Buildcon Private Limited	Subsidiary
24	Designplus Associates Service Private Limited	Joint Venture
25	Spazzio Projects and Interiors Private Limited (wholly owned subsidiary of Designplus associates Service Private Limited)	Joint Venture
26	DLF Aspinwal Hotels Private Limited	Subsidiary
27	DLF Assets Private Limited	Joint Venture
28	DLF Builders & Developers Private Limited (formerly SC Hospitality Private Limited) (formerly Saket Courtyard Hospitality Private Limited)	Subsidiary
29	DLF City Centre Limited	Joint Venture
30	DLF Cochin Hotels Private Limited	Subsidiary
31	DLF Commercial Developers Limited	Subsidiary
32	DLF Commercial Projects Corporation	Partnership Firm (accounted for as subsidiary)
33	DLF Cyber City Developers Limited	Joint Venture
34	DLF Emporio Limited	Joint Venture
35	DLF Emporio Restaurants Limited	Subsidiary
36	DLF Energy Private Limited	Subsidiary
37	DLF Estate Developers Limited	Subsidiary
38	Tiberias Developers Limited (formerly DLF Finvest Limited)	Subsidiary
39	DLF Garden City Indore Private Limited	Subsidiary
40	DLF Gayatri Developers	Partnership Firm (accounted for as subsidiary)
41	DLF Gayatri Home Developers Limited	Joint Venture



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S.No	Entity	Relation
42	DLF Golf Resorts Limited	Subsidiary
43	DLF Green Valley	Partnership Firm (accounted for as subsidiary)
44	DLF Home Developers Limited	Subsidiary
45	DLF Homes Goa Private Limited	Subsidiary
46	DLF Homes Panchkula Private Limited	Associate
47	DLF Homes Services Private Limited	Subsidiary
48	DLF Info City Developers (Chandigarh) Limited	Joint Venture
49	DLF Info City Developers (Kolkata) Limited	Joint Venture
50	DLF Info Park (Pune) Limited	Subsidiary
51	DLF Info Park Developers (Chennai) Limited	Subsidiary
52	Chamundeswari Builders Private Limited	Subsidiary w.e.f. April 12, 2019
53	DLF Luxury Homes Limited (formerly DLF GK Residency Limited)	Subsidiary
54	DLF Mid town Private Limited	Joint Venture
55	DLF Office Developers	Partnership Firm (accounted for as subsidiary)
56	DLF Phase IV Commercial Developers Limited	Subsidiary
57	DLF Power & Services Limited	Joint Venture
58	DLF Projects Limited	Subsidiary
59	DLF Promenade Limited	Joint Venture
60	DLF Property Developers Limited	Subsidiary
61	DLF Real Estate Builders Limited	Subsidiary
62	DLF Recreational Foundation Limited	Subsidiary
63	DLF Residential Builders Limited	Subsidiary



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S.No	Entity	Relation
64	DLF Residential Developers Limited	Subsidiary
65	DLF Residential Partners Limited	Subsidiary
66	DLF SBPL Developer Private Limited	Joint Venture
67	DLF Southern Towns Private Limited	Subsidiary
68	DLF Universal Limited	Subsidiary
69	DLF Urban Private Limited	Joint Venture
70	DLF Utilities Limited	Subsidiary
71	Domus Real Estates Private Limited	Subsidiary
72	Eastern India Powertech Limited	Subsidiary
73	Edward Keventer (Successors) Private Limited	Subsidiary
74	Elvira Builders & Constructions Private Limited	Subsidiary
75	Faye Builders & Constructions Private Limited	Subsidiary
76	Galleria Property Management Services Private Limited	Subsidiary
77	Ghaliya Builders & Developers Private Limited	Subsidiary
78	GSG DRDL AOP	Joint Operation
79	Hansel Builders & Developers Private Limited	Subsidiary
80	Isabel Builders & Developers Private Limited	Subsidiary
81	Joyous Housing Limited	Joint Venture
82	Lada Estates Private Limited	Subsidiary
83	Latona Builders & Constructions Private Limited	Subsidiary
84	Lear Builders & Developers Private Limited	Subsidiary



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S.No	Entity	Relation
85	Lempo Buildwell Private Limited	Subsidiary
86	Liber Buildwell Private Limited	Subsidiary
87	Livana Builders & Developers Private Limited	Subsidiary
88	Lizebeth Builders & Developers Private Limited	Subsidiary
89	Lodhi Property Company Limited	Subsidiary
90	Mariabella Builders & Developers Private Limited	Subsidiary
91	Melosa Builders & Developers Private Limited	Subsidiary
92	Mens Buildcon Private Limited	Subsidiary
93	Nambi Buildwell Private Limited	Subsidiary
94	Narooma Builders & Developers Private Limited	Subsidiary
95	Nellis Builders & Developers Private Limited	Subsidiary
96	Niobe Builders & Developers Private Limited	Subsidiary
97	Nudhar Builders & Developers Private Limited	Subsidiary
98	Paliwal Developers Limited	Subsidiary
99	Paliwal Real Estate Limited	Subsidiary upto May 28, 2019 and a Joint Venture thereafter
100	Phoena Builders & Developers Private Limited	Subsidiary
101	Pyrite Builders & Constructions Private Limited	Subsidiary
102	Qabil Builders & Constructions Private Limited	Subsidiary
103	Rachelle Builders & Constructions Private Limited	Subsidiary
104	Rational Builders and Developers	Partnership Firm (accounted for as subsidiary)
105	Richmond Park Property Management Services Limited	Joint Venture



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S.No	Entity	Relation
106	Riveria Commercial Developers Limited	Subsidiary
107	Rochelle Builders & Constructions Private Limited	Subsidiary
108	Royalton Builders & Developers Private Limited	Subsidiary
109	Saket Holiday Resorts Private Limited	Subsidiary
110	Shivaji Marg Maintenance Services Limited	Subsidiary
111	Urvasi Infratech Private Limited	Subsidiary
112	Vibodh Developers Private Limited	Subsidiary
113	Vkarma Capital Investment Management Company Private Limited	Subsidiary
114	Vkarma Capital Trustee Company Private Limited	Subsidiary
115	Webcity Builders & Developers Private Limited	Subsidiary
116	Fairleaf Real Estate Private Limited (Formerly YG Realty Private Limited)	Joint Venture
117	Arizona Global Services Private Limited	Associate
118	DLF Infocity Chennai Limited	Subsidiary
119	DLF Infocity Hyderabad Limited	Subsidiary
120	Kolkata International Convention Centre Limited	Subsidiary
121	Genisys Property Builders & Developers Private Limited	Subsidiary



DLF Limited

Regd. Office: Shopping Mall, 3rd Floor, Arjun Marg, DLF City, Gurugram - 122 022 (Haryana), India.

CIN - L70101HR1963PLC002484, Website : www.dlf.in

Tel.: +91-124-4334200, Fax: +91-124-4769250



STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2019

(₹ in crores)

SL NO.	PARTICULARS	QUARTER ENDED		YEAR ENDED
		30.06.2019 (Unaudited)	31.03.2019 (Audited)	
1	Income			
	a) Revenue from operations	504.74	943.24	3,295.39
	b) Other income	133.23	92.42	413.38
	Total income	637.97	1,035.66	3,708.77
2	Expenses			
	a) Cost of land, plots, development rights, constructed properties and others	263.14	498.09	1,595.52
	b) Employee benefits expense	43.39	62.06	197.71
	c) Finance costs	168.57	194.33	739.94
	d) Depreciation and amortisation expense	21.22	32.08	124.86
	e) Other expenses	96.98	75.23	285.08
	Total expenses	593.30	861.79	2,943.11
3	Profit before exceptional items and tax (1-2)	44.67	173.87	765.66
4	Exceptional items (net)	757.13	-	-
5	Profit before tax	801.80	173.87	765.66
6	Tax expenses *	19.15	(79.46)	78.06
7	Net profit for the period / year (5-6)	782.65	253.33	687.60
8	Other comprehensive income / (loss)			
	a) Items that will not be reclassified to profit and loss in subsequent period	(0.25)	(1.00)	(0.89)
	b) Income tax relating to items that will not be reclassified to profit and loss	0.09	0.35	0.31
	c) Items that will be reclassified to profit or loss in subsequent period	-	(39.02)	19.31
	d) Income tax relating to items that will be reclassified to profit or loss	-	13.64	(6.75)
	Other comprehensive income / (loss)	(0.16)	(26.03)	(0.58)
9	Total comprehensive income / (loss) for the period / year (7+8)	782.49	227.30	687.02
10	Paid-up equity share capital (face value of ₹ 2 per share)	495.06	441.44	441.44
11	Other equity (Including warrants)			22,638.48
12	Earnings per equity share (face value of ₹ 2 per share) (not annualised)			
	Basic (₹)	3.45	1.41	3.85
	Diluted (₹)	3.29	1.15	3.13

* Tax expense includes current tax, deferred tax and minimum alternate tax.



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Notes to the Standalone Financial Results

1. The above unaudited standalone financial results of DLF Limited ("the Company") have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 29, 2019. The statutory auditors have carried out Limited Review of above financial results of the Company.
2. These unaudited standalone financial results have been prepared in accordance with the recognition and measurement principles of Indian Accounting Standards as notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
3. Change in capital structure of the Company:
 - a) On May 24, 2019, the Company allotted 130,000,000 equity shares of ₹ 2 each at a premium of ₹ 215.25 per share by way of conversion of equal number of Compulsory Convertible Debentures issued to Promotor/Promotor group companies.
 - b) On June 26, 2019, upon receipt of balance consideration of ₹ 2,249.90 crores (being 75% of the Warrants issue price) towards exercise of Warrants, the Company allotted 138,089,758 equity shares of ₹ 2 each at a premium of ₹ 215.25 per share by way of conversion of equal number of Warrants issued to Promotor/Promotor group companies.
4. Utilisation of proceeds:
 - a) During the previous quarter, the Company had received a sum of ₹ 3,172.82 crores by way issue of capital through Qualified Institutional Placement, out of which ₹ 3,106.17 crores has been utilized towards repayment of loans by the Company and its subsidiaries and ₹ 66.65 crores has been used towards working capital requirements.
 - b) During the quarter, the Company had received a sum of ₹ 2,249.90 crores by way of allotment of Warrants, out of which ₹ 738.35 crores has been utilized towards loans/ advances/ land commitments, ₹ 16.15 crores towards repayment of bank loans, ₹ 21.50 crores towards working capital requirements (including loans to subsidiaries). The balance amount of ₹ 1473.90 crores is invested in Fixed Deposit/Mutual funds for further utilization.
5. The Company's business activities which are primarily real estate development and related activities falls within a single reportable segment as the management of the Company views the entire business activities as real estate development. Accordingly, there are no additional disclosures to be furnished in accordance with the requirement of Ind AS 108 – Operating Segments with respect to single reportable segment. Further, the operations of the Company is domiciled in India and therefore there are no reportable geographical segment.
6. Key Pending matters:
 - a) The Competition Commission of India (CCI) on a complaint filed by the Belaire / Park Place owners association had passed orders dated August 12, 2011 and August 29, 2011 wherein the CCI had imposed a penalty of ₹ 630 crores on DLF Limited ("DLF" or "the Company") or, restraining DLF from formulating and imposing allegedly unfair conditions with buyers in Gurugram and further ordered to suitably modify the alleged unfair conditions on its buyers.

The said orders of CCI were challenged by DLF on several grounds by filing appeals before the Competition Appellate Tribunal (COMPAT). The COMPAT, pending hearing and till final orders had granted stay on demand of penalty of ₹ 630 Crores imposed by CCI.



Notes to the Standalone Financial Results

COMPAT vide its order dated May 19, 2014 accepted the arguments of DLF that since the agreements were entered into prior to coming into force of section 4 of the Act, the clauses of the agreements entered in 2006-07 could not be looked into for establishing contravention of section 4 of the Competition Act, 2002, however COMPAT held that the Company is a dominant player in Gurugram being the relevant market and has abused its dominant position in relation to certain actions which is violative of Section 4 of the Competition Act, 2002 and has accordingly upheld the penalty imposed by CCI.

The Company had filed an appeal in the Hon'ble Supreme Court of India against the order dated May 19, 2014 passed by the COMPAT. The Hon'ble Supreme Court of India vide order dated August 27, 2014 admitted the Appeal and directed the Company to deposit penalty of ₹ 630 crores in the Court. In compliance of the order, the Company had deposited ₹ 630 crores with the Hon'ble Supreme Court of India and is continued to be shown as recoverable.

The appeals will be listed for arguments before Hon'ble Supreme Court of India in due course.

- b) During the year ended March 31, 2011, the Company and two of its group companies received judgments from the Hon'ble High Court of Punjab and Haryana cancelling the sale deeds of land/removal of construction relating to two IT SEZ/ IT Park Projects in Gurugram admeasuring 49.05 acres. The Company filed Special Leave petitions (SLPs) challenging the orders in the Hon'ble Supreme Court of India.

The Hon'ble Supreme Court of India had admitted the matter and stayed the operation of the impugned judgments till further orders.

Management believes there is reasonable likelihood of succeeding before the Hon'ble Supreme Court of India in matters stated in point (a) & (b) above based on the advice of the independent legal counsels. Pending the final decisions on the above matter, no adjustment has been made in these standalone financial results.

- c) i) The Securities and Exchange Board of India (SEBI) had issued a Show Cause Notice (SCN) dated June 25, 2013 under Sections 11(1), 11(4), 11A and 11B of the SEBI Act, 1992 ("the SEBI Act") read with clause 17.1 of the SEBI (Disclosure & Investor Protection) Guidelines, 2000 ("DIP Guidelines") and Regulation 111 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations"), and levelled certain allegations in the same.

The Company filed its reply with SEBI, placed written submissions and participated in the hearings conducted by the Hon'ble Whole Time Member, in which it replied to each allegation levelled in the said Show Cause Notice (SCN).

The Hon'ble Whole Time member however rejected the reply filed by the Company and vide its order dated October 10, 2014 restrained the Company and six others from accessing the securities market and prohibiting them from buying, selling or otherwise dealing in securities, directly or indirectly, in any manner, whatsoever, for a period of three years.

The Company has filed an appeal against the said order before Securities Appellate Tribunal (SAT) vide majority order dated March 13, 2015 allowed all the appeals and the impugned order passed by SEBI has been quashed and set aside.

SEBI has filed a statutory appeal under section 15Z of SEBI Act before Hon'ble Supreme Court of India.



Notes to the Standalone Financial Results

On April 24, 2015, the Hon'ble Supreme Court of India admitted the appeal ("Appeal") filed by SEBI and issued notice on interim application. No stay has been granted by Hon'ble Supreme Court of India in favour of SEBI.

SEBI had filed an application stating that sale of Compulsory Convertible Preference Shares ("CCPS") in DLF Cyber City Developers Limited, a group company, by the promoters, to third party Institutional Investors should not be allowed during the pendency of the appeal and have sought stay from the Hon'ble Supreme Court of India on the proposed transactions. The Hon'ble Supreme Court of India did not pass any order and has kept the application to be heard along with the appeal.

- ii) SEBI also issued a SCN dated August 28, 2013 under Sections 15HA and 15HB of the SEBI Act, 1992 and under Rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by Adjudicating Officer) Rules, 1995 ("Adjudication Rules"), hearing on which has been completed and the Company has filed its written synopsis/submissions.

By way of order dated February 26, 2015, the adjudicating officer of SEBI imposed penalties upon Company, some of its directors and officer under Section 15HA and under Section 15HB of the SEBI Act, 1992.

The Company, its directors and officer have filed appeal before SAT impugning the order dated February 26, 2015 passed by an Adjudicating Officer of SEBI. The appeal was listed before SAT and in its order dated April 15, 2015, SEBI had undertaken not to enforce the order dated February 26, 2015 during pendency of the appeal.

The appeals were listed for hearing before SAT on April 25, 2018. The SAT vide its order passed on April 25, 2018, held that in view of SAT's majority decision dated March 13, 2015, the Adjudication Officer's decision dated February 26, 2015 cannot be sustained.

Accordingly, the Hon'ble SAT disposed of the appeals, along with intervention application. According to the judgement, the said appeals shall stand automatically revived once Hon'ble Supreme Court disposes of the Civil Appeals filed by SEBI against the SAT's judgment dated March 13, 2015.

Based on the advice of the independent legal counsel, management believes that there is reasonable strong likelihood of succeeding. Pending the final decisions on the above matter, no adjustment has been made in these standalone financial results.

The above litigations as mentioned in point 6 (a), (b) and (c) are subject matter of 'Emphasis of Matter' in Statutory Auditor's Limited Review Report.

7. As already reported, in the earlier period(s), disallowance of SEZ profits u/s 80IAB of the Income Tax Act, 1961 were made by the Income Tax Authorities in the tax assessments of the Company raising demands amounting to ₹ 1,068.40 crores in respect of Assessment Years from 2008-09 to 2015-16.

The Company had filed appeals before the appropriate appellate authorities against these demands for the said assessment years. In certain cases partial/full relief has been granted by the Appellate Authorities. The Company and Income Tax Department have further preferred appeals before the higher authorities in those cases.



Notes to the Standalone Financial Results

Based on the advice from independent tax experts and the development on the appeals, the management is confident that additional tax so demanded will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been made in these standalone financial results.

8. During the quarter, with a view to sell one of the retail mall, DLF Limited segregated the assets of the said mall for transferring them to a special purpose vehicle 'M/s Paliwal Real Estates Private Limited' (a 100% subsidiary) and sold its entire stake in the said subsidiary to DLF Cyber City Developers Ltd. (a Joint Venture Company of the group). On the said transactions, profit before tax of ₹ 757.13 crores has been recognized and disclosed as exceptional item in these standalone financial statements.
9. Effective April 1, 2019, the Company has adopted Ind AS 116 "Leases" and applied modified retrospective approach to all lease contracts existing as at April 1, 2019 recognizing the right to use asset and corresponding liability in case where the Company is lessee. Where the Company is lessor, lease rentals are recognized on straight line basis over the non-cancellable period and consequently, period of security deposits has also been aligned as per the lease terms considered for Ind AS 116.


Due to adoption of Ind AS 116, the Profit before tax for the quarter is lower by ₹ 7.89 crores.

10. The figures for the quarter ended March 31, 2019 are the derived figures between audited figures in respect of year ended March 31, 2019 and the unaudited figures for the nine months ended December 31, 2018.

On behalf of the Board of Directors

Place: New Delhi
Date: July 29, 2019


Mohit Gujral
CEO & Whole-time Director


Rajeev Talwar
CEO & Whole-time Director



Independent Auditor's Review Report on the Quarterly Unaudited Standalone and Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
DLF Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of DLF Limited (the 'Company') for the quarter ended June 30, 2019 and year to date from April 01, 2019 to June 30, 2019 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation') as amended, read with SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 ('the Circular').
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above and on consideration of reports of other auditors on the unaudited separate quarterly financial results and on the other financial information of the partnership firms, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note No. 6 of the Statement which describes the uncertainty relating to outcome of following lawsuits filed against the Company:
 - a) In a complaint filed against the Company relating to imposing unfair conditions on buyers, the Competition Commission of India has imposed a penalty of Rs.630 crores on the Company which was upheld by Competition Appellate Tribunal. The Company has filed an appeal which is currently pending with Hon'ble Supreme Court of India and has deposited Rs.630 crores as per direction of the Hon'ble Supreme Court of India. Our conclusion is not modified in respect of this matter.
 - b) In a writ filed with Hon'ble High Court of Punjab and Haryana, the Company, one of its subsidiary and a joint venture company have received judgments cancelling the sale deeds of land /removal of structure relating to two IT SEZ/ IT Park Projects in Gurgaon. The Company and the subsidiary companies filed Special Leave petitions (SLPs) challenging the orders which is currently pending with Hon'ble Supreme Court of India. The Court has admitted the matters and stayed the operation of the impugned judgments till further orders in both the cases.
 - c) Securities and Exchange Board of India (SEBI) in a complaint filed against the Company, imposed certain restrictions on the Company. The Company had received a favorable order against the appeal in



S.R. BATLIBOI & CO. LLP

Chartered Accountants

said case from Securities Appellate Tribunal (SAT). SEBI, subsequently, has filed a statutory appeal which is currently pending before Hon'ble Supreme Court. SEBI has also imposed penalties upon the Company, some of its directors, officers, its three subsidiaries and their directors which has been disposed of by SAT with a direction that these appeals will stand automatically revived upon disposal of civil appeal filed by SEBI against aforementioned SAT judgement.

Based on the advice of the external legal counsels, no adjustment has been considered in these financial results by the management in respect of above matters. Our conclusion is not modified in respect of these matters.

6. We did not review the interim financial results/ financial information of one partnership firm included in the accompanying quarterly unaudited standalone financial results of the Company, whose financial results and other financial information reflect total net profit after tax of Rs. 0.14 crore and total comprehensive income of Rs. 0.14 crore for the quarter ended June 30, 2019 and for the period ended on that date. The interim financial results and other financial information of this partnership firm has been reviewed by other auditor, whose reports have been furnished to us, and our conclusion in so far as it relates to the amounts and disclosures included in respect of this partnership firm, is based solely on the report of such other auditor. Our conclusion on the Statement is not modified in respect of this matter.
7. The accompanying quarterly unaudited standalone financial results include interim financial results and other financial information, in respect of one partnership firm, whose interim financial results/ financial information reflect total net loss after tax of Rs. 0.70 crore and total comprehensive loss of Rs. 0.70 crore for the quarter ended June 30, 2019 and for the period ended on that date, as considered in the unaudited standalone financial results based on their interim financial results and other financial information which have not been reviewed by the respective auditor. These unaudited financial results and other financial information of the said partnership firm have been approved and furnished to us by the Management. According to the information and explanations given to us by the Management, these interim financial results and other financial information are not material to the Company. Our conclusion on the Statement is not modified in respect of this matter.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005**per Manoj Kumar Gupta**

Partner

Membership No.: 83906

UDIN: 19083906AAAAAY2506



New Delhi

Date: July 29, 2019